

STB

FD-32760

10-4-00

J.



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

FD-32760

October 4, 2000

Mr. Joseph J. Adams
Chairman's Special Representative
Union Pacific Railroad Company
808 Travis, Suite 620
Houston, Texas 77002

Re: Union Pacific Aggregates Service

Dear Mr. Adams:

Thank you for copying me on your letter of September 12th to Kenneth M. Williams, Chairman, Freight Rail Task Force of The Greater Houston Partnership, in which you sought to further clarify rail service issues raised in connection with aggregates shipments. In particular, Mr. Williams referenced a serious shortage of locomotives as a cause for the problems experienced by aggregates shippers.

I appreciate your follow-up and that of Mr. Barkley, on the steps that Union Pacific (UP) has taken to alleviate this problem. Your response and the actions of UP to address the concerns of Mr. Williams and the aggregate shippers in Texas should serve to restore any temporary loss of confidence. As I have frequently noted, the best solutions are those that are achieved between the railroad and its customers, and the importance of effective communications with customers cannot be overstated. I encourage you to continue in this effort.

Please feel free to provide me or Mel Clemens, Director of the Board's Office of Compliance and Enforcement, with any information on changes or additional initiatives that you believe will assist us in addressing concerns of the shipping public.

Sincerely,

Linda J. Morgan

Linda J. Morgan

UNION PACIFIC RAILROAD



Joseph J. Adams
Chairman's Special Representative

FILE IN DOCKET

808 Travis Suite 620
Houston, TX 77002
713-220-3239

24125 Aldine Westfield Rd
Spring, TX 77373
281-350-7501

September 12, 2000

Kenneth Williams
Chairman, Freight Rail Task Force
Greater Houston Partnership
c/o Frost Bank
P.O. Box 1315
Houston, TX 77251

Dear Ken,

I am writing to request clarification of a couple of points that were made in the letter that you recently sent in your capacity as Chairman of the Greater Houston Partnership Freight Rail Task Force, to Chairman Morgan of the Surface Transportation Board. We recognize that our service has suffered over recent weeks because of a reduction in velocity stemming from slow orders caused by the intense heat and by track maintenance programs, and we appreciate the Partnership's concerns. We are, however, troubled by two assertions contained in the Partnership's letter.

The statement is made that "removal or diversion" of leased locomotives "caused 100 unit trains loaded with aggregate to remain without power for over a week." We would like to know from where this figure came since we ordinarily only originate six to eight unit trains a day at Texas quarries, in addition to four to six mixed trains going to multiple destinations. Our records do not reflect any period where 100 loaded trains were sitting for over a week without power. In fact, during our worst week while we were awaiting delivery of locomotives owed to us by the TFM Railroad, we held 62 loaded or empty trains for power for an average of 15.5 hours per train.

Secondly, I am concerned about the statement in your letter that the aggregate and cement industry has been forced to "close plants" and/or switch to trucks. While we regret that some temporary shutdowns have occurred, our marketing people are unaware of any plant closures.

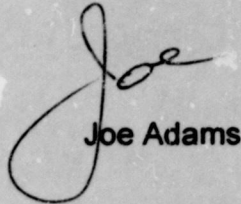
CLIFF OF
CHAIRMAN MORGAN

SEP 25 1 42 PM '00

RECEIVED
SURFACE TRANSPORTATION
BOARD

Ken, we're working hard to correct the service deficiencies being experienced by some of our aggregate and cement customers during this period of strong demand. We are concerned that the facts cited in the Partnership's letter to Chairman Morgan make the railroad's performance appear worse than it has been.

Sincerely,

A handwritten signature in cursive script, appearing to read "Joe", with a large, sweeping loop at the end.

Joe Adams

cc: The Honorable Linda Morgan

STB

FD-32760

9-25-00

J



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

FD - 32760

September 25, 2000

Mr. Scott Ducoff
President
Campbell Concrete & Materials, L.P.
105 East Boothe Street
P.O. Box 1147
Cleveland, Texas 77328

Re: Union Pacific Service

Dear Mr. Ducoff:

This responds to your letter of August 16th, in which you discuss rail service issues involving your facility. In particular, you reference service problems with the Union Pacific and their impact on the supplying of concrete.

I understand from Director Clemens, of the Board's Office of Compliance and Enforcement, that he has been in contact with you regarding your concerns and that you have indicated that the real problem is with the rail service provided to the shippers from whom you purchase your materials. As such, you have indicated to Director Clemens that you would be in contact with your suppliers to determine whether they would be willing to register a complaint about their service levels.

I too am interested in the maintenance of quality rail service, and can assure you that the Board will make available its resources wherever possible toward this objective. Please keep Director Clemens apprised of the specifics of your service problems, in the event that we can be of assistance.

Sincerely,

Linda J. Morgan
Linda J. Morgan



CAMPBELL CONCRETE & MATERIALS, L.P.

August 16, 2000

105 E. BOOTHE ST.
P.O. BOX 1147
CLEVELAND, TEXAS 77328

CLEVELAND - 281-592-5201
HOUSTON - 281-443-8005
FAX 281-592-1785

FILE IN DOCKET

Ms. Linda Morgan
Chairman
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Ms. Morgan:

After suffering through the "service crisis" of 1998, we at Campbell Concrete hoped that the worst days were over.

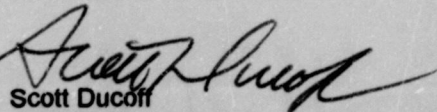
Unfortunately, the "service crisis" of 2000 is worse. This crisis is more frustrating due to the apparent targeting of our industry. At least before, all industries were affected - not just the materials business.

The results are the same. We can't get material and/or our costs are driven higher due to use of truck versus rail. In some instances, we've been forced to close our facilities. As you can well imagine, this does not sit well with our customer base.

As the largest supplier of concrete to the Houston market and a major user of U.P.-based rail quarries, any help or influence that you can provide will be greatly appreciated.

Sincerely,

CAMPBELL CONCRETE & MATERIALS, L.P.


Scott Ducoff
President

SMD:dhc

cc: Mr. Ken Williams
Chairman
Greater Houston Rail Task Force

RECEIVED
SURFACE TRANSPORTATION
BOARD
AUG 21 2 14 PM '00
OFFICE OF
CHAIRMAN MORGAN

STB FD

32760

2-19-99

J

LEBOEUF, LAMB, GREENE & MACRAE
L.L.P.

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

**1875 CONNECTICUT AVENUE, N.W.
WASHINGTON, DC 20009-5728**

(202) 986-8000

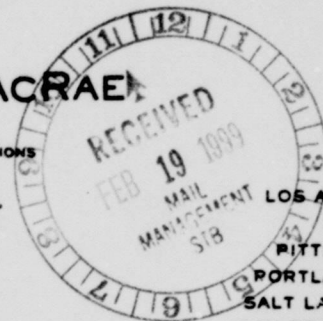
TELEX: 440274 FACSIMILE: (202) 986-8102

WRITER'S DIRECT DIAL:

(202) 986-8050

February 16, 1999

NEW YORK
WASHINGTON
ALBANY
BOSTON
DENVER
HARRISBURG
HARTFORD
HOUSTON
JACKSONVILLE



LOS ANGELES
NEWARK
PITTSBURGH
PORTLAND, OR
SALT LAKE CITY
SAN FRANCISCO
BRUSSELS

PARIS
MOSCOW
ALMATY

LONDON
(A LONDON-BASED
MULTINATIONAL PARTNERSHIP)
SAO PAULO
IN ASSOCIATION WITH
TAVARES GUERREIRO ADVOGADOS

VIA FACSIMILE

Surface Transportation Board
Office of the Secretary
1925 K Street, N.W., Seventh Floor
Washington, DC 20423-0001
Attn: Mr. Cambridge

Re: Finance Docket No. 32760 -- Change to Service List

Dear Mr. Cambridge:

Please remove the following name from the official service list in the above-referenced matter:

Daniel Aronowitz, Esq.
LeBoeuf, Lamb, Greene & MacRae, L.L.P.
1875 Connecticut Avenue, N.W.
Washington, D.C. 20009-5728

Sincerely,

Michael F. McBride
Brenda Durham

Attorneys for Farmland Industries, Inc.

cc: All Parties of Record

STB

FD

32760 2-19-99

J

LEBOEUF, LAMB, GREENE & MACRAE
L.L.P.

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

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WASHINGTON, DC 20009-5728

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February 16, 1999

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Office of the Secretary
1925 K Street, N.W., Seventh Floor
Washington, DC 20423-0001
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LeBoeuf, Lamb, Greene & MacRae, L.L.P.
1875 Connecticut Avenue, N.W.
Washington, D.C. 20009-5728

Sincerely,

Michael F. McBride

Michael F. McBride
Brenda Durham

Attorneys for Farmland Industries, Inc.

cc: All Parties of Record

STB

FD

32760

2-10-99

J

UNION



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

70-32760

February 10, 1999

Mr. J.D. Marshall
President
IBEW
57 Hays Hill Road
Corway, AR 72032

Dear Mr. Marshall:

Thank you for sending me correspondence detailing your ongoing dispute with the Union Pacific Railroad (UP) regarding compliance with certain implementing agreements between UP and the International Brotherhood of Electrical Workers (IBEW). In particular, you cite the failure of UP to comply with an implementing agreement arising from the UP-Southern Pacific (SP) merger as that agreement affects IBEW Local No. 807.

I have also received a copy of a letter sent to you from Mr. D.J. Smith, Assistant Vice President, Labor Relations Non-Operating, at UP, addressing your initial concerns, and your response. Initially, I want to emphasize that the Surface Transportation Board (Board) remains committed to ensuring full compliance with the labor protective conditions imposed by it in approving railroad consolidations. But parties must exhaust the dispute resolution procedures provided by Article I, section 11 of those conditions before bringing the dispute before the Board by way of appeal from the arbitrator's decision. Notwithstanding that process, however, I would urge your union and the UP to attempt to reach a satisfactory resolution to your concern.

I appreciate your interest in this matter, and I am having your correspondence and that of Mr. Smith, and my response, made a part of the public docket in the UP-SP merger proceeding.

Sincerely,

Linda J. Morgan

Linda J. Morgan

International Brotherhood

Local Union



of Electrical Workers

No. 807



FILE IN DOCKET

NORTH LITTLE ROCK, ARKANSAS

J. D. Marshall
President

57 Hays Hill Rd.
Conway Ar. 72032

November 20, 1998

Linda J. Morgan
Chairman Surface Transportation Board
1925 K Street
Washington D. C. 20423-0001

RECEIVED
SURFACE TRANSPORTATION
BOARD
Dec 9 7 16 PM '98
OFFICE OF
CHAIRMAN MORGAN

Dear, Ms Morgan,

At one of our recent union meetings a motion was made and passed to form a committee to research all of the Implementing Agreements signed between the Union Pacific Railroad and the IBEW which effects IBEW Local 807. The motion was to inform the Surface Transportation Board of what ever Implementing agreements, for the purposes of merging different Railroads to form the Union Pacific that were not followed or were broken.

If what we found were true of only half of the other Locals that signed Implementing Agreements with the Union Pacific Railroad to be able to get approval from the SURFACE TRANSPORTATION BOARD for the Mergers approved we hope the Board would be as repulsed by the behavior of the UPRR as we were.

We believe that your Board is interested in preserving the rights of all parties in a Merger. We have found three (3) agreements or side letters to agreements that were not implemented as fully as the Agreement intended.

1. Letter of Oct. 26, 1988 concerning UP-MP Merger.

A. Sec. 3 Transfers all Component Rebuilding from Omaha Ne. to North Little Rock Ar. this includes the complete Contactor Rebuild Shop Which consisted of Eight (8) Electricians and One (1) Foreman. These Jobs were Bulletined at Omaha as Per the Agreement but, when the Electricians started work at North Little Rock they were informed that they would not be rebuilding Electrical Contactors and were subsequently placed on other jobs.

B. Under the same Agreement Start Motors were to be rebuilt at North Little Rock, the Job was bulletined at Omaha but, when the Electrician arrived at North Little Rock he was informed that they were not going to rebuild Start Motors and was given another job.

2. Letter of June 20, 1995 concerning UP-CNW Merger

A. Work specifically listed in Letter June 20, 1995 listing Components and work from Marshalltown Ia. to North Little Rock Ar. The work that the Union Pacific failed to transfer and contracted out in this Letter is the speedometers, R&R axle Generator/Alternators.

B. This carrier is now proposing to do away with all Module repair at North Little Rock, Ar. including the work transfered from The CNW Railroad.

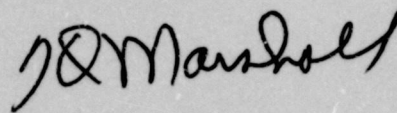
3. Letter of March 29, 1996 concerning UP-SP Merger

A. The Union Pacific Railroad has not even made any attempt to live up to any part of this letter. What they have done is reduce in house component rebuilding ~~that~~ was being done before the Merger between UP-SP. This rebuild ~~work~~ has gone to outside contractors without following any National Agreement or Implementing Agreements.

Please find attached all side letters and Agreements mentioned in this Letter.

Thank you very much for your time in this matter.

Respectfully,

A handwritten signature in dark ink, appearing to read "J.D. Marshall". The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

J. D. Marshall

cc; Vice Chairman STB Gus A. Owen
Ike Evans President Union Pacific Railroad.

(b) Employees desiring to apply for the above positions must submit their application in writing to Director of Shops at Omaha, with copy to Local Chairman, within ten (10) days from date of notice. Assignment will be made in accordance with the provisions of the existing UPRR Collective Bargaining Agreement, as amended. Copy of bulletins establishing jobs and the assignment bulletins will be furnished to Local Chairman at the points identified in paragraph (a) of this Section.

(c) In the event sufficient bids are not received on the Electrician, Crane Operator (Groundman) and Helper positions referred to in Section 2(a) hereof, then Electricians, Groundmen and Helper will be assigned to the positions by assigning the junior, regular-assigned Electricians, Groundmen and Helpers working at Omaha as of the last day of the bulletin posted at Omaha covering the establishment of the Electrician, Crane Operator (Groundman) and Helper positions at DeSoto, North Little Rock, North Platte, Salt Lake City and Pocatello. In assigning junior employees to vacancies covered by this paragraph (c), assignment will be made in reverse seniority order to the furthest point to be transferred from Omaha. Employees assigned to positions that elect not to transfer to DeSoto, North Little Rock, North Platte, Salt Lake City and Pocatello will be furloughed from service at Omaha and the employee's name will remain on the applicable seniority roster subject to recall under the current Collective Bargaining Agreement in effect at Omaha. However, such employees will not be eligible for any New York Dock Conditions benefits.

