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November 30, 2009

Overnight Delivery

Cynthia T. Brown
Chief, Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423



Re: STB Docket No. 42111, *Oklahoma Gas and Electric Company v. Union Pacific Railroad Company*

Dear Secretary Quinlan:

Enclosed for filing in the above-referenced matter are an original and ten copies of the PUBLIC VERSION of the Statement of Reparations and an original and fifteen copies of the CONFIDENTIAL VERSION of the Statement of Reparations.

Thank you for your attention to this matter.

Sincerely,

Louise A. Rinn

Enclosures

cc: Counsel for OGE Energy Corporation
Michael Rosenthal

ENTERED
Office of Proceedings
DEC 1 - 2009
Part of
Public Record

Louise Anne Rinn
Associate General Counsel

UNION PACIFIC RAILROAD
1400 Douglas St., Stop 1580, Omaha, NE 68179-1580
ph. (402) 544-3309 fx (402) 501-0129
larinn@up.com

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



_____)
 OKLAHOMA GAS & ELECTRIC COMPANY)
)
 Complainant,)
)
 v.)
)
 UNION PACIFIC RAILROAD COMPANY)
)
 Defendant.)
 _____)

Docket No. NOR 42111

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STATEMENT OF REPARATIONS

In its Decision served July 24, 2009, the Board found that the rates charged by Defendant Union Pacific Railroad Company (“UP”) for coal transportation service from mines in the Southern Powder River Basin to the Muskogee Generating Station in Fort Gibson, Oklahoma, owned and operated by Complainant Oklahoma Gas & Electric Company (“OG&E”), exceeded maximum reasonable levels. The Board directed UP to establish and maintain rates no higher than 180% of the variable cost of the subject service, and to pay reparations to OG&E, plus applicable interest, for shipments made under the challenged rates from and after January 1, 2009. *See* Decision at 3, 11.

On September 24, 2009, the parties jointly submitted a Statement of Reparations informing the Board that UP and OG&E has cooperated to identify the traffic entitled to reparations for the first quarter of 2009, had calculated reparations and interest thereon in

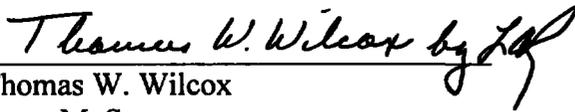
accordance with Board procedures, and that UP had paid OG&E the agreed upon calculated reparations and interest for 1Q09. The calculation of reparation and interest for shipments made after 1Q09 was temporarily delayed pending the Board's resolution of a Petition for Clarification of the Decision filed by UP on August 13, 2009. By decision served on October 26, 2009, the Board clarified the Decision, and directed UP to publish the prescribed rates for the third and fourth quarters of 2009 in accordance with the October 26 decision by November 5, 2009.

UP subsequently established new rates for 3Q09 and 4Q09 in compliance with the Decision, as clarified. OG&E and UP have cooperated to identify the traffic entitled to reparations for the second, third and fourth quarters of 2009, and calculated reparations and interest thereon in compliance with 49 C.F.R. § 1133.2.

In accordance with the applicable regulations, the parties are submitting a statement of reparations for each mine that originated traffic covered by the Board's Decision during the second, third, and fourth quarters of 2009. The reparations and interest as calculated by the parties for these quarters total \$4,969,158.55 for shipments through October 30, 2009. UP paid OG&E the reparations and interest on November 18, 2009. The calculations of reparations and interest are summarized in Attachment No. 1 hereto.

Attachment No. 2 hereto is the certification required by 49 C.F.R. §1133.2.

Respectfully submitted,

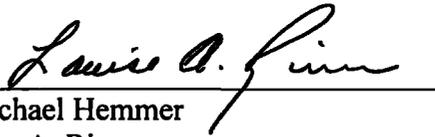


Thomas W. Wilcox
Jason M. Setty
GKG Law, P.C.
1054 Thirty-First Street, NW
Suite 200
Washington, DC 20007
(202)342.5248

Patrick D. Shore
Senior Attorney
OGE Energy Corporation
321 N. Harvey
P.O. Box 321, M/C 1208
Oklahoma, OK 73101

Attorneys for Oklahoma Gas & Electric Co.

Dated November 30, 2009.



J. Michael Hemmer
Louise A. Rinn
Union Pacific Railroad Company
1400 Douglas Street
Omaha, NE 68179
(402)544-3309

Michael L. Rosenthal, Esq.
Covington & Burlington LLP
1201 Pennsylvania Avenue, N.W.
Washington, DC 20004
(202)662-6000

*Attorneys for Union Pacific Railroad
Company*

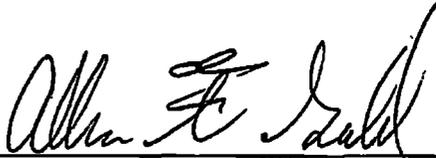
Attachment No. 1 Redacted

Attachment No. 2

CERTIFICATION

Complainant Oklahoma Gas & Electric Company ("OG&E") hereby certifies that the accompanying Reparations Statement includes claims only on shipments covered by the Surface Transportation Board's findings in STB Docket NOR 42111 during the time period April 1, 2009 to October 30, 2009 and contains no claim for reparations previously filed with the Board by or on behalf of OG&E or, so far as OG&E knows, by or on behalf of any person, in any proceeding.

OG&E received UP's payment of reparations and interest described in the certification provided by UP below in satisfaction of the reparations and interest award set out in the July 24, 2009 Decision in STB Docket NOR 42111, as clarified by the Decision in that docket on October 26, 2009, for traffic moving during the period April 1, 2009 to October 30, 2009


Oklahoma Gas & Electric Company

By: Allen F. Gould, P.E.
Manager, Fuels
OGE Energy Corporation
P.O. Box 321, M/C GB58
Oklahoma City, Oklahoma 73101-0321

November 24, 2009

The total amount of reparations and interest for traffic moving to OG&E's Muskogee Station between April 1, 2009 and October 30, 2009, including interest through the date of payment on November 18, 2009, equals \$4,969,158.55. The undersigned hereby certifies that the Reparations Statement submitted by OG&E for shipments between April 1, 2009 and October 30, 2009 has been checked against the records of Union Pacific Railroad Company and found correct.



Union Pacific Railroad Company,
Defendant

By: Jeffrey Totusek
Vice President – Controller and Chief Accounting Officer
Union Pacific Railroad Company
1400 Douglas Street, STOP 1770
Omaha, Nebraska 68719

November 30, 2009.