

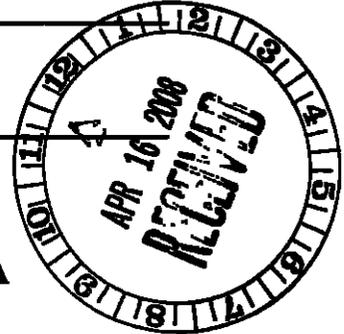
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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB DOCKET NO. AB-33 (Sub- No. 265X)

ENTERED
Office of Procurement
APR 16 2008
Part of
Public Record

**UNION PACIFIC RAILROAD COMPANY
ABANDONMENT EXEMPTION
IN LOS ANGELES COUNTY, CALIFORNIA
(SANTA MONICA INDUSTRIAL LEAD)**



NOTICE OF INTENT TO FILE AN OFFER OF FINANCIAL ASSISTANCE

1. James Riffin ("Riffin"), a Class III carrier, pursuant to the applicable regulations of the Surface Transportation Board ("STB" or "Board") herewith files his formal Notice of Intent to File an Offer of Financial Assistance, to purchase from the Union Pacific Railroad Company ("UP") that portion of a line of railroad between Mileposts 485.61 and 486.00, a distance of 0.39 miles, in the City of Los Angeles, Los Angeles County, California ("Line"), which line of railroad is the subject of the above entitled proceeding.

2. Riffin is a financially responsible person. Riffin has, or within a reasonable time will have, the financial resources to fulfill all of his proposed contractual obligations.

3. Pursuant to 49 U.S.C. § 10904 and 49 CFR 1152.27 (a), Riffin requests UP provide Riffin and the Board with the information specified in 49 CFR 1152.27 (a), and the following additional information:

A. UP's most recent reports on the physical condition of that part of the Line involved in the proposed abandonment;

B. Traffic, revenue, and other data necessary to determine the amount of annual financial assistance which would be required to continue rail transportation over the Line, including, but not limited to:

a. A copy of any agreements UP, or any of its affiliates or subsidiaries, is a party to, which pertain in any way to the Line, including but not limited to, any Freight Operating Rights, Freight Operating Easement(s) and any related Operating Agreements or Leases, and any agreements UP has, or contemplates having, involving the State of California, any other California State or Local agency or entity, hereinafter "State of California," or any other individual or legal entity.

b. A copy of all papers, documents or agreements UP has received, has in its possession, or has knowledge of, which pertain in any way to any agreements any present, former or potential shipper, have made which pertain in any way to the use of, or non-use of, the Line, including but not limited to any agreement(s) any shipper on the Line has made with the State of California.

C. Any other information which relates to UP's present or prior use of the Line, including but not limited to:

a. The number of times the Line was used in the past five years, and the number of rail cars delivered to and / or the number of rail cars received from, each shipper on the line, for each time the Line was used;

b. The number of times the Line was unavailable for UP's use in the past five years, and the reason(s) why the Line was unavailable;

c. The date the Line was taken out-of-service, if the Line was taken out of service;

d. The speed limits on the Line, and any other restrictions which pertain to the use of the Line, by Milepost;

e. Which switches on the Line UP train crews may operate, and which switches on the Line are exclusively controlled by a centralized traffic control system. Which switches the train crew must wait at while a remote switch operator throws the switch, and the average amount of time the train crew had to wait for the switch to be thrown.

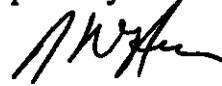
f. A summary of all disagreements, misunderstandings, or points of contention between UP and the State of California or any other party or entity, concerning UP's use of the Line during the past five years;

g. An indication of where Riffin would interchange rail traffic with UP;

h. A copy of a proposed interchange agreement;

D. A copy of all valuation maps for the Line, and if not depicted on the Valuation Map(s), a listing of all deed references showing UP's legal interests in the Line.

Respectfully submitted,



James Riffin

CERTIFICATE OF SERVICE

I hereby certify that on this 15th day of April, 2008, a copy of the foregoing Notice of Intent to File an Offer of Financial Assistance, was served by first class mail, postage prepaid, upon Gabriel S. Meyer, Asst. General Attorney, STOP 1580, 1400 Douglas Street, Omaha, NE 68179.



James Riffin