Section 3. In connection with the transfer of electrical work including but not limited to locomotive inspections and heavy repairs, heavy accident damage and classified repairs to locomotives, component rebuilding, facility and equipment maintenance and repairs, groundmen's work, and remaining electrical work (not including electrical work on cars), performed at Omaha Shops to North Little Rock; electrical maintenance and repairs for facility, shop equipment, and non-revenue cars (does not include business and coach cars), and groundmen's work to be transferred to DeSoto; electrical work involved in locomotive running repairs and servicing to North Platte and Salt Lake City; and electrical maintenance and repairs for facility, shop equipment, and non-revenue cars (does not include business and coach cars) to Pocatello, all Electrician, Groundman and Helper positions at Omaha will be abolished on or before November 13, 1988.

Section 4. (a) The Electrician, Groundman (Crane Operator) and Helper seniority dates for the employees who are assigned to positions at DeSoto, North Little Rock, North Platte, Salt Lake City and Pocatello offered under the provisions of Section 2 of this Agreement will be transferred from Omaha and dovetailed with the seniority dates held by employees on the applicable Electrician, Crane Operator (Groundman) and Helper seniority rosters at DeSoto, North Little Rock, North Platte, Salt Lake City and Pocatello. Employees transferred and reporting to work

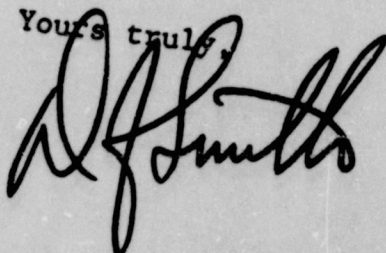
Salt Lake City

Running repairs involving:
periodic inspection of main line locomotives
locomotive electrical wire repair
locomotive battery work
traction motor changeouts for locomotives
inbound locomotive inspection
locomotive work report repair
locomotive truck changes
main generator and AR10 changeouts
other duties that may be assigned in connection with
running repairs of locomotives.

North Little Rock

traction motor changeouts for locomotives
dynamic brake grid replacement
locomotive battery work
accident damage repairs
remove and replace auxiliary generators
remove and replace dirt blower motors
major electrical locomotive fire repairs (i.e.,
reviring of locomotives)
load box locomotives
locomotive electrical modification programs
locomotive work report repairs
cooling fan repairs
brush holder repairs
impregnating frames and armatures
fuel pump repairs
soak back pump repairs
main generator and AR10 changeouts
auxiliary generator repairs
G.E. exciter repairs
R.R. traction motors
traction motor
alternator/main generator repairs
dynamic brake fan motor repairs
governor power pack repairs
diode panel repairs
operate prococo washers (electrical items)
operate ovens (electrical repairs)
operate electronic balance machine

Yours truly,



June 20, 1995

NYD-109

MR A H GONZALES
GENERAL CHAIRMAN IBEW
P O BOX 381555
MEMPHIS TN 38183-1555

MR V L JANECEK
GENERAL CHAIRMAN IBEW
620 NORTH CUSTER
NO PLATTE NE 69101

Gentlemen:

This has reference to the Implementing Agreement dated June 20, 1995, covering notices dated May 4, 1995, pertaining to the transfer of work and employees from Marshalltown and Council Bluffs, Iowa, to Kansas City, Missouri; North Little Rock, Arkansas; North Platte, Nebraska; and Melrose Park, Illinois (Proviso).

24

To further identify the work being transferred in Section 3 of the Implementing Agreement, the following bargaining unit electrical work associated with the following tasks at Marshalltown/Council Bluffs is to be transferred to Kansas City, North Little Rock, and North Platte:

Marshalltown to Kansas City and Proviso

- elec. running repairs
- 92-day locomotive inspections
- Work report repairs
- General electrical repairs such as, but not limited to:
 - > ground relay
 - > high/low voltage
 - > repair wiring
 - > elec. troubleshooting

Marshalltown to North Little Rock

- EMD electronic modules repair
- speedometers, R&R axle generator/alternator
- locomotive electrical modification and heavy repairs
- locomotive load box

NYD-109 #11



March 29, 1996

MR A H GONZALES
GENERAL CHAIRMAN IBEW
P O BOX 381555
MEMPHIS TN 38183-1555

MR V L JANECEK
GENERAL CHAIRMAN IBEW
620 NORTH CUSTER
NO PLATTE NE 69101

MR R RAMIREZ
GENERAL CHAIRMAN IBEW
844 COLORADO BLVD STE 201
LOS ANGELES CA 90041

Gentlemen:

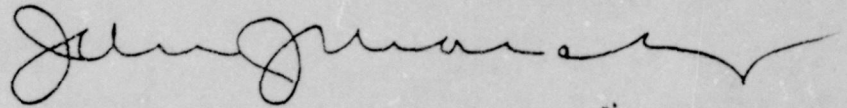
This refers to our discussion this date concerning subcontracting as it relates to the pending UP/SP merger.

After discussing your concerns, you were advised that due to the complexity of issues surrounding the pending merger and other operating considerations, we are not in a position to enter into any commitments in regard to the subcontracting issue. However, in view of your concerns, we are willing to meet at some reasonable time following approval and implementation of the merger. I would suggest this meeting take place within three (3) to six (6) months after the merger is approved.

In regards to your concerns that may require the carrier to subcontract certain work due to insufficient forces electing to transfer under merger Implementing Agreements, you were advised that in view of your commitment to support the merger, the "lack of skilled manpower" criterion under Article II of the September 26, 1964 Agreement will not be used as a basis to subcontract on a permanent basis should employees involved with the UP/SP merger elect not to transfer under the Implementing Agreements. However, it was recognized that Union Pacific would be able to subcontract on a temporary basis to meet operational requirements using the "lack of skilled manpower" criterion; however, the Company will attempt to obtain necessary manpower within reasonable time to perform such work in-house.

The above commitments are made with the clear understanding that such commitments are not to be considered as a precedent and are entered into on a not-to-be-cited basis. Furthermore, no reference to this letter shall be made within the context of negotiations, national or local, to which this or any other carrier may be a party.

Yours truly,

A handwritten signature in dark ink, appearing to be "John J. ...", with a long, sweeping horizontal stroke extending to the right.

STB FD

32760

12-15-98

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December 7, 1998

Surface Transportation Board
Washington, D.C.

20243-0001

RECEIVED
DEC 15 1998
MAIL
MANAGEMENT
STB

Members of the Board:

I write this letter in an attempt to alleviate injustices that I feel are being perpetrated upon the mechanical employees of the Union Pacific Railroad Company who currently reside in the State of Utah, of which I am one.

As you are aware, the Union Pacific Railroad Company merged with the Southern Pacific Transportation Company/Denver and Rio Grande Western Railroad, and, as a result of that merger, changes have been made that have adversely affected the mechanical employees of these railroads and their families.

One of those changes has been the closure of the Union Pacific Salt Lake City Locomotive Facility and the removal of the work performed by that facility to a location in Hermiston, Oregon known as the Hinkle Shop. Such work as was retained in Salt Lake City was transferred to the former Denver and Rio Grande Western facility known as the Roper Yard Shop. Mechanical employees electing to transfer to the Hinkle facility received employment protective provisions under the Washington Job Protection Agreement (as amended in 1964). Mechanical employees electing to transfer to the Roper Yard facility received no such protective provisions, excepting those former Denver and Rio Grande Western mechanical employees who received protection under the New York Dock agreement due to an earlier action by the Union Pacific Railroad Company.

The mechanical employees currently assigned to the Roper Yard Shop facility include, in addition to those actively working, one individual who is employed on temporary basis and four individuals on furloughed status.

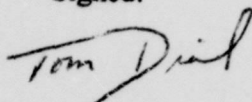
The Union Pacific Railroad Company has contracted with a company identified as Pacific West to perform locomotive servicing and repair at Ogden Yard, in Ogden, Utah, and at North Yard in Salt Lake City, Utah. (By admission of one of their employees, Pacific West has also performed some servicing at Roper Yard, where the Roper Yard Shop is located).

The work being performed by Pacific West company properly and rightfully belongs to the mechanical employees at the Roper Yard Shop and it is my contention and belief that the Union Pacific Railroad intends to unjustifiably deprive the mechanical employees at the Roper Yard Shop of their legitimate employment by contracting out their work to Pacific West and, possibly, other such companies. Ogden Yard and North Salt Lake Yard are within easy transportation distance of Roper Yard. The employees at Roper Yard Shop are ready and willing to travel, using the company vehicles at hand, to these locations to perform their legitimate work. Yet the Union Pacific Railroad Company not only desires to continue to contract out said work, but, by report, desires also to increase and extend the range and scope of this contracting to the extent of closing the Roper Yard Shop facility resulting in the dismissal of the mechanical employees at that location

I am writing to protest this action by the Union Pacific Railroad Company and to request that you, as members of the Surface Transportation Board address yourselves to this issue that I have described. I would address this issue to my union, but my fear is the plodding processes of grievance would result in a *fait accompli* by the railroad and we would be deprived of our jobs before the union could produce any effect.

We mechanical employees of the Union Pacific Railroad Company are ready and willing to perform our legitimate function, which is the repair and servicing of locomotives in Salt Lake City, Ogden and other locations in the State of Utah. We have furloughed employees who are ready and willing to return to work for the same purpose. It is my contention that the Union Pacific Railroad Company is seeking to unjustifiably deprive me and my fellow workers of their legitimate employment by the unlawful contracting out of our work. I respectfully request your intervention to prevent this.

Signed:

A handwritten signature in cursive script, appearing to read "Tom Dial".

T.A. Dial
Machinist

STB

FD

32760

11-20-98

J

UNION



FILE IN DOCKET

International Brotherhood of

FIREMEN & OILERS

Address 14470 E. 13th Ave., Lot B-34
Aurora, Colorado * 80011 * (303) 344-0068

Local No. 607 Date November 17, 1998
Subject Union Pacific Railroad (pp. 1 of 3)

Linda Morgan
United States Department of Transportation
Surface Transportation Board
1925 K Street Northwest
Washington, D.C. 20423

RECEIVED
SURFACE TRANSPORTATION
BOARD
NOV 20 2 30 PM '98
OFFICE OF
CHAIRMAN MORGAN

Dear Ms. Morgan:

This is written on behalf of Local 607, National Conference of Firemen & Oilers, Service Employees International Union, to inform you of violation of imposed conditions of the Union Pacific - Southern Pacific merger. When the STB approved the merger of Union Pacific and Southern Pacific Railroads in Finance Docket 32760, it imposed the New York Dock employee protective conditions on the Railroad.

As a result of the merger, Union Pacific displayed notice, pursuant to Section 4 of the New York Dock Conditions (NYD), of intent to abolish two Firemen & Oiler positions at the Denver Work Equipment Shop. General Chairman Roger Burrill (System Council 15, NCF&O, SEIU) met with Senior Manager of Labor Relations, Doug Smith, in March of this year to discuss this and other issues. The only thing they could agree on, regarding the Work Equipment Shop, was to take the issue to arbitration. The Railroad is attempting to introduce practices on the property at this shop inconsistent with collective bargaining agreements already in place.

Consistent with the NYD, Union Pacific has kept the Firemen & Oiler positions intact pending the eventual decision of a referee. That was, until October 22, 1998. On that date, the UP Work Equipment Shop Director, Gary P. Jones, sent one of the Fireman & Oilers assigned to that shop, D. P. Dailey, home without pay. A formal claim is pending for lost wages, which only amounted to two days pay as Mr. Dailey is currently floating on another vacant position at the Denver Locomotive Facility.

The "New York Dock Employee Protective Conditions" state in Article I 4(b):

"No change in operations, services, facilities, or equipment shall occur until after an agreement is reached or the decision of a referee has been rendered."



International Brotherhood of
FIREMEN & OILERS

Address 14470 E. 13th Ave., Lot B-34
Aurora, Colorado * 80011 * (303) 344-0068

Local No. 607 Date November 3, 1998
Subject Union Pacific Railroad (pp. 2 of 3)

Abolishing the position prior to an agreement, or the eventual decision of an arbitrator, places the UP in violation of the NYD, the D&RGW Agreement (Supplement C, 1964 Agreement), the Railway Labor Act (RLA Section 2, Seventh), and STB orders. This action amounts to Union Pacific thumbing its nose at the STB order regarding the New York Dock, and other applicable laws.

In my limited position as griever, I place a high responsibility on knowing Agreement provisions, Union rules, and Federal Law, and I live by them. From what I've seen on the news lately, even the President of the United States is not above the law.

Why, then, is Union Pacific Railroad?

If the Union Pacific can violate the letter and the spirit of the Railway Labor Act in this fashion, then what prevents this Local Chairman from calling a strike? Has the STB given the UP carte blanche to violate or ignore union agreements?

When informed of his violations, the Shop Director, Gary P. Jones, said repeatedly, "I don't care! I don't care!" This arrogance is not limited to this shop, and it has been my experience that UP will never give an inch when the Union has a grievance. Repeated phone calls to Carolyn Will in the Labor Relations office, in Omaha, regarding this matter have not been returned.

This year alone, seven hundred thirty-seven valid time claims and grievances have been submitted to the appropriate officer of the company for repeated Agreement violations in Denver. Most of these involve violations of a 1990 Agreement to transport parts and other employees. Since the merger, UP has virtually ignored this and other Agreement provisions. The second position at the Work Equipment Shop is, in fact, posted as "Parts Truck Driver". The carrier has taken the same cavalier attitude on this position, not allowing the Fireman & Oiler to perform contracted duties.

Many of my members have asked me how UP can virtually ignore indisputable Agreement language and Federal Law. The Union and the Carrier are both bound by the terms and conditions of the controlling Agreement.



International Brotherhood of
FIREMEN & OILERS

Address 14470 E. 13th Ave., Lot B-34
Aurora, Colorado * 80011 * (303) 344-0068

Local No. 607 Date November 3, 1998
Subject Union Pacific Railroad (pp. 3 of 3)

As stated by the National Mediation Board,

"... for if either party may violate the terms of such contracts with immunity, the agreements become meaningless. Such agreements are in effect codes of law outlining the rights, privileges, and obligations of the carriers on the one hand and their employees on the other."

On behalf of Local 607, I respectfully request an investigation of these developments. I have enclosed the relevant NYD Notice. It is only after two years of great frustration, and endless grievances, that I take this unusual step. I am writing to your office with the hope that you can be of assistance. The Railroad is setting a dangerous precedent when agreements can be virtually ignored. Please inform this office of your decision about whether to investigate this matter within a reasonable time, so that other avenues may be pursued. And thank you for any assistance you can provide.

Yours very truly,

Samuel V. Hilton, Local Chairman
SEIU, NCF&O, Local 607

cc: Rodney Slater,
Alexis Herman,
Roger Burrill,
George Francisco,
Gary P. Jones,
Franz Gschwandegger,
All Bulletin Boards

Secretary of Transportation
Secretary of Labor
General Chairman, NCF&O, System Council 15
International President, NCF&O
Shop Director, 5929 Pecos, Denver, CO
General Director, Engineering Services

(enc. 1)

* Joseph Lazar, (Los Angeles: Institute of Industrial Relations Publications)

DAN MCRESETTE
DIRECTOR - LABOR RELATIONS

UNION PACIFIC RAILROAD COMPANY

1415 DOOGUE STREET
OMAHA, NEBRASKA 68179



October 23, 1997

NYD-276

MR R A BURRILL
GENERAL CHAIRMAN NCF&O
EAST 9009 EUCLID AVE
SPOKANE WA 99212

MR M H WILLIAMS
GENERAL CHAIRMAN NCF&O
SYSTEM COUNCIL NO. 19
309 N JEFFERSON STE 360
SPRINGFIELD MO 65806-1155

Gentlemen:

The U.S. Department of Transportation, Surface Transportation Board ("STB") approved in Finance Docket 32760 the common control and merger of the rail carriers controlled by Union Pacific Railroad Corporation (Union Pacific Railroad and Missouri Pacific Railroad), collectively referred to as "UP" and the rail carriers controlled by Southern Pacific Rail Corporation (Southern Pacific Transportation Company, St. Louis Southwestern Railway Company, SPCSL Corporation, and the Denver & Rio Grande Western Railroad Company), collectively referred to as "SP". In so doing, the STB imposed the New York Dock employee protective conditions.

Pursuant to Section 4 of the New York Dock Conditions, notice is hereby given that Carrier intends to transfer system Engineering Services work performed in Engineering Services Shop at Pocatello, Idaho, from Pocatello to the Engineering Services Shop at Denver, Colorado. Thereafter, such work will be performed at the Denver Engineering Services Shop under the Union Pacific Railroad Company Collective Bargaining Agreement dated June 1, 1977.

This will result in abolishment of two (2) laborer positions at the Denver Engineering Services Shop effective close of business on January 22, 1998.

A copy of this notice is being posted on bulletin boards convenient to interested employees.

Yours truly,

A handwritten signature in dark ink, appearing to read 'Dan Moresette', with a long horizontal flourish extending to the right.



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

78-32760

January 12, 1999

Mr. Samuel V. Hilton
Chairman, Local 607
International Brotherhood of
Firemen & Oilers
14470 E. 13th Ave., Lot B-34
Aurora, CO 80011

Dear Mr. Hilton:

I have received your letter of November 17, 1998. I am concerned about the allegations that you have made regarding Union Pacific Railroad's noncompliance with the New York Dock conditions we imposed on their merger in STB Finance Docket No. 32760.

Thus, by the attached letter to Mr. Richard Davidson, Chairman, President and Chief Executive Officer of the Union Pacific Corporation, I have asked him to investigate the matters raised in your letter and to report to me the results of his investigation by February 1, 1999. I will be back in touch with you after I have heard from him.

I appreciate your bringing this matter to my attention.

Sincerely,

Linda J. Morgan
Linda J. Morgan



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

January 12, 1999

Mr. Richard Davidson
Chairman, President and Chief
Executive Officer
Union Pacific Corporation
1416 Dodge Street
Room 1230
Omaha, NE 68179

Dear Mr. Davidson:

Attached is a letter to me from Mr. Samuel V. Hilton, Chairman of Local 607 of the International Brotherhood of Firemen & Oilers. He alleges that UP has failed to comply with the letter of the New York Dock labor condition that the Board imposed on our approval of your merger with Southern Pacific in Union Pacific Corporation, Union Pacific Railroad Company, and Missouri Pacific Railroad Company—Control and Merger—Southern Pacific Rail Corporation, Southern Pacific Transportation Company, St. Louis Southwestern Railway Company, SPCSL Corp., and The Denver and Rio Grande Western Railroad Company, Finance Docket No. 32760, Decision No. 44 (STB served Aug. 12, 1996).

I am sure that you will agree that this Board cannot tolerate any failure to comply with the letter of the New York Dock conditions and procedures in effecting changes in employment practices necessary to implement the merger under those conditions. Accordingly, I am asking you to investigate the matters referred to in Mr. Hilton's attached letter and to report back to me the results of your investigation by February 1, 1999.

I know that you share my concern about the issues that Mr. Hilton has raised. I appreciate your prompt attention to this important matter.

Sincerely,

Linda J. Morgan
Linda J. Morgan

Enclosure



Office of the Chairman

Surface Transportation Board
Washington, D.C. 20423-0001

FILE IN DOCKET

February 10, 1999

Mr. Samuel V. Hilton
Chairman, Local 607
International Brotherhood of
Firemen & Oilers
14470 E. 13th Ave., Lot B-34
Aurora, CO 80011

Dear Mr. Hilton:

You previously sent me a letter alleging noncompliance by Union Pacific Railroad (UP) with the New York Dock conditions that the Board imposed in approving the merger with Southern Pacific (SP) in STB Finance Docket No. 32760. In my response, I indicated to you that I was asking Mr. Richard Davidson, Chairman, President and Chief Executive Officer of the Union Pacific Corporation, to investigate the matters raised in your letter and to report to me the results of his investigation.

I have now received a response from Mr. Davidson. I am enclosing a copy of his response, which addresses your concerns. Because disputes may remain that could be the subject of New York Dock arbitration and an appeal to the Board, it would be inappropriate for me to comment further on these matters.

I appreciate your concerns and assure you that the Board remains committed to full compliance with the New York Dock conditions in the implementation of the UP/SP merger. In that regard, I will have Mr. Davidson's letter and this response made a part of the public docket for that proceeding.

Sincerely,

Linda J. Morgan

UNION PACIFIC CORPORATION



FILE IN DOCKET

DICK DAVIDSON
CHAIRMAN

February 1, 1999

RECEIVED
SURFACE TRANSPORTATION
BOARD
FEB 4 4 32 PM '99
OFFICE OF
CHAIRMAN MORGAN

Via Facsimile: 202/565-9015
The Honorable Linda J. Morgan
Chairman
Surface Transportation Board
1925 K Street, N.W., Suite 700
Washington, D.C. 20423-0001

Dear Chairman Morgan:

Thank you for your letter of January 12 concerning Mr. Samuel V. Hilton's letter dated November 17, 1998 (copy attached).

It is important to understand the status of the New York Dock negotiations involving the transfer of work and employees from the Engineering Services Shop at Pocatello, Idaho. On October 23, 1997, the Carrier served notice on Roger Burrill and Mike Williams (General Chairmen-Firemen and Oilers) indicating the Carrier's intent to transfer certain work from Pocatello's Engineering Services Shop to the Engineering Services Shop in Denver, Colorado. The Carrier also served similar notices on the other involved crafts. Subsequent negotiations resulted in agreements with all crafts except the Firemen and Oilers (Mr. Hilton's union).

Our Labor Relations team has since met with the Firemen and Oilers to try and resolve the issues. To date, no agreement has been reached, and they are now in the process of arranging another meeting in an attempt to resolve this matter. If agreement is not reached, the Carrier will proceed to arbitration in accordance with the New York Dock procedures.

Against this background of unresolved negotiations, Mr. Hilton made specific comments about two jobs in Denver's Engineering Services Shop. His contention that Union Pacific acted in violation of the New York Dock Conditions when an employee was sent home without pay is not consistent with the facts. A vacancy was created when an employee bid off a position, but Management decided not to fill it. The Union mistakenly sent an employee to work the job, and that employee was subsequently sent home. (The decision not to fill this position is consistent with Carrier practices prior to the merger, and there is nothing in the Collective Bargaining Agreement or the New York Dock Conditions that requires filling a vacant position.)

Another of Mr. Hilton's concerns involves work transferred to Denver that was previously performed in Pocatello by employees represented by the International Association of Machinists. The work was transferred to Denver but continued to be performed by the machinist craft -- which is not in violation of the New York Dock Conditions.

Union Pacific respects and adheres to its obligations pursuant to New York Dock Conditions, and I certainly believe we have done that in this case. It is obvious, however, that there is a difference of opinion between Mr. Hilton and our Labor Relations Department regarding the proper application of New York Dock Conditions. Because disputes such as these do occur, New York Dock provides for arbitration.

Let me assure you that Union Pacific will comply with both the letter and spirit of the New York Dock Conditions. If I may be of further assistance, please do not hesitate to call.

Sincerely,

Wick Davidson





FILE IN DOCKET

International Brotherhood of

FIREMEN & OILERS

Address 14470 E. 13th Ave., Lot B-34
Aurora, Colorado * 80011 * (303) 344-0068

Local No. 607 Date November 17, 1998
Subject Union Pacific Railroad (pp. 1 of 3)

Linda Morgan
United States Department of Transportation
Surface Transportation Board
1925 K Street Northwest
Washington, D.C. 20423

RECEIVED
SURFACE TRANSPORTATION
BOARD
NOV 20 2 30 PM '98
OFFICE OF
CHAIRMAN MORGAN

Dear Ms. Morgan:

This is written on behalf of Local 607, National Conference of Firemen & Oilers, Service Employees International Union, to inform you of violation of imposed conditions of the Union Pacific - Southern Pacific merger. When the STB approved the merger of Union Pacific and Southern Pacific Railroads in Finance Docket 32760, it imposed the New York Dock employee protective conditions on the Railroad.

As a result of the merger, Union Pacific displayed notice, pursuant to Section 4 of the New York Dock Conditions (NYD), of intent to abolish two Firemen & Oiler positions at the Denver Work Equipment Shop. General Chairman Roger Burrill (System Council 15, NCF&O, SEIU) met with Senior Manager of Labor Relations, Doug Smith, in March of this year to discuss this and other issues. The only thing they could agree on, regarding the Work Equipment Shop, was to take the issue to arbitration. The Railroad is attempting to introduce practices on the property at this shop inconsistent with collective bargaining agreements already in place.

Consistent with the NYD, Union Pacific has kept the Firemen & Oiler positions intact pending the eventual decision of a referee. That was, until October 22, 1998. On that date, the UP Work Equipment Shop Director, Gary P. Jones, sent one of the Fireman & Oilers assigned to that shop, D. P. Dailey, home without pay. A formal claim is pending for lost wages, which only amounted to two days pay as Mr. Dailey is currently floating on another vacant position at the Denver Locomotive Facility.

The "New York Dock Employee Protective Conditions" state in Article I 4(b):

"No change in operations, services, facilities, or equipment shall occur until after an agreement is reached or the decision of a referee has been rendered."



International Brotherhood of
FIREMEN & OILERS

Address 14470 E. 13th Ave., Lot B-34
Aurora, Colorado * 80011 * (303) 344-0068

Local No. 607 Date November 3, 1998
Subject Union Pacific Railroad (pp. 2 of 3)

Abolishing the position prior to an agreement, or the eventual decision of an arbitrator, places the UP in violation of the NYD, the D&RGW Agreement (Supplement C, 1964 Agreement), the Railway Labor Act (RLA Section 2, Seventh), and STB orders. This action amounts to Union Pacific thumbing its nose at the STB order regarding the New York Dock, and other applicable laws.

In my limited position as griever, I place a high responsibility on knowing Agreement provisions, Union rules, and Federal Law, and I live by them. From what I've seen on the news lately, even the President of the United States is not above the law.

Why, then, is Union Pacific Railroad?

If the Union Pacific can violate the letter and the spirit of the Railway Labor Act in this fashion, then what prevents this Local Chairman from calling a strike? Has the STB given the UP carte blanche to violate or ignore union agreements?

When informed of his violations, the Shop Director, Gary P. Jones, said repeatedly, "I don't care! I don't care!" This arrogance is not limited to this shop, and it has been my experience that UP will never give an inch when the Union has a grievance. Repeated phone calls to Carolyn Will in the Labor Relations office, in Omaha, regarding this matter have not been returned.

This year alone, seven hundred thirty-seven valid time claims and grievances have been submitted to the appropriate officer of the company for repeated Agreement violations in Denver. Most of these involve violations of a 1990 Agreement to transport parts and other employees. Since the merger, UP has virtually ignored this and other Agreement provisions. The second position at the Work Equipment Shop is, in fact, posted as "Parts Truck Driver". The carrier has taken the same cavalier attitude on this position, not allowing the Fireman & Oiler to perform contracted duties.

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International Brotherhood of
FIREMEN & OILERS

Address 14470 E. 13th Ave., Lot B-34
Aurora, Colorado * 80011 * (303) 344-0068

Local No. 607 Date November 3, 1998
Subject Union Pacific Railroad (pp. 3 of 3)

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On behalf of Local 607, I respectfully request an investigation of these developments. I have enclosed the relevant NYD Notice. It is only after two years of great frustration, and endless grievances, that I take this unusual step. I am writing to your office with the hope that you can be of assistance. The Railroad is setting a dangerous precedent when agreements can be virtually ignored. Please inform this office of your decision about whether to investigate this matter within a reasonable time, so that other avenues may be pursued. And thank you for any assistance you can provide.

Yours very truly,

Samuel V. Hilton, Local Chairman
SEIU, NCF&O, Local 607

cc: Rodney Slater,
Alexis Herman,
Roger Burrill,
George Francisco,
Gary P. Jones,
Franz Gschwandegger,
All Bulletin Boards

Secretary of Transportation
Secretary of Labor
General Chairman, NCF&O, System Council 15
International President, NCF&O
Shop Director, 5929 Pecos, Denver, CO
General Director, Engineering Services

(enc. 1)

* *Joseph Lazar*, (Los Angeles: Institute of Industrial Relations Publications)

DAN MORESETTE
DIRECTOR - LABOR RELATIONS

UNION PACIFIC RAILROAD COMPANY

FILE IN DOCKET

1416 DOOGUE STREET
OMAHA, NEBRASKA 68179



October 23, 1997

NYD-276

MR R A BURRILL
GENERAL CHAIRMAN NCF&O
EAST 9009 EUCLID AVE
SPOKANE WA 99212

MR M H WILLIAMS
GENERAL CHAIRMAN NCF&O
SYSTEM COUNCIL NO. 19
309 N JEFFERSON STE 360
SPRINGFIELD MO 65806-1155

Gentlemen:

The U.S. Department of Transportation, Surface Transportation Board ("STB") approved in Finance Docket 32760 the common control and merger of the rail carriers controlled by Union Pacific Railroad Corporation (Union Pacific Railroad and Missouri Pacific Railroad), collectively referred to as "UP" and the rail carriers controlled by Southern Pacific Rail Corporation (Southern Pacific Transportation Company, St. Louis Southwestern Railway Company, SPCSL Corporation, and the Denver & Rio Grande Western Railroad Company), collectively referred to as "SP". In so doing, the STB imposed the New York Dock employee protective conditions.

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A copy of this notice is being posted on bulletin boards convenient to interested employees.

Yours truly,

A handwritten signature in dark ink, appearing to read "Dan Moresette", followed by a long horizontal line extending to the right.

STB

FD

• 32760

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• 60351

ER AL SERVICIO DEL COMERCIO INTERNACIONAL
ERMILO E. RICHER
AGENCIA ADUANAL / FORWARDING AGENCY

Item No. _____

Page Count 260351

Nov #20

October 31, 1995

Mr. Vernon Williams
Interstate Commerce Commission
Room 3315
12th. And Constitution, N.W.
Washington, D.C. 20423-0001

ENTERED
Office of the Secretary

DEC 4 1995

3 Part of
Public Record



RE: Finance Docket No. 32760, Union Pacific Corp., et al. - Control & Merger - Southern Pacific Rail Corp., et al.

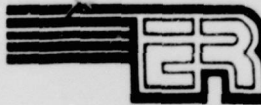
Dear Mr. Williams:

Our company has facilities served by the Tex Mex Railroad. The proposed merger between the Union Pacific and the Southern Pacific will seriously reduce, if not eliminate, the competitive alternatives for rail service available to our company.

Our company depends on competition to keep prices down and to spur improvements in products and service. The only two U.S. carriers connecting with the Tex Mex are the Union Pacific at Laredo and the Southern Pacific at Corpus Christi. For many years the Union Pacific and the Southern Pacific have competed to handle our shipper's to and from the Tex Mex, resulting in substantial cost savings and service improvements. A merger of those two railroads will eliminate that competition. Although these railroads have recently agreed to give certain trackage rights to the new Burlington Northern Santa Fe Railroad, we do not believe the BNSF, as the only other major rail system remaining in the Western United States, will be an effective competitive replacement for an independent Southern Pacific on this important route. I therefore anticipate significant price increases and serviced deterioration for that portion of our rail service needs beyond Tex Mex.

In addition, Tex Mex itself has historically relied on international traffic interlined with the SP for much of its traffic base. Since the UP/SP merger is likely to eliminate most, if not all, of this traffic, this loss of traffic volume is likely to cause reduced train frequencies on Tex Mex and thus slow down my shipments. There is even a serious question whether Tex Mex will be able to survive with this loss of international traffic.

These price increases and service reductions will seriously reduce our ability to compete both domestically and internationally.



AL SERVICIO DEL COMERCIO INTERNACIONAL

ERMILO E. RICHER

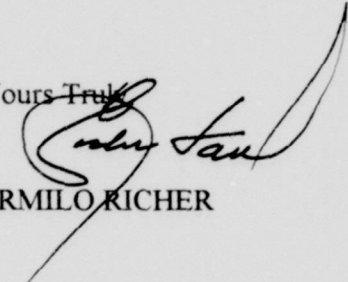
AGENCIA ADUANAL / FORWARDING AGENCY

Page No. 2

I understand there is an alternative that will preserve effective competition in this corridor. Tex Mex has indicated a willingness to operate over trackage rights from Corpus Christi to Houston, Texas (or purchase trackage where possible) and to connect with the Kansas City Southern Railroad and other rail carriers at Houston. Trackage rights operating in such a way as to allow Tex Mex to be truly competitive are essential to maintain the competition at Laredo that would otherwise be lost in the merger. Thus I urge the Commissioners to correct this loss of competition by conditioning this merger with a grant of trackage rights to Tex Mex allowing service to Houston.

Preserving competitive access to rail service is an important function of the Interstate Commerce Commission. Here it is possible to do so while furthering the national goal of promoting international trade.

Yours Truly


ERMILO RICHER

STB

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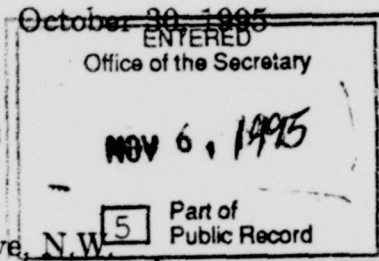
California Farm Bureau Federation

Item No. _____

evard • Sacramento, CA 95815 • Telephone (916) 424-4000

Page Count 4

Nov #21



The Honorable Vernon A. Williams
Secretary

Interstate Commerce Commission
Twelfth Street and Constitution Ave, N.W.

Room 2215

Washington, D.C. 20423

SUBJECT: Finance Docket No. 32760, Union Pacific Corporation, et. al. - Control and Merger - Southern Pacific Rail Corp., et.al.

Dear Secretary Williams:

It is my understanding that the Interstate Commerce Commission will soon be considering the proposed merger of the Union Pacific Railroad and the Southern Pacific Railroad. I am writing this letter to express the comments of the California Farm Bureau Federation in support of the proposed merger.

The California Farm Bureau Federation is the state's largest farm organization representing nearly 75,000 families in 56 counties.

Farm Bureau exists, as an independent, non-governmental, voluntary organization, for the purpose of improving the ability of individuals engaging in production agriculture to utilize California resources to produce food and fiber in the most profitable, efficient, and responsible manner possible. As a result, our members have a keen interest in rail transportation. Railroads haul fresh produce bound for distant markets, grain bound for export, feed grain for California livestock producers, canned, bottled and processed foods, and fertilizer and other inputs needed in modern agriculture.

We believe the proposed merger of the Union Pacific and Southern Pacific railroads will benefit California Farm Bureau members in a number of ways, including improved service, better access to markets and suppliers, better equipment supply, more efficient rail operations, maintenance and expansion of rail competition, and the preservation of quality rail service in California.

Better Service

The UP/SP merger should give the railroads the ability to provide faster and more reliable service to shippers, with better coordination of facilities and improved routes. The merged UP/SP plans to provide the first truck-competitive single-carrier rail service ever between the Seattle/Tacoma area and both southern and northern California. The

combined UP/SP also has plans to build a new Inland Empire facility in southern California to handle intermodal business. These service improvements should provide benefits to California agricultural producers who rely on railroads to move their fresh produce to distant markets. Shippers who move canned and processed goods across the country should also see improved service - greater speed, reliability and frequency of schedules - because of mileage savings, more moderate grades, and better efficiencies.

Better Access to Markets and Suppliers

Where the merger will result in the ability to move the freight via a single railroad from origin to destination instead of being interchanged between railroads, California shippers and receivers should enjoy improved access to markets and suppliers. For California businesses, that would include:

Products which can move across the SP's southern corridor between California and the Gulf Coast region which now originate or terminate on the UP, which could improve California producers' access to population centers in Texas and Louisiana;

Movements between SP points in California and UP points in the Intermountain area (Idaho, Wyoming, Washington and Oregon), which could improve California producers' access to growing markets in that region; and

Grain moving from UP origins in the Upper Midwest and Great Plains to SP points in California, which should improve access by San Joaquin and Imperial Valley livestock feeders to their grain suppliers.

Equipment Supply

Equipment supply is critical for agricultural producers, whether they are trying to move perishables to market, shipping their products bound for export, or bringing in food for livestock. The UP/SP merger should improve the equipment supply situation for customers of the two railroads. By improving their operating efficiencies and freeing up rail line capacity, the merged railroads should be able to reduce the turnaround time they get on equipment owned by the railroads. Perhaps even more important, given the number of shipper-owned rail cars used in agriculture, those same efficiency and capacity improvements should help private car owners improve the turnaround time on their equipment.

The merger should bring with it other opportunities to improve equipment supply. The merged railroads would be able to take advantage of more varied backhaul opportunities. With UP operations in the northern and central part of the country, and SP operations in the central and southern part of the country, the merged railroads should be able to take advantage of differences in harvest times and shipping seasons to shift grain cars and refrigerated equipment to locations where they are most needed.

Efficient Rail Operation

As in most mergers of this type, the merged railroads should be able to achieve substantial cost saving by reducing duplicative overhead cost, consolidating shops other facilities, and using the best facilities and management systems of each railroad. Reductions in cost tend to put downward pressure on rates. The increase efficiency and reduced costs should also justify increased investments by the UP/SP to expand capacity and further improve service.

Competition in the Rail Industry

Whenever there is a proposal to reduce the number of railroads, there are competitive questions. In the case of this merger, we believe that the UP and SP have taken steps to ensure that head-to-head rail competition will be maintained and, in several instances, even made stronger as a result of the merger.

In the case of transcontinental freight moving to or from California, the merged UP/SP should be able to provide faster, more reliable service than either the SP or UP could alone. That should allow the UP/SP to be a stronger competitor with the Burlington Northern/Santa Fe railroads, which currently have a competitive edge in those markets. That strengthened head-to-head competition should benefit California shippers.

The UP/SP recently announced an agreement to provide BN/SF with access to all points that are now served by UP and SP alone, which ensures that all shippers that otherwise would lose two-railroad competition as a result of the merger will continue to be served by a second railroad. The BN/SF is certainly a strong, viable competitor that will provide real competition to the UP/SP at those "two-to-one" points. That agreement should ensure that competition will be preserved after the merger.

In some areas, rail competition will be greatly strengthened. The agreement between the UP/SP and the BN/SF would give the UP/SP tracking rights over the BN/SF between Bend and Chemult, Oregon, shortening UP/SP routes between California and Canada, Idaho, and eastern Washington. The agreement also would give the UP/SP authority to develop competitive rate and service proposals for freight to and from Vancouver and

The Honorable Vernon A. Williams
October 30, 1995
Page Four

other BN/SF points that are now north of the current UP/SP service area. The BN/SF, in turn, will obtain UP's line from Bieber to Keddie, California, giving the BN/SF a single-line route between California and the Pacific Northwest and Canada.

Thus, in the important north-south corridor from the Pacific Northwest through California, the UP/SP merger and BN/SF agreement will strengthen competition by giving both rail systems the ability to offer improved routes and service.

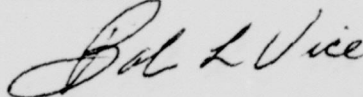
Ensuring Quality Rail Service

SP has the broadcast coverage of rail shippers in California, and most of SP's California customers are served exclusively by SP. In recent years, SP customers have had to deal with service problems and uncertainties due to the SP's finances. SP management itself has questioned the long-term viability of the railroad, standing alone, in the wake of the approval of the BN/SF merger earlier this year. The merger of the SP with the financially strong UP should provide SP shippers the assurance of top-quality service with a financially strong railroad well into the future. California agricultural shippers would have the benefit of dealing with a railroad that can afford the capital investments necessary to build new capacity, implement new technology, and continue to improve its operations.

Summary

California agriculture shippers depend heavily upon railroads to move goods to market and to supply vital production inputs. The proposed UP/SP merger should benefit California Farm Bureau members through improved service, better access to markets and suppliers, improved equipment supply, more efficient rail operations, maintenance and in some instances expansion of rail competition, and the preservation of quality rail service in California. We urge the Interstate Commerce Commission to act expeditiously to approve the merger as proposed.

Sincerely,



BOB L. VICE
President

STB

FD

• 32760

11-6-95

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• 60348

Wyoming State Legislature

213 State Capitol / Cheyenne, Wyoming 82002 / Telephone 307 / 777-7881

Item No. _____

Page Count 1
Nov #23



House of Representatives

REPRESENTATIVE PAMELA TAYLOR-HORTON

House District 11 - Laramie County
1712 Capitol Avenue
Cheyenne, Wyoming 82001

Committees:

Transportation and Highways
Minerals, Business and
Economic Development

October 31, 1995

The Honorable Vernon A. Williams, Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, NW
Room 2215
Washington, D.C. 20423

**RE: Finance Docket No. 32760, Union Pacific Corporation., et al -
Control & Merger - Southern Pacific Rail Corporation., et al.**

Dear Secretary Williams:

I am submitting this letter in support of the proposed Union Pacific Railroad - Southern Pacific Railroad merger. The State of Wyoming has benefitted by the presence of two major railroads. The proposed merger should strengthen rail competition in the railroad industry, making Wyoming products more available to new markets.

It is my understanding that the UP/SP merger will improve efficiency and justify increased investments to expand capacity and improve service. These efforts will benefit Wyoming's economy and rail employment.

I urge your approval of the Union Pacific Railroad - Southern Pacific Railroad merger. I appreciate your time and consideration concerning this issue.

Sincerely,

Pamela Taylor-Horton
Wyoming State Representative

cc: David Fischer
Union Pacific Railroad Company
1416 Dodge Street, Rm. 801
Omaha, NE 68179

ENTERED
Office of the Secretary

NOV 27 1995

3 Part of
Public Record

STB

FD

• 32760

11-6-95

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• 60347

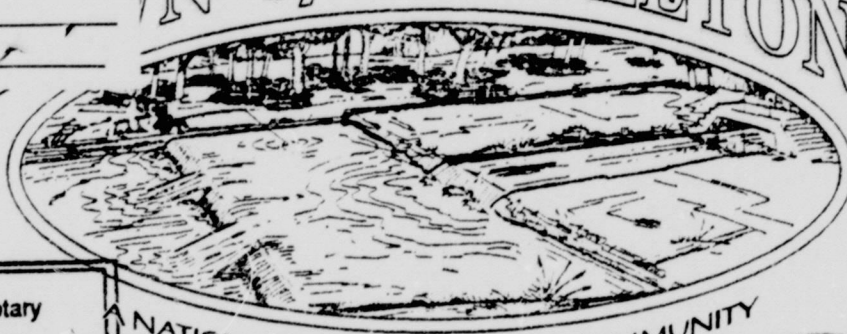
Item No. _____

Page Count 2

Nov. #24

City of PENDLETON

60347



ENTERED
Office of the Secretary

NOV 6, 1995

5 Part of
Public Record

NATIONAL HISTORIC REGISTER COMMUNITY



October 30, 1995

The Honorable Vernon A. Williams, Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue
Washington, DC 20423

RE: Finance Docket 32760

Dear Secretary Williams:

I am extremely concerned about the competitive aspects on area businesses as a result of proposed acquisition of the Southern Pacific Lines (SP) by the Union Pacific Railroad (UP). While I am familiar with the proposed agreement between UP and the Burlington Northern-Santa Fe (BNSF), intended to remedy those effects, I am not persuaded that this arrangement will produce effective competition for rail traffic in the Mid-South region of the United States. This is of concern to my community.

I also have reviewed Conrail's proposal to acquire a significant portion of the SP's eastern lines in connection with the merger, especially the lines running from Chicago and St. Louis, to Arkansas, Texas, and Louisiana. I find this proposal to be more appropriate and far more effective in addressing the above stated concerns. The Conrail proposal calls for ownership of the lines, whereas the UP-BNSF agreement mainly involves the granting of trackage rights provide only limited benefits and limited guarantees which can be easily lost if railroads disagree over whose traffic has priority and who is in charge of operations of the line. Further, I believe an owning railroad is in a far better position than and renter to encourage economic development activities on its lines.

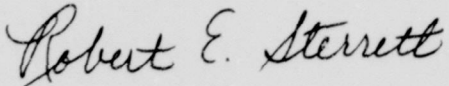
Another reason I favor Conrail's proposal is that it would provide efficient service for rail customers in our area for movement of goods and raw materials to and from the Mid-south and Texas Gulf. Conrail's proposed one-line service to these markets would be the fastest; most direct and involve the fewest car handlings.

I am extremely concerned about the recent railroad merger trend in the United States. This trend seems to be leading our nation toward a few giant railroads. Clearly, mega-railroads will further limit competition and reduce productivity.

119 W. STATE ST. P.O. BOX 230
PENDLETON, IN 46064 (317) 778-2173

For all of the reasons above, I am actively opposing the UP-SP merger at the ICC unless it is conditioned upon acceptance of Conrail's proposal.

Sincerely,

A handwritten signature in cursive script that reads "Robert E. Sterrett".

Robert E. Sterrett
• Town Administrator

RES/lb

cc: David M. Levan
President and Chief Executive Officer
Conrail

STB

FD

• 32760

11-6-95

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• 60346

Item No. _____

Page Count 1

Nov #25

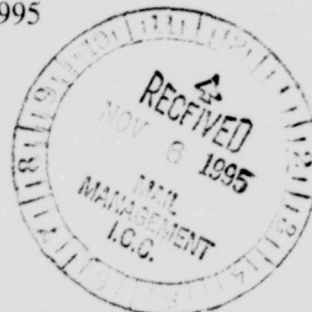


60346

CALIFORNIA CHAMBER of COMMERCE

KIRK WEST
PRESIDENT

November 1, 1995



The Honorable Vernon A. Williams
Secretary, Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N.W.
Room 2215
Washington, D. C. 20423

RE: Finance Docket No. 32760, Union Pacific and Southern Pacific Railroad Merger

Dear Secretary Williams:

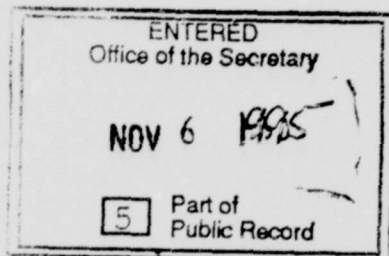
On behalf of the California Chamber of Commerce, I am writing to urge the Interstate Commerce Commission to give swift approval to the merger of the Union Pacific and Southern Pacific railroads.

The Chamber believes that this merger will result in an increased efficiency of our rail transportation system in California. The efficient movement of goods in California is imperative to the healthy recovery of our State. The demand for rail movement will continue to grow in the next decade and beyond as our position on the Pacific Rim requires distribution of products throughout California and the rest of the country. We believe that the UP/SP merger will guarantee that we will be able to compete more effectively.

In addition, the UP/SP merger will improve service for California shippers by providing new shipping opportunities in California. It is expected that this merger will significantly reduce delays, increase reliability and improve efficiency between California and other cities in the country.

The California Chamber of Commerce strongly supports the merger between Union Pacific and Southern Pacific. We believe this merger will enhance economic development in our state and ensure that California remains a leader in the world economy.

KW:nr



Sincerely,

Kirk West
Kirk West

STB

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11-6-95

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• 60345

Wyoming State Legislature

213 State Capitol / Cheyenne, Wyoming 82002 / Telephone 307 / 777-7881

Item No. _____

Page Count 1

Nov #26

The Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N.W.
Room 2215
Washington, DC 20423



Senate

SENATOR RICH CATHCART

Senate District 6 - Laramie County
R.R. 1, Box 144
Carpenter, Wyoming 82054

Committees:

Agriculture, Public Lands &
Water Resources
Labor, Health & Social Services

RE: Finance Docket No. 32760, Union Pacific Corp., et al.-
Control & Merger-Southern Pacific Rail Corp., et al.

Dear Secretary Williams:

The Union Pacific Railroad has a long and favorable history with the State of Wyoming. The results of the proposed merger will enhance and strengthen the competitiveness of Wyoming products. Direct routes to markets and import/export points that are not served by the Union Pacific Railroad will give Wyoming producers new opportunities and as a result, route more traffic onto Union Pacific's main line resulting in many positive secondary economic impacts.

Rail competition through the Western States will be stronger and more competitive. The recent comprehensive trackage agreement between Burlington Northern/Santa Fe Railroad and Union Pacific Railroad should provide fair competition to many important markets throughout the United States, Mexico, and Canada. The proposed merger will create the nation's largest and most diverse specialized hauling fleets. The combined impact of improved rail competition and improved rail services will enhance the economy of Wyoming.

I strongly urge your prompt approval of the proposed merger.

Sincerely,

Rich Cathcart

cc: David Fischer
(Union Pacific Railroad Company
1416 Dodge St., Rm. 801
Omaha, NE. 68170

ENTERED
Office of the Secretary

NOV 27 1995

3 Part of
Public Record

STB

FD

• 32760

11-6-95

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• 60343

DISTRICT OFFICE:

29 N. WOOD RIVER AVENUE
WOOD RIVER, ILLINOIS 62095
618/251-4934
618/251-5023 FAX

SPRINGFIELD OFFICE:

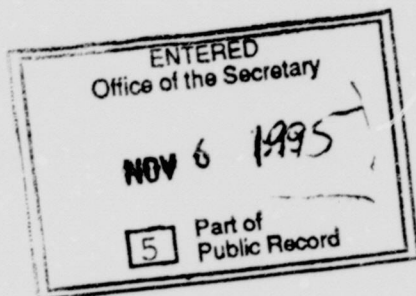
2085 - M STRATTON BUILDING
SPRINGFIELD, ILLINOIS 62706
217/782-5996

**STEVE DAVIS**

STATE REPRESENTATIVE - 111TH DISTRICT

COMMITTEES:

AGING
APPROPRIATIONS -
EDUCATION
ENVIRONMENT & ENERGY
TRANSPORTATION &
MOTOR VEHICLES



November 2, 1995

Item No. _____

Page Count 2Nov #28

The Honorable Vernon A. Williams, Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue
Washington, DC 20423

FD-32760

Dear Secretary Williams:

I am extremely concerned about the competitive aspects of area businesses as a result of the proposed acquisition of the Southern Pacific Lines (SP) by the Union Pacific Railroad (UP). While I am familiar with the proposed agreement between UP and Burlington Northern-Santa Fe (BNSF), intended to remedy those effects, I am not persuaded that this arrangement will produce effective competition for rail traffic in the mid-south region of the United States. This is of concern to me.

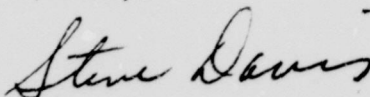
I also have reviewed Conrail's proposal to acquire a significant portion of the SP's Eastern lines in connection with the merger, especially the lines running from Chicago and St. Louis, to Arkansas, Texas and Louisiana. I find this proposal to be more appropriate and far more effective in addressing the above stated concerns. The Conrail proposal calls for ownership of lines, whereas the UP-BNSF agreement mainly involves the granting of trackage lines. I believe that trackage rights provide only limited benefits and limited guarantees which can be easily lost if railroads disagree over whose traffic has priority and who is in charge of operations of the line. Further, I believe an owning railroad is in a far better position than a renter to encourage economic development activities on its lines.

Another reason I favor Conrail's proposal is that it would provide efficient service for rail customers in our area for movement of goods, produce, commodities, etc., to the Mid-South and Texas Gulf. Conrail's proposed one-line service to these markets would be the fastest; most direct and involve the fewest car handling.

I am extremely concerned about the recent railroad merger trend in the United States. This trend seems to be leading our nation toward a few giant railroads. Clearly, mega-railroads will further limit competition and reduce productivity.

For all of the reasons above, I am actively opposing the UP-SP merger at the ICC unless it is conditioned upon acceptance of Conrail's proposal.

Sincerely,

A handwritten signature in cursive script that reads "Steve Davis".

Steve Davis
State Representative
111th District

cc: David M. Levan, President and CEO
Consolidated Rail Corporation
2001 Market Street, 17N
Philadelphia, PA 19101-1417

James McPike

STB

FD

32760

11-6-95

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60342

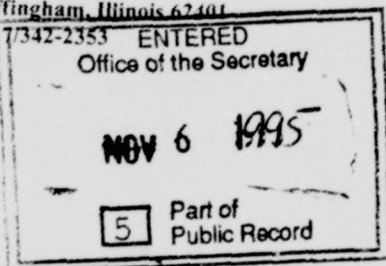
Capitol Office:
2056-L Stratton Building
Springfield, Illinois 62706
217/782-2087

ILLINOIS HOUSE OF REPRESENTATIVES

60342

Committees:
Democratic Leader
Transportation &

District Office:
110 East Section
P.O. Box 1205
Effingham, Illinois 62401
217/342-2353



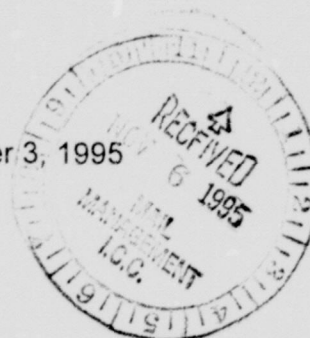
Item No. _____
Page Count 2
Nov #29

Education

is
dary

CHARLES A. HARTKE
STATE REPRESENTATIVE
108TH DISTRICT

November 3, 1995



The Honorable Vernon A. Williams, Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue
Washington, D.C. 20423

FD-32760

Dear Secretary Williams:

I am very concerned about the competitive aspects of area businesses as a result of the proposed acquisition of the Southern Pacific Lines (SP) by the Union Pacific Railroad (UP). While I am familiar with the proposed agreement between UP and the Burlington Northern-Santa Fe (BNSF), intended to remedy those effects, I am not sure this arrangement will produce effective competition for rail traffic in the mid-south region of the United States.

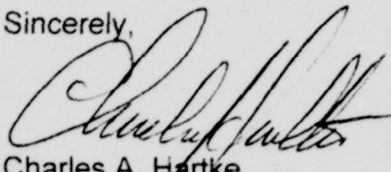
I also have reviewed Conrail's proposal to get a significant portion of the SP's Eastern line in connection with the merger, especially the lines running from Chicago and St. Louis, to Arkansas, Texas and Louisiana. I find this proposal to be more appropriate and far more effective in addressing the above stated concerns. The Conrail proposal calls for ownership of the lines, whereas the UP-BNSF agreement mainly involves the granting of trackage lines. I believe that trackage rights provide only limited benefits and limited guarantees that can be easily lost if railroads disagree over whose traffic has priority and who is in charge of operations of the line. Further, I believe an owning railroad is in a far better position than a renter to encourage economic development activities on its lines.

Another reason I favor Contrails proposal is that it would provide efficient service to rail customers in our area for movement of goods, produce commodities, etc. to the Mid-South and Texas Gulf. Conrail's proposed one-line service to these markets would be the fastest; most direct and involve the fewest car handling.

I am extremely concerned about the recent railroad merger trend in the United States. This trend is leading our nation toward a few giant railroads. Clearly, mega-railroads will further limit competition and reduce productivity.

For all of the reasons above, I am actively opposing the UP-SP merger at the ICC unless it is conditioned upon acceptance of Conrail's Proposal.

Sincerely,

A handwritten signature in dark ink, appearing to read "Charles A. Hartke", written in a cursive style.

Charles A. Hartke
State Representative
108th District

CAH:sw

cc. David M. Levan, President & CEO
Consolidated Rail Corporation
2001 Market Street, 17N
Philadelphia, PA 19101-1417

STB

FD

• 32760

11-6-95

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• 60340

☒ SPRINGFIELD OFFICE

ROOM 413
STATE CAPITOL BUILDING
SPRINGFIELD, ILLINOIS 62706
PHONE: 217/782-8492

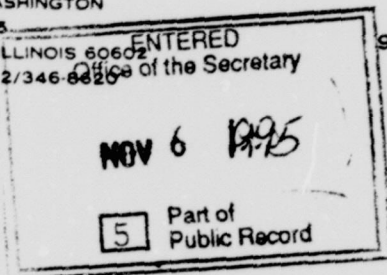
☒ LEGISLATIVE SERVICE OFFICE

7344 N. WESTERN AVE.
CHICAGO, ILLINOIS 60645
PHONE: 312/764-2200
CHICAGO SUBURBAN: 708/328-2240

☐ CHICAGO OFFICE

111 W. WASHINGTON
SUITE 1505

CHICAGO, ILLINOIS 60602
PHONE: 312/346-6829



ILLINOIS STATE SENATE

Item NO. _____

Page Count 3

NOV #31

ARTHUR L. BERMAN

SENATOR

9TH LEGISLATIVE DISTRICT

November 1, 1995

60390
DEMOCRATIC SPOKESPERSON
EDUCATION COMMITTEE

MEMBER

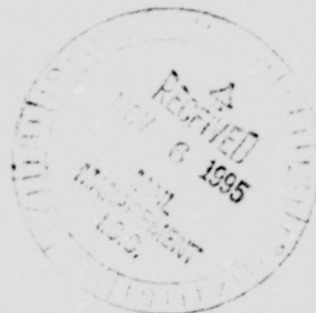
INSURANCE, PENSIONS & LICENSED
ACTIVITIES COMMITTEE

REVENUE COMMITTEE

INTERGOVERNMENTAL
COOPERATION COMMISSION

COUNCIL ON SCHOOL PROBLEMS
COMMISSION

LEGISLATIVE INFORMATION
SERVICES COMMISSION



Ms. Linda Morgan
Chairperson
Interstate Commerce Commission
12th Street and Constitution Avenue, NW
Washington, D.C. 20423

RE: Finance Docket 32760- Union Pacific/Southern Pacific

Dear Chairperson Morgan:

I strongly urge the Interstate Commerce Commission to approve the merger of the Union Pacific and Southern Pacific railways.

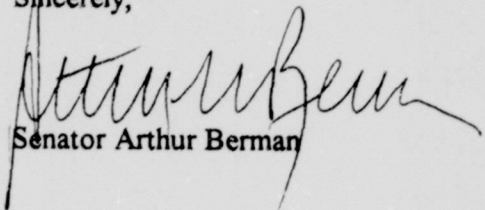
As an Illinois State Senator, I take a great interest in the economic vitality of the greater Chicago metropolitan area and the entire State of Illinois. The recent implementation of the North American Free Trade Agreement, the expansion of trade by the United States in the international market place and the enhanced global competition for products places a burden and an opportunity for Illinois' businesses.

Illinois is the leading grain exporting state in the nation and a major manufacturing center. To continue this role, the State is dependent upon unlimited entry into international markets. The merger of the Union Pacific and Southern Pacific railways will provide the enhanced capability for Illinois farms and businesses to reach the global marketplace. With the combination of facilities, increased manpower and market access, the merger will further open Illinois' markets to the world. I am confident the merger will bolster the economy of the State and the entire Midwest.

Page 2
November 1, 1995

I appreciate the opportunity to lend my support to this crucial decision of the Commission.
If I can provide any further assistance on this issue, please let me know.

Sincerely,



Senator Arthur Berman

cc: Vernon A. Williams ✓
Secretary to the ICC
David Fischer
Director of Government Affairs, Union Pacific Railroad
1416 Dodge Street, Room 801
Omaha, Nebraska 68179

s/com&ind/berupsp

ATTACHMENT

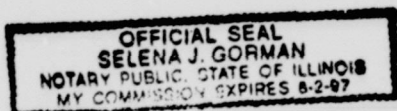
Format to be used for verification:

STATE OF Illinois)
COUNTY OF Sangamon) SS.

Arthur L. Berman
(NAME), being first duly sworn,
deposes and says that he has read the foregoing document, knows
the facts asserted therein, and that the same are true as stated.

Arthur L. Berman
(SIGNATURE)
(NAME TYPED)

Subscribed and sworn to before me this 2nd day of
November, 1995.



Selena J. Gorman
Notary Public

My Commission Expires: 8-2-97

Format to be used for affirmation (alternative to verification):

I, (NAME), declare under penalty of
perjury that the foregoing is true and correct. Further, I
certify that I am qualified and authorized to file this verified
statement. Executed on (DATE).

(SIGNATURE)

STB

FD

• 32760

11-6-95

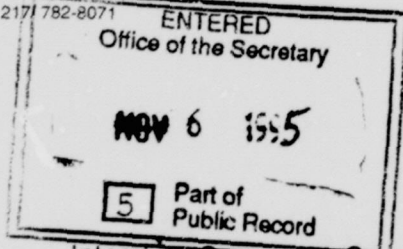
J

• 60339

DISTRICT OFFICES:
225 S. MACOUPIN
GILLESPIE, IL 62033
217/839-2859

215 S. WASHINGTON
TAYLORVILLE, IL 62568
217/824-4577

SPRINGFIELD OFFICE:
300 STATE HOUSE
SPRINGFIELD, IL 62706
217/782-8071



GARY HANNIG

Item No. _____

Page Count 1

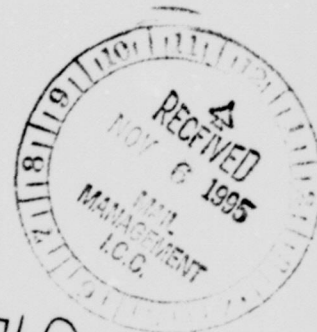
NOV #32

60339
COMMITTEES:
RULES
AGRICULTURE

EX-OFFICIO:
MEMBER ALL
HOUSE COMMITTEES

ILLINOIS GENERAL ASSEMBLY
ASSISTANT DEMOCRATIC LEADER
HOUSE OF REPRESENTATIVES

November 3, 1995



Interstate Commerce Commission
12th Street and Constitution Avenue
Washington, DC 20423

Dear Secretary Williams:

FD-32760

Recently, I became aware of a proposal by the Union Pacific to acquire the Southern Pacific railroad.

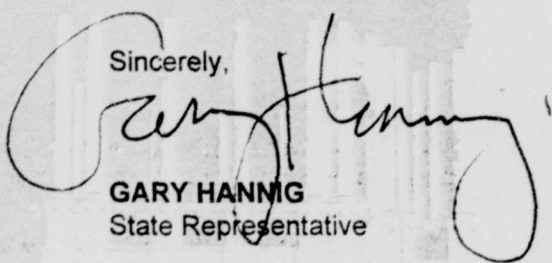
As a legislator who represents a number of Illinois shippers and rail communities, I have some concerns about the merger and its effect on competition in Illinois. In short, a merger of the UP and SP gives the UP control of the two major lines running between Chicago and St. Louis. This could impair competitive pricing for local and national freight rail customers, and ultimately affect the transportation of goods along the eastern lines of the SP.

I understand that Conrail has proposed a solution for preserving competition along the SP-East line by offering to purchase the lines from the UP. I also understand the UP has tried to address the competition issue by establishing a partnership with Burlington Northern-Santa Fe.

Communities with strong transportation and freight rail alternatives are attractive to businesses, which in turn fuel local economies. I encourage you to take the time to thoroughly review both the Conrail and UP proposals and make a decision that ensures fair competition and provides the higher level of quality and service for the shippers, customers and communities we represent.

Thank you for your attention.

Sincerely,


GARY HANNIG
State Representative

cc: David M. Levan
Jim McPike

STB

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11-6-95

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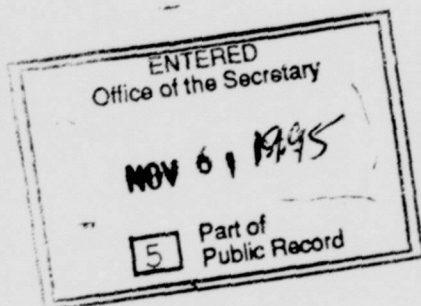
• 60338

Item No. _____

Page Count 2

NOV #33

60338



DELMER & DELORIS EIKENBERG

501 North Main

PO Box 225

Haswell, Colorado 81045-0225



October 23, 1995

#32760

RE: ICC FINANCE DOCKET #32760

Dear *Mr. Williams*;

We, Delmer L. and Deloris L. Eikenberg, wish to hereby express our strong opposition to the pending merger and abandonment of the Union Pacific Railroad through Kiowa County, Colorado.

We have been farming and ranching for about 30 years on 20,000 acres of land. We produce wheat averaging 30 bushels per acre. We reside in the Town of Haswell, where the Haswell CO-OP Elevator is located. The elevator is where we haul our harvested crops. This elevator is also an asset to the Haswell farming and ranching community. If this elevator should be forced to close their doors due to the fact of rail abandonment, it would mean we would have to haul our wheat and milo another 66 miles to Cheyenne Wells, Colorado. We would have to haul these crops by truck on highways that are already in bad shape due to truck traffic and old age. Without the railroad we will be forced to pay higher freight rates to trucking firms or we will have to buy our own trucks. Buying our own trucks will make our production costs double.

We understand from attending rail abandonment meetings, the railroad is guaranteed an 18% profit from the Interstate Commerce Commission or they can abandon any rail in the U.S. We sincerely wish the United States Government would guarantee us an 18% profit. The railroad and Government say the railroads are not receiving any Government subsidies. It appears to us that this could be considered some form of subsidy.

We are also very concerned about this merger leading to a Monopoly for the railroad and grain elevators. At every abandonment meeting, there has been mention of Cargill Grain. Cargill Grain has a significant amount of elevators on the rail that U.P. is planning to move the freight to. Isn't it odd that the rail is going to end, coming from the East, at Towner, Colorado where the last Cargill Elevator, coming West, is located. If the ICC lets this merger go through we are going to have two rail lines in Western United States, Union Pacific and Burlington Northern, and only one grain company in Eastern Colorado, Cargill. Please take a long hard look at this before making your judgment. The application for the merger and abandonment should be denied.

This potential loss of the only rail line in Kiowa County would have a significant negative economic impact on the entire area. The loss of rail transportation would result in the loss of the grain elevators, as well as many businesses and jobs, and would lead to the people being forced to leave the area due to a shrinking economy and job market. With the loss of these businesses the tax burden on the remaining farmers and ranchers would increase. The loss of the tax base would lead to deterioration of County services.

An abandonment would also cripple the operation of the local School and Hospital Districts which also depend on property taxes. The loss of either our school or hospital would force families with children and elderly to move to larger cities where crime and violence is on the increase. Our children were raised in rural America, not around crime and violence. Now our grandchildren are being raised in rural America without drugs, crime and violence. Let us keep our "Traditional Family" values which we firmly believe in. We don't want to have the big city problems. PLEASE deny the application for the merger and abandonment of the Union Pacific and Southern Pacific Railroads.

Thank you for your consideration

VERIFICATION

STATE OF COLORADO)
LINCOLN) ss.
COUNTY OF ~~KIOWA~~)

Delmer L. Eikenberg and Delores L. Eikenberg of Kiowa County, Colorado deposes and says that he/she has personal knowledge of the matters contained in the foregoing statement, knows the contents thereof, and that the same are true and correct as stated.

Delmer L. Eikenberg
Delmer L. Eikenberg

Delores L. Eikenberg
Delores L. Eikenberg

Subscribed and affirmed before me this 27th day of October 1995, in the
county of ~~Kiowa~~, State of Colorado.
LINCOLN

SEAL

Mary Gene Lee
Signature of Notary Public

Commission Expires: Feb. 18, 1998

STB

FD

• 32760

11-6-95

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• 60337

Wyoming State Legislature

213 State Capitol / Cheyenne, Wyoming 82002 / Telephone 307 / 777-7681

60334



House of Representatives

REPRESENTATIVE IRENE DEVIN

House District 14 - Albany County
3601 Grays Gables Road
Laramie, Wyoming 82070

Committees:

Travel, Recreation & Wildlife
Labor, Health & Social Services

Item No. _____

Page Count 1

Nov #35

October 31, 1995

The Honorable Vernon A. Williams, Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, NW
Room 2215
Washington, D.C. 20423

RE: *Finance Docket No. 32760, Union Pacific Corporation., et al -
Control & Merger - Southern Pacific Rail Corporation., et al.*

Dear Secretary Williams:

I am writing in support of the proposed Union Pacific Railroad - Southern Pacific Railroad merger. My home county (Albany County) has had a long and prosperous history with the Union Pacific Railroad. The proposed merger should strengthen that history and provide improved opportunities for Wyoming producers.

The Union Pacific-Southern Pacific merger will expand capacity and improve service. These efforts will directly benefit Wyoming's growth and economy.

I urge your approval of the Union Pacific Railroad - Southern Pacific Railroad merger. I appreciate your time and consideration concerning this issue.

Sincerely,

Irene Devin
Wyoming State Representative

cc David Fischer
Union Pacific Railroad Company
1416 Dodge Street, Rm. 801
Omaha, NE 68179

ENTERED
Office of the Secretary

NOV 7 1995

3 Part of
Public Record

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• 60337

Item No. _____

Page Count 3

Nov #37



60337

MISSOURI SENATE

JEFFERSON CITY

DANNY STAPLES
STATE SENATOR
20TH SENATORIAL DISTRICT
ROOM 418A, STATE CAPITOL
JEFFERSON CITY, MISSOURI 65101
PHONE (314) 751-3534
TDD (314) 751-3969

HOME ADDRESS:
HCR 3, BOX 18
EMINENCE, MISSOURI 65466

ENTERED
Office of the Secretary

NOV 27 1995

3 Part of
Public Record



November 3, 1995

Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Room 2215
Twelfth Street & Constitution Ave., N.W.
Washington, D.C. 20423

RE: Finance Docket No. 32760, Union Pacific
Control and Merger - Southern Pacific

Dear Secretary Williams:

I write to advise the Commission that as Chairman of the Senate Transportation Committee, I support the proposed merger of the Union Pacific and Southern Pacific railroads. Union Pacific, through its subsidiary Missouri Pacific, provides substantial service in Missouri. We have found UP to be responsive to the needs of Missouri communities and Missouri shippers. SP also serves a number of shippers in Missouri, and some of SP's Missouri customers are exclusively served by SP. We are concerned about the viability of the SP standing alone, and we want to be sure Missouri shippers continue to have effective, competitive alternatives. We believe this proposed merger between Union Pacific and Southern Pacific will bring substantial benefits to Missouri's shippers, workers and consumers.

The Commission has now approved the BN/Santa Fe merger. The new BN/Santa Fe system will be a strong competitor with an extensive route system for both east-west and north-south traffic. It will be important to have another strong railroad serving Missouri in order to provide a vigorous competitive alternative for Missouri shippers and consumers. Having two strong competitors will serve the interests of Missouri shippers better than having one strong competitor and two smaller competitors. The UP/SP merger will provide far more effective competition for BN/Santa Fe than the UP and SP

"The Welfare of the People Shall Be the Supreme Law"

separately. In addition, UP/SP have committed to provide new rail access to the few points in Missouri that are currently served only by UP and SP.

The UP/SP merger will provide a number of benefits to Missouri shippers. The State's shippers will enjoy faster, more reliable intermodal service between northern California and both St. Louis and Kansas City than either carrier alone could offer. Missouri's carload shippers will also benefit from the much improved service to northern California -- greater speed, reliability and frequency of schedules -- as a result of mileage savings, gradient improvements and operating efficiencies.

The combined UP/SP also will offer faster, more reliable intermodal service to southern California than either carrier alone could offer. In addition to saving miles over UP's existing routes, we expect that an upgrade of SP's lines between Kansas City and southern California will result in greater capacity and faster service on those lines. In addition, SP Missouri shippers will gain faster, more direct single-line routes to the Intermountain area, the Pacific Northwest, and the leading Mexican gateway of Laredo, while UP shippers will enjoy new single-line service to points in Louisiana, Texas, California, Illinois, Arkansas, Kansas and Colorado, to name a few.

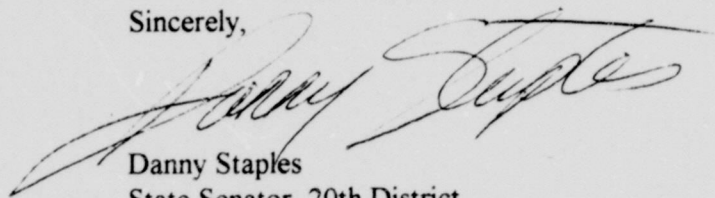
Following the merger, Missouri grain elevators will gain single-line service to many more grain buyers served by SP's lines in the Pacific Southwest and western Mexico. Moreover, the seasonal patterns of grain demand will allow UP/SP to improve equipment utilization by backhauling wheat from SP points in covered hoppers used to move Missouri feed grains to SP points in the Southwest. Any improvement in the supply of cars to move grain is a benefit for Missouri agriculture.

Unfortunately, SP customers have had to cope with service problems and uncertainties as to SP's finances. Among other things, Missouri shippers using SP have faced significant delays and equipment shortages. The UP/SP merger will provide SP shippers the assurance of top-quality service, as well as financial resources to support capital investments necessary to build new capacity, acquire needed equipment, and continually improve operations.

The strengthening of these important rail lines in Missouri will also benefit Missouri's rail workers. The jobs of these workers will be more secure if the merger is approved, allowing UP and SP to meet the competitive challenge of the BN/Santa Fe merger. Moreover, with the improvements in service, state officials expect that the merger will result in an increase in overall employment due to increased traffic through the major terminals at Kansas City and St. Louis.

As Chairman of the Senate Transportation Committee, I urge the Commission to act promptly to approve the merger of Union Pacific and Southern Pacific.

Sincerely,

A handwritten signature in cursive script, appearing to read "Danny Staples". The signature is written in dark ink and is positioned above the printed name and title.

Danny Staples

State Senator, 20th District

DS/dl

STB

FD

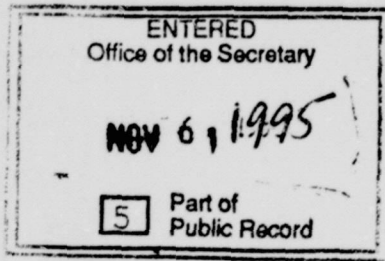
• 32760

11-6-95

J

• 60336

60336



P.O. Box 1900
Reno, Nevada 89505

OFFICE OF THE MAYOR

October 30, 1995

702/334-2001

Item No. _____

Page Count 1
Nov # 38

City Hall
490 S. Center Street
Suite #201
Reno, NV89501

Phone 702/334-2020
Fax 702/334-2097

City Manager
Clay Holstine

Assistant City Manager
Ralph Jaeck

Adm. Services Director
Leann McElroy

Mayor
Jeff Griffin

Councilmembers:

Ward 1
Tom Herndon

Ward 2
Candice Pearce

Ward 3
Janice Dalske

Ward 4
Judy Pruett

Ward 5
Jim Pilzner

At-Large
Pierre Hascheff

The Honorable Vernon A. Williams
Secretary, Interstate Commerce Commission
Twelfth Street & Constitution Avenue, N.W.
Room 2215
Washington, D.C. 20423

RE: Finance Docket No. 32760, Union Pacific Corporation, et al --
Control & Merger -- Southern Pacific Rail Corp., et al

Dear Secretary Williams:

I am writing in support of the proposed merger between the Union Pacific Railroad and the Southern Pacific Railroad.

Nevada shippers will benefit from improvements in operations on UP's Overland route. The combined UP/SP will be able to concentrate different categories of transcontinental traffic on different routes. This will reduce delays, increase reliability and create new capacity for the merged system.

I encourage you to support the UP SP merger as it will indeed improve service and strengthen competition by creating a competitor that is fully the equal of BN/Santa Fe.

Sincerely,

Jeff Griffin

Mayor

JG/pm

STB

FD

• 32760

11-6-95

J

• 60335

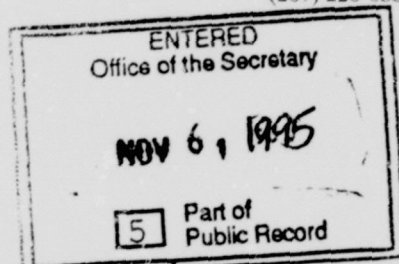
Item No. _____

Page Count 2

Nov #36

**CALIFORNIA GRAPE
& TREE FRUIT LEAGUE**

1540 E. SHAW AVENUE, SUITE 120 • FRESNO, CA 93710-8000
(209) 226-6330 • FAX (209) 222-8326



November 2, 1995



Mr. Vernon A. Williams, Secretary
Interstate Commerce Commission
12th Street & Constitution Ave. NW - Room 2215
Washington, DC 20423

RE: Finance #32760 Union Pacific Corporation, et al.--Control and Merger--Southern Pacific Corporation, et al.

Dear Mr. Williams:

The California Grape & Tree Fruit League, representing over 80 percent of the volume of the table grape and deciduous tree fruit industries in California, wishes to express its support for the proposed merger between the Union Pacific (UP) and Southern Pacific (SP) railroads.

At its quarterly meeting on October 26, 1995, the California Grape & Tree Fruit League's Board of Directors discussed the proposed merger between the UP and SP railroads and voted unanimously to support it.

The League believes this merger will improve rail service to the perishable produce industry within California's San Joaquin Valley, which presently is not being well served by Southern Pacific Railroad. The League believes the merger may prove beneficial for the following reasons:

- UP offers better perishable service in the areas in which it presently operates.
- UP has a large fleet of refrigerated cars, which are well maintained and may now be available for use in the San Joaquin Valley.
- There is currently only one intermodal ramp (piggyback), located in Fresno, that serves the San Joaquin Valley. Perhaps the merger would facilitate the reopening of the Bakersfield ramp to better serve the south San Joaquin Valley.

Mr. Vernon A. Williams, Secretary

Page 2

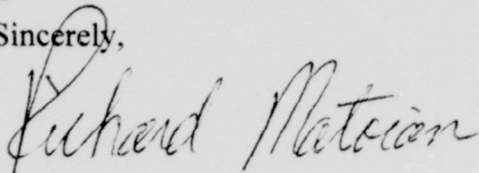
November 2, 1995

- Distances between California and certain key Mideast produce markets would be shortened, thereby reducing the overall service time to those markets.

Regarding possible lack of competition due to the merger, the proposed merger of UP and SP would serve areas that are presently being served by the Santa Fe railroad. Therefore, the League believes that competition would increase and that its members who grow and ship fresh produce would be the beneficiaries of that competition.

Thank you for consideration of these comments.

Sincerely,

A handwritten signature in cursive script that reads "Richard Matoian". The signature is written in dark ink and is positioned above the printed name and title.

Richard Matoian
President

RM/jh

STB

FD

• 32760

11-6-95

J

• 60334



**KEV BAKER
STATE SENATOR**

Item No. _____

INOMAH COUNTIES

Page Count 2

Nov #27

FD-32160

ENTERED
Office of the Secretary

NOV 7 1995

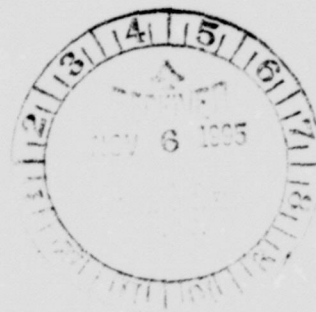
3 Part of
Public Record

60344
COMMITTEES

Transportation, Chair
Judiciary
Education

October 31, 1995

Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N.W.
Room 2215
Washington, D.C. 20423



Dear Secretary Williams:

As Chairman of the Transportation Committee of the Oregon State Senate, I am writing to you to express my strong support for the pending merger between the Union Pacific and Southern Pacific Railroads. I urge your expeditious consideration and approval.

The State of Oregon is fortunate to be served by both carriers, as well as the Burlington Northern Santa Fe. Unfortunately, the Southern Pacific Railroad is financially weakened, to the point where reliable service has become impaired. This merger, if approved, will allow the financial strength of the Union Pacific Railroad to be used to rehabilitate the Southern Pacific system in Oregon and elsewhere, to the benefit of Oregon shippers.

This merger will also expand the market reach of Oregon shippers and receivers currently served by either the UP or the SP. New single-line service will include traffic between UP points in Oregon and SP points in the midwest, California, New Mexico and Arizona, SP and UP points and junctions in Texas and Louisiana, as well as SP points in Oregon and UP points and junctions in the intermountain region of Idaho, Wyoming, Montana, and Washington, the Midwest and Upper midwest, and Texas and Louisiana.

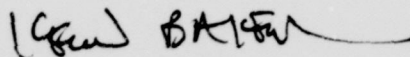
Oregon citizens and taxpayers stand to benefit directly as well, through congestion and air quality relief along the I-5 corridor as truck freight is diverted to rail. After approval of the merger, both UP/SP and BN/SF will, for the first time, have single-line routes between the States of Washington, Oregon, and California.

Finally, competition will be strengthened in all markets as a combined UP/SP will be able to compete more effectively in the marketplace with the recently-created BNSF, again to the ultimate benefit of Oregon shippers.

Honorable Vernon A. Williams
October 31, 1995
Page 2

I strongly support prompt approval of the merger application.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Ken Baker", with a long horizontal flourish extending to the right.

Kenneth Lee Baker
State Senate Chair
of Transportation

KLB:sw
cc: Dave Fischer

STB

FD

• 32760

11-6-95

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• 60333

Item No. _____

Page Count 1

Nov #34

60333



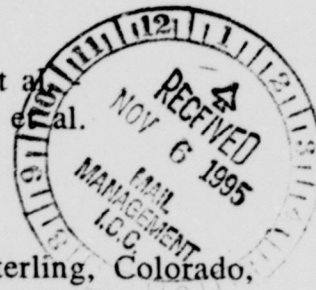
LOGAN COUNTY CHAMBER OF COMMERCE

109 Front Street, in the Historic Union Pacific Depot
Post Office Box 1683 Sterling, CO 80751
(303)522-5070 1-800-544-8609

The Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N. W.
Room 2215 Washington, DC 20423

RE: Finance Docket No. 32760, Union Pacific Corp., et al.
Control & Merger - Southern Pacific Rail Corp., et al.

Dear Secretary Williams:



The Logan County Chamber of Commerce in Sterling, Colorado, supports the proposed merger between the Union Pacific Railroad and the Southern Pacific Railroad. The Union Pacific Railroad and the City of Sterling have had a long and prosperous history with Union Pacific Railroad. We look forward to the growth and success of the new Union Pacific Railroad system.

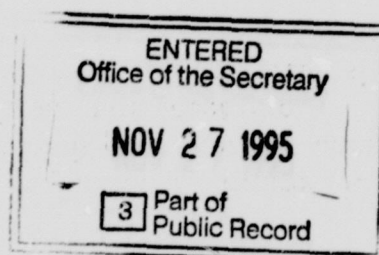
The proposed merger will be very important to future economic growth and to the many producers in the Sterling area. Improved service and strong rail competition will meet the challenges facing Colorado producers. Faster and more direct single-line service to new markets will enhance opportunities for Colorado imports and exports.

The prompt approval of the UP/SO merger will provide important economic benefits for Sterling and the State of Colorado. We urge your prompt approval of the merger.

Sincerely,

Ronald A. Michieli
President

RAM/dg



STB

FD

32760

11-6-95

J

60332

Item No. _____

Page Count 1

Nov. #59

60332

November 3, 1995



The Honorable Vernon A. Williams, Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, NW
Room 2215
Washington, D.C. 20423

**RE: Finance Docket No. 32760, Union Pacific Corporation, et al -
Control & Merger - Southern Pacific Rail Corporation., et al.**

Dear Secretary Williams:

As Mayor of Burns, Wyoming, a rural community on the Union Pacific Railroad's mainline, I am writing this letter in support of the Union Pacific - Southern Pacific Merger. The Community of Burns is impacted directly by the presence of the Union Pacific Railroad. The proposed merger could enhance the growth of rail activity in our community and hopefully will increase employment opportunities for our citizens. Single-line service and more efficient rail operations will strengthen opportunities for Wyoming products.

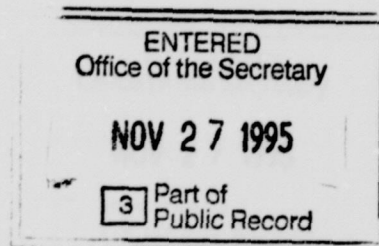
Your Prompt approval of the Union Pacific - Southern Pacific merger will provide new and significant economic growth to Wyoming and its rural communities. I urge your approval of the merger.

Sincerely,

A handwritten signature in cursive script that reads "Boyd S. Frye".

Boyd Frye
Mayor of Burns, Wyoming

cc: David Fischer
Union Pacific Railroad Company
1416 Dodge Street, Rm. 801
Omaha, NE 68179



STB

FD

• 32760

11-6-95

J

• 60331

Wyoming State Legislature

213 State Capitol / Cheyenne, Wyoming 82002 / Telephone 307 / 777-7881

Item No. _____

Page Count 1

Nov. #18



Senate

SENATOR RAY SARCLETTI

Senate District 13 - Sweetwater County
620 B Street
Rock Springs, Wyoming 82901

Committees:

Transportation and Highways
Labor, Health and Social Services
Journal

November 3, 1995

The Honorable Vernon A. Williams
• Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N.W.
Room 2215
Washington, DC 20423



RE: Finance Docket No. 32760, Union Pacific Corp., et. al.-
Control & Merger - Southern Pacific Rail Corp., et al.

Dear Secretary Williams:

I am expressing my support of the UP/SP rail merger. As a former owner of a beverage operation and user of both the Union Pacific Railroad and Southern Pacific Railroad services, I can appreciate the benefit of this merger to improved service to Southwestern Wyoming, its industries and to the State of Wyoming.

Sincerely,

A handwritten signature in cursive script, reading "Raymond A. Sarcletti".

Raymond A. Sarcletti
Senate District #13

pc: David Fischer, Union Pacific RR Co.
Wiley N. Jones, Southern Pacific

ENTERED
Office of the Secretary

NOV 27 1995

3 Part of
Public Record

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• 32760

10-18-95

J

• 60226

Item No. _____

Page Count 1.

Oct. # 97

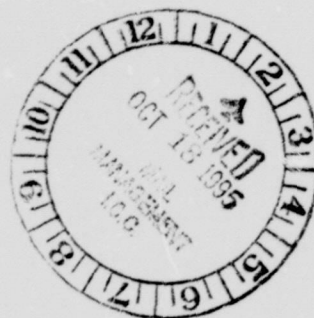
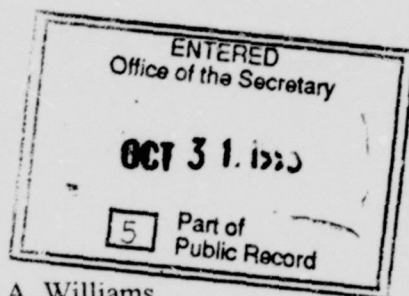


60226

LARAMIE AREA
CHAMBER OF
COMMERCE

P.O. Box 1166
800 S. Third Street
Laramie, Wyoming 82070
(307) 745-7339

October 13, 1995



The Honorable Vernon A. Williams
Secretary, Interstate Commerce Commission
Twelfth Street and Constitution Avenue, NW, Room 2215
• Washington DC 20423

Dear Honorable Williams:

RE: Finance Docket No. 32760, Union Pacific Corp., et al -
Control & Merger - Southern Pacific Rail Corp., et al

The Union Pacific Railroad is a member of the Laramie Area Chamber of Commerce, and has asked for our support regarding the merger with Southern Pacific Railroad.

The Board of Directors has reviewed the information provided to us by Union Pacific. The Board would like our support of the Union Pacific and Southern Pacific Railroads merger to be acknowledged by the Interstate Commerce Commission.

Sincerely,

Rolinda Sample
Executive Director
Laramie Area Chamber of Commerce

STB

FD

32760

10-16-95

J

60217

Wyoming State Legislature

213 State Capitol / Cheyenne, Wyoming 82002 / Telephone 307 / 777-7881

Item No. 60217

Page Count 2

Oct. # 88



Senate

SENATOR VINCENT V. PICARD

Senate District 9 - Albany County

1402 Steele

Laramie, Wyoming 82070

Committees:

Judiciary

Travel, Recreation, Wildlife
and Cultural Resources

October 11, 1995

The Honorable Vernon A. Williams

Secretary

Interstate Commerce Commission

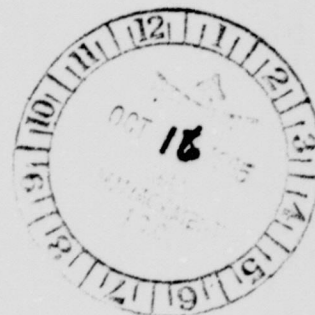
Twelfth Street and Constitution Avenue, N.W.

Room 2215

• Washington, DC 20423

Re: FINANCE DOCKET No. 32760, UNION PACIFIC CORP., ET AL. -

CONTROL & MERGER - SOUTHERN PACIFIC RAIL CORP., ET AL.



Dear Mr. Williams,

I am writing you to inform you of my support of the merger of Union Pacific Corp. and Southern Pacific Rail Corp. I believe this merger will provide for improved service to the Western United States.

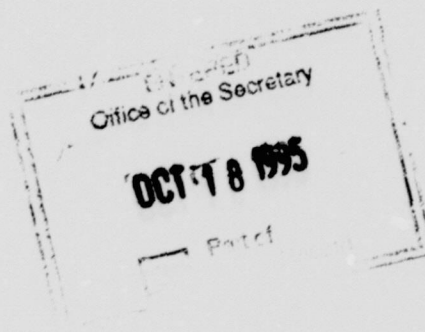
Thank you for your attention.

Sincerely,

Vincent V. Picard

State Senator

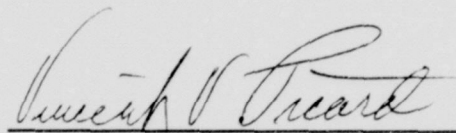
Laramie, Wyoming



VERIFICATION

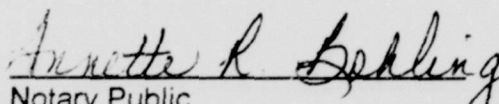
STATE OF WYOMING)
) ss.
COUNTY OF ALBANY)

Vincent V. Picard, being first duly sworn, deposes and says that he has read the foregoing document, knows the facts asserted therein, and that the same are true as stated.



Vincent V. Picard

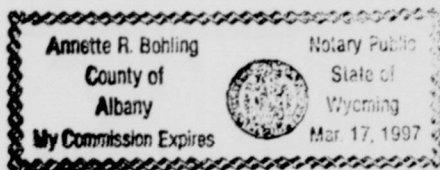
Subscribed and sworn to before me this 11 day of September, 1995.



Notary Public

My Commission Expires:

3-17-97



STB

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• 32760

10-16-95

J

• 60216

Item No. _____

Page Count 1

Oct. # 87

60216



The Honorable Vernon Williams
Interstate Commerce Commissioner
12th and Constitution Ave. N.W.
Washington, D.C. 20423

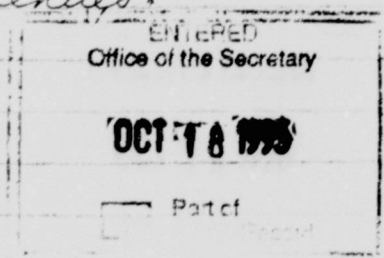
R.F. Finance Docket No. ~~32640~~ 32760

Dear Mr. Williams,

I am a resident of Kiowa County, Colo.
I am writing to express my concern over the notice
of intent to abandon service filed by the Union
Pacific and Southern Pacific Railroads. Kiowa
County is a rural area directly dependent
upon rail service for the transport of grains and
other commodities. We are serviced only by
a two lane highway which is in very bad
condition. Also the county relies upon tax
revenues derived from railroad properties. If
service is discontinued and the track is pulled,
the County will suffer dire economic circumstances.

I understand the commission has the power
to deny or condition the application to abandon.

My wish is that the Commission would deny
the application, or to place restrictions on the
application which would ^{require} our County
the time to respond to the loss of service and
revenues.



Sincerely
L. June Bleeding
Bx 876
Eads Co. 81036-0876

STB

FD

32760

10-16-95

J

60215

60215
Item No. _____

Page Count 1

Oct # 86

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423

RECEIVED
OCT 16 1985

Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

S/S

Gill Lauer

Box 803

Lead, Colorado

81036

Office of the Secretary

OCT 18 1985

STB

FD

32760

10-16-95

J

60214

60214

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423

OCT 16, 1995

Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

Tom Richards

S/S

Office of the Secretary

OCT 18 1995

STB

FD

• 32760

10-16-95

J

• 60213

60213

Oct. # 84

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423

OCT 16, 1995

Re: ICC Finance Docket No. 32760

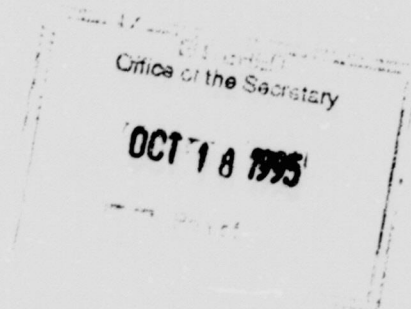
Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

Kada Beck

S/S



STB

FD

32760

10-16-95

J

60212

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423

Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

Dorothy Larrew

S/S

Office of the Secretary

OCT 18 1995

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Oct # 33

OCT 18 1995

STB

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32760

10-16-95

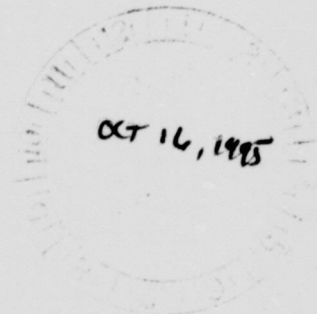
J

60211

602 H

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

Kim Richards

S/S

Office of the Secretary

OCT 18 1995

Recd

STB

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32760

10-16-95

J

60210

L0210

October 8, 1995



The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423

Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

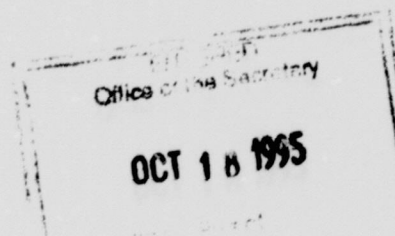
I am a resident of Kiowa County, Colorado, and I am writing to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail services for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences and the increase in over the road traffic will further decrease the quality of our highways.

I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which will allow our County the time to respond to the loss of service and revenues.

Respectfully,

Henry W. Eikner
P.O. Box 235
Eads, CO 81036-0235

524-74-1664



STB

FD

32760

10-16-95

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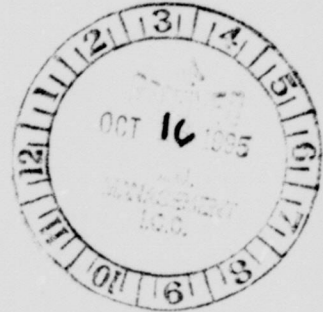
60209

Oct. # 80

60209

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

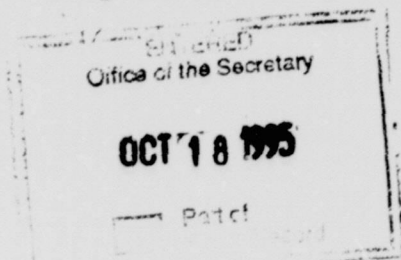
The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.



Respectfully,

Alvin Weil

S/S

P.O. Box 462

Eads Co. 81036

I appreciate the fact that the railroad is trying to save money, we all need to do that. But as a retired person I would like to continue to live in Eads but if our property taxes would need to go up I could not afford it.

Also if the R.R goes out it would make more heavy truck traffic on our hwy and we cant stand that either. The hwy are bad enough now.

Alvin Weil

STB

FD

• 32760

10-16-95

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• 60208

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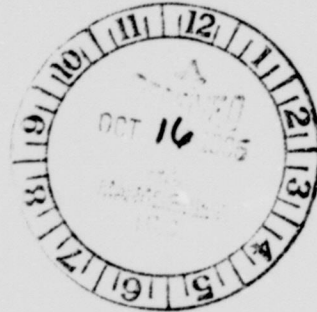
Item No. _____

Page Count 1

Oct # 79

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

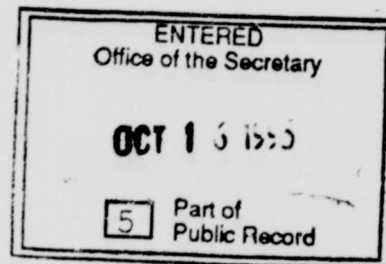
Respectfully,

Winifred D. Mohler

P.O. Box 334

S/S

Eads, Co. 81036



STB

FD

32760

10-16-95

J

60207

66207

Item No. _____

Page Count 1

Oct. # 78

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

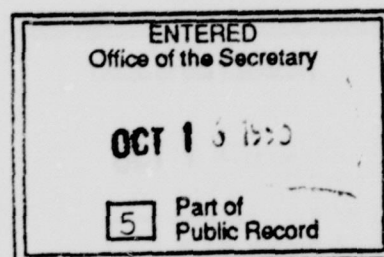
Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

Bradley and Wreana
S/S
Buck

PO Box 654
Eads CO 81036



STB FD 32760 10-16-95 J 60206

HOWREY & SIMON

Item No. _____

Page Count 3

Oct. # 77

~~20~~ 60206

Attorneys at Law

1299 Pennsylvania Ave., N.W.

Washington, D.C. 20004-2402

(202) 783-0800

FAX (202) 383-6610

HAND DELIVERY

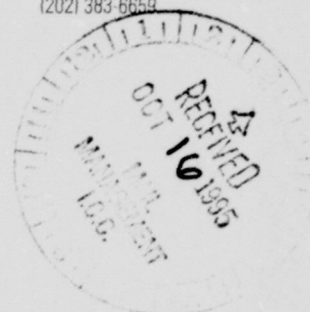
October 16, 1995

Office of the Secretary
OCT 18 1995

Rosemary McEnery

(202) 383-6658

Vernon A. Williams
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20424



Re: **Finance Docket No. 32760, Union Pacific Corporation, Union Pacific Railroad Company, and Missouri Pacific Railroad Company--Control and Merger--Southern Pacific Rail Corporation, Southern Pacific Transportation Company, St. Louis Southwestern Railway Company, SPSCCL Corp., and The Denver and Rio Grande Western Railroad Company**

Dear Secretary Williams:

Enclosed is the original and 20 copies of The Coastal Corporation ("COAC") Notice of Appearance (COAC-1) to be filed in this proceeding. A copy of the Notice has been sent to Applicants. Also enclosed is a 3.5 inch disc containing the text of this pleading in WordPerfect 5.1 format.

Also enclosed is an extra copy to be file-stamped and returned to our messenger. Thank you for your assistance with this matter.

Sincerely,

Rosemary H. McEnery

Enclosures

BEFORE THE
INTERSTATE COMMERCE COMMISSION

Finance Docket No. 32760

UNION PACIFIC CORPORATION, UNION PACIFIC RAILROAD COMPANY
AND MISSOURI PACIFIC RAILROAD COMPANY
--CONTROL AND MERGER--
SOUTHERN PACIFIC RAIL CORPORATION, SOUTHERN PACIFIC
TRANSPORTATION COMPANY, ST. LOUIS SOUTHWESTERN RAILWAY
COMPANY, SPSCL CORP. AND THE DENVER AND
RIO GRANDE WESTERN RAILROAD COMPANY

NOTICE OF APPEARANCE OF
THE COASTAL CORPORATION

The Coastal Corporation ("Coastal") intends to participate in this proceeding as a party of record. Please enter the appearances of the attorneys on behalf of Coastal listed below and include them on the service list to be prepared. Copies of all pleadings and decisions should be served on:

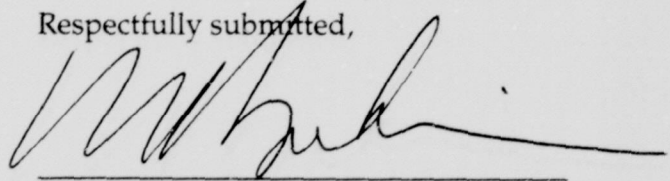
Robert M. Bruskin, Esq.
Rosemary H. McEnery, Esq.
Howrey & Simon
1299 Pennsylvania Avenue, N.W.
Washington, D.C. 20004
Phone: 202-783-0800

Office of the Secretary

OCT 18 1995

A copy of this notice has been served on Applicants' counsel.

Respectfully submitted,

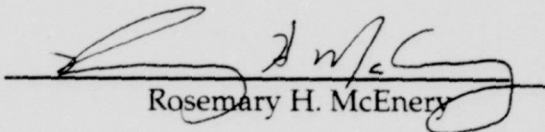


Robert M. Bruskin

CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing Notice of Appearance were served by regular United States mail, postage prepaid, this 16th day of October, 1995 upon each of the parties listed below:

Arvid E. Roach II, Esq.
J. Michael Hemmer, Esq.
Michael L. Rosenthal, Esq.
Covington & Burling
1201 Pennsylvania Ave.; N.W.
P.O. Box 7566
Washington, D.C. 20044-7566
Attorneys for Applicants Union Pacific Corp.,
et al.


Rosemary H. McEnery

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• 32760

10-16-95

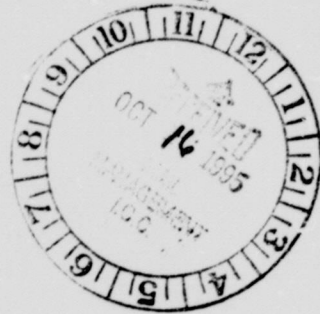
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• 60205

60205

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

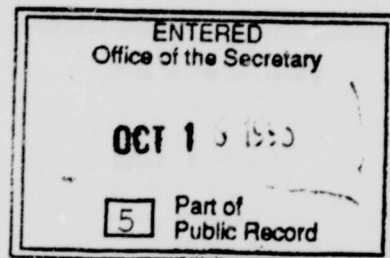
Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

Levina Shallurg

S/S



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• 32760

10-16-95

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• 60204

Item No. _____

Page Count 1

Oct. # 81

October 8, 1995

OCT 16, 1995

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423

Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I am writing to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail services for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences and the increase in over the road traffic will further decrease the quality of our highways.

I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which will allow our County the time to respond to the loss of service and revenues.

Respectfully,

Mary I. Eikner

Mary I. Eikner
P.O. Box 235
Eads, CO 81036-0235

524-62-5046

Office of the Secretary

OCT 18 1995

STB

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• 32760

10-16-95

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• 60203

DISTRICT OFFICE:
491 WAUKEGAN ROAD, SUITE 210
NORTHFIELD, IL 60093
708/441-0077
FAX: 708/441-0322

APITOL OFFICE:
ROOM 611C STATE CAPITOL
SPRINGFIELD, IL 62706
217/782-2119
FAX: 217/782-0116



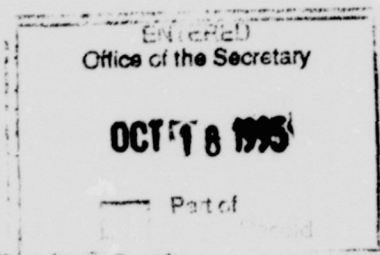
ILLINOIS STATE SENATE
KATHLEEN