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March 10, 2010

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

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Office of Proceedings

MAR 10 2010

Part of
Public Record

Subject: Finance Docket No. 35133 – Milwaukee Industrial Trade Center, LLC, d.b.a.
Milwaukee Terminal Railway-Acquisition and Operation Exemption-Private
Trackage at Milwaukee, WI

Dear Ms. Brown:

Enclosed for filing in the above identified application are the Petition of The
Redevelopment Authority of The City Of Milwaukee for Expedited Consideration and Verified
Statement of Benjamin Timm thereto.

Sincerely yours,



Robert P. vom Eigen

Enclosures

cc: Thomas F. McFarland (w/Petition - electronic)
Thomas O. Gartner (w/Petition - electronic)
Gregg C. Hagopian (w/Petition - electronic)

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Finance Docket No. 35133

**Milwaukee Industrial Trade Center, LLC, d.b.a. Milwaukee Terminal Railway–
Acquisition and Operation Exemption–Private Trackage at Milwaukee, WI**

PETITION FOR EXPEDITED CONSIDERATION

By Joint Petition filed December 18, 2009, the Redevelopment Authority of the City of Milwaukee (“RACM”) and Milwaukee Industrial Trade Center d.b.a. Milwaukee Terminal Railway (“MITC”) requested the Board to revoke the exemption from 49 U.S.C. § 10901 for MITC’s acquisition for use as common carrier track approximately two miles of private track located at an 84 acre plant site in Milwaukee, WI formerly owned by A.O. Smith Corp. and later by Tower Automotive, Inc. (“Tower Automotive Site”). On December 15, 2009, MITC sold the Tower Automotive Site to RACM. The Joint Petition was based upon the affidavit of MITC’s counsel stating that the track was private track when acquired by MITC, and that it was not operated as either common carrier track or private track during MITC’s ownership of the Tower Automotive Site. *See* Affidavit of Thomas F. McFarland at ¶ 3.

RACM files this Petition for Expedited Consideration of the Joint Petition in view of the announcement on March 2, 2010 of a transaction in which Talgo, Inc. (“Talgo”) will lease from RACM approximately 133,000 square feet in a building on the Tower Automotive Site, as well as exterior space at that site. Talgo will use the premises to construct high-speed passenger train

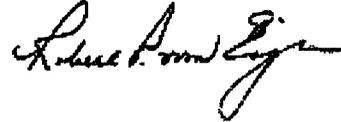
sets for projects being funded under the Administration's high-speed intercity passenger initiative.

Under a letter of intent executed with Talgo on March 2, RACM has committed to construct a new spur within the building to be leased to Talgo, and to reconfigure the existing rail infrastructure adjacent to the building on a very stringent time schedule. As explained in the attached Verified Statement of Benjamin Timm, RACM must complete construction of a new track within the plant by no later than July 1, 2010, and must complete construction of the external track adjacent to the plant for connection with the main line owned by Canadian Pacific Railway ("CPR") by no later than August 1, 2010. Engineering designs are now being prepared, but prior to construction, the design of the external tracks must be approved by CPR, and then the construction contract must be put out to bid for both the internal and external tracks in accordance with RACM's procurement regulations.

Neither RACM, nor Talgo is a rail carrier, and they will not be using the Tower Automotive Site as rail carriers. Neither the property lease, nor the letter of intent, contemplate that. Rather, Talgo will use the Tower Automotive Site for assembly and maintenance of train sets, including those ordered for assembly by the State of Wisconsin and those ordered or to be ordered by other states in the United States. Clarification of the status of the tracks at the Tower Automotive Site should occur promptly as RACM and Talgo will be committing substantial resources very soon toward this facility, including construction of new tracks and reconfiguration of existing track.

Therefore, RACM, as owner of Tower Automotive, requests that the Board expedite its decision and order granting the Joint Petition to revoke the exemption obtained by MITC, and clarifying that the tracks on the Site are not subject to the jurisdiction of the Board.

Respectfully submitted,



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Dated and filed this 10th day of March 2010

*Counsel to the Redevelopment
Authority of the City of Milwaukee*

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Finance Docket No. 35133

**Milwaukee Industrial Trade Center, LLC, d.b.a. Milwaukee Terminal Railway-
Acquisition and Operation Exemption-Private Trackage at Milwaukee, WI**

VERIFIED STATEMENT OF BENJAMIN TIMM

1. My name is Benjamin Timm, and I am Project Manager for the Department of City Development ("DCD") of the City of Milwaukee, Wisconsin. I am employed by the Redevelopment Authority of the City of Milwaukee ("RACM"), which the Commissioner of DCD oversees. I have previously filed verified statements in this docket.
2. On March 2, 2010, RACM and Talgo, Inc. ("Talgo") executed a letter of intent ("LOI") that will result in Talgo locating its passenger rail car assembly plant at the Tower Automotive Site that is the location of the rail tracks involved in this case. Talgo will lease approximately 133,000 square feet of a building located at the Site, and RACM has agreed to reconfigure, relocate, and construct exterior and interior spur track inside and adjacent to building to permit Talgo to receive materials necessary for the assembly and construction of the rail cars, to ship out the finished rail cars, and to receive and ship out cars for maintenance. RACM and/or Talgo will be working in conjunction with the Canadian Pacific Railway ("CPR") to insure that rail service by Wisconsin & Southern Railroad Co. can be provided efficiently to and from the private spur tracks on the Site.

3. To my knowledge, Talgo is not a rail carrier, and does not desire to become one. It assembles and maintains rail cars.
4. MITC sold the Tower Automotive Site to RACM on December 15, 2009.
5. The LOI requires RACM to replace and construct interior and exterior spur track for Talgo's use, and for RACM to complete interior improvements by July 1, 2010 and exterior tracks by August 1, 2010. A lease between RACM and Talgo is now being drafted that will also reflect that, and engineering plans for the tracks are being prepared. Before proceeding with construction of the tracks, the plans for the exterior spur need to be approved by CPR. We will then issue a request for proposals in accordance with RACM's procurement regulations.
6. RACM does not believe that significant resources should be expended to construct and reconfigure what it believes to be spur tracks without confirmation of their status by the Board. RACM and Talgo will soon be spending significant resources for this facility, including funds for spur tracks required for this facility. Therefore, in order that RACM may proceed with its construction duties, and due to the importance of the Talgo transaction for Wisconsin, and other states, and the United States, RACM requests that the Board promptly issue the order revoking the exemption in this case as sought by the Joint Petition of RACM and MITC in this docket.

VERIFICATION

I, Benjamin Timm, declare under penalty of perjury that the foregoing verified statement is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed on March 9, 2010.



Benjamin Timm

CERTIFICATE OF SERVICE

I hereby certify that I have caused the foregoing Petition for Expedited Consideration on behalf of the Redevelopment Authority of The City of Milwaukee to be served by e-mail and first class mail, postage prepaid, this 10th day of March 2010 on:

Thomas F. McFarland
Thomas F. McFarland, P.C.
208 South LaSalle Street – Suite 1890
Chicago, IL 60604
mcfarland@aol.com



Robert P. vom Eigen