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**Shook,  
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December 11, 2009

The Honorable Cynthia T. Brown  
Chief, Section of Administration, Office of Proceedings  
Surface Transportation Board  
395 E Street, N.W.  
Washington, D.C. 20423

Joe Rebein  
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Re: STB Finance Docket No. 35305  
Arkansas Electric Cooperative Corporation – Petition for Declaratory Order

Dear Ms. Brown:

This letter is submitted on behalf of Union Pacific Railroad Company (“UP”). Pursuant to the Board’s Order in the above proceeding on November 30, 2009, UP provides notice of its intent to participate as a party of record in the above-entitled proceeding.

By my signature below, I certify that a copy of this Notice of Intent to Participate has been served on the following parties of record, by U.S. mail, postage prepaid, First Class, this 11<sup>th</sup> day of December, 2009: (1) Eric Von Salzen (representing AECC), McLeod, Watkinson & Miller, One Massachusetts Avenue, N.W., Suite 800, Washington, DC 20001; (2) Samuel M. Sipe, Jr. (representing BNSF), Steptoe & Johnson LLP, 1330 Connecticut Avenue, N.W., Washington, DC 20036; and (3) John H. LeSeur (representing Western Coal Traffic League (WCTL)), Slover & Loftus LLP, 1224 Seventeenth Street, N.W., Washington, DC 20036.

Sincerely,

  
Joe Rebein

JR:mkw  
Enclosure

Geneva  
Houston  
Kansas City  
London  
Miami  
Orange County  
San Francisco  
Tampa  
Washington, D.C.

DEC 14 2009

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Public Record

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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ARKANSAS ELECTRIC  
COOPERATIVE CORPORATION –  
PETITION FOR DECLARATORY  
ORDER

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)  
)  
)  
) Finance docket No. 35305  
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**NOTICE OF INTENT TO PARTICIPATE**

The Union Pacific Railroad Company hereby provides notice of its intent to participate as a party of record in the captioned proceeding and requests that it be placed on the service list for this proceeding.

Dated: December 11, 2009

Respectfully submitted,

SHOOK, HARDY & BACON L.L.P.

By: /s/ Joe Rebein  
Joe Rebein, MO Bar #35071

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