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JUL 20 2010
RECEIVED

July 20, 2010

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BY HAND

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

FILED
Office of Proceedings
JUL 20 2010
Part of
Public Record

Re: Docket No. 42104, Entergy Arkansas, Inc. and Entergy Services, Inc. v. Union Pacific Railroad Company and Missouri & Northern Arkansas Railroad Company, Inc. and BNSF Railway Company Finance Docket No. 32187, Missouri & Northern Arkansas Railroad Company, Inc. – Lease, Acquisition and Operation Exemption - Missouri Pacific Railroad Company and Burlington Northern Railroad Company

Dear Ms. Brown:

Enclosed for filing are an original and ten copies of Union Pacific's Request for Oral Argument.

An additional paper copy of this filing is also enclosed. Please return a date-stamped copy to our messenger.

Thank you for your attention to this matter.

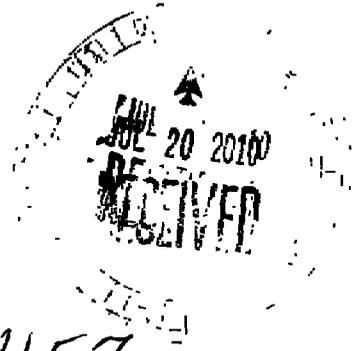
Sincerely,

Michael L. Rosenthal
Michael L. Rosenthal

Enclosures

cc: Parties of Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



ENTERGY ARKANSAS, INC. and)
ENTERGY SERVICES, INC., Complainants,)

v.)

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

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

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Docket No. 42104

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Finance Docket No. 32187

UNION PACIFIC'S REQUEST FOR ORAL ARGUMENT

Union Pacific Railroad Company hereby requests that the Surface Transportation Board schedule an oral argument in this case. The rebuttal evidence filed by the complainants and the intervenor contains many misstatements of fact and fallacious arguments. However, the current procedural schedule does not allow us an opportunity to address these issues in a brief, and we do not want to prolong this case by filing motions to strike or sur-rebuttal. An oral argument would allow us efficiently to identify errors in the rebuttal evidence, and it would allow the Board to ask the parties any questions that may remain after reviewing the evidence. Because this proceeding involves multiple parties on both sides of the issue, we respectfully suggest that the Board consider allocating more than the standard 20 minutes per side in oral argument.

Respectfully submitted,



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Attorneys for Union Pacific Railroad Company

July 20, 2010

CERTIFICATE OF SERVICE

I, Michael L. Rosenthal, certify that on this 20th day of July, 2010, I caused copies of Union Pacific's Request for Oral Argument to be served on counsel for the parties of record as follows:

By email and hand delivery:

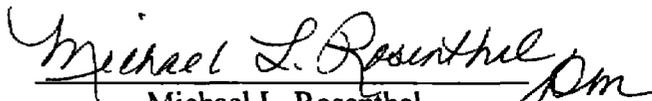
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