

BEFORE THE  
SURFACE TRANSPORTATION BOARD



ENERGY ARKANSAS, INC. and  
ENERGY SERVICES, INC., Complainants

v.

UNION PACIFIC RAILROAD  
COMPANY and MISSOURI &  
NORTHERN ARKANSAS RAILROAD  
COMPANY, INC., Defendants.

Docket No. 42104

ENTERED  
Office of Proceedings

MAR 11 2010

Part of  
Public Record

MISSOURI & NORTHERN ARKANSAS  
R.R. – LEASE, ACQUISITION AND  
OPERATION EXEMPTION – MISSOURI  
PACIFIC R.R. and BURLINGTON  
NORTHERN R.R.

Finance Docket No. 32187

ENERGY'S MOTION FOR LEAVE  
TO FILE SECOND AMENDED COMPLAINT

Pursuant to the Board's Decision served December 30, 2009 and 49 C.F.R. § 1104.11, Complainants Entergy Arkansas, Inc. ("EAI") and Entergy Services, Inc. ("ESI") (collectively, "Entergy") respectfully move the Board for leave to file their Second Amended Complaint in order to add BNSF Railway Company ("BNSF") as a named defendant in the above captioned matter.

In its December 30 Decision, the Board stated that "if Entergy subsequently determines that it desires relief that would require a Board order directed at BNSF, Entergy may seek leave to amend its complaint further to join BNSF as a defendant." Since the December 30 Decision, Entergy has conferred with BNSF concerning possible through routes and points of

interchange with the Missouri & Northern Arkansas Railroad ("M&NA"). To date, BNSF has been unwilling to commit unequivocally to participate in the suggested through routes and points of interchange with M&NA. Accordingly, Entergy is seeking leave to file its Second Amended Complaint, wherein it seeks relief that would require a Board order directing BNSF to participate in the requested through route(s).

For the foregoing reasons, Entergy respectfully requests that its Motion for Leave to File Second Amended Complaint be granted.

Respectfully submitted,

ENTERGY ARKANSAS, INC. and  
ENTERGY SERVICES, INC.

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Dated: March 11, 2010

Attorneys & Practitioners

## CERTIFICATE OF SERVICE

I hereby certify that I have this 11th day of March, 2010, served copies of the foregoing Motion for Leave to File Second Amended Complaint on the Chief Legal Officers of each of the Defendants, and the General Manager of M&NA, and the Chief Legal Officer of BNSF Railway Company by overnight courier as follows:

J. Michael Hemmer, Esq.  
Sr. V.P. Law & General Counsel  
Union Pacific Railroad Company  
Union Pacific Center, 1400 Douglas Street  
Omaha, NE 68179

Scott G. Williams, Esq.  
Sr. Vice President and General Counsel  
RailAmerica, Inc.  
5300 Broken Sound Blvd., NW  
Boca Raton, Florida 33487

Mr. Thomas Gibson  
General Manager  
Missouri & Northern Arkansas Railroad Company  
514 N. Orner  
Carthage, MO 64836

Roger Nober, Esq.  
Executive Vice President Law & Secretary  
BNSF Railway Company  
2650 Lou Menk Drive  
Fort Worth, TX 76161

In addition, I hereby certify that I have caused the foregoing Motion for Leave to File Second Amended Complaint to be served via email on outside counsel for the parties in this case: Linda J. Morgan, Esq., Michael L. Rosenthal, Esq., Louis E. Gitomer, Esq., Adrian L. Steel, Jr., Esq., and Eric Von Salzen, Esq.

  
Andrew B. Kolesar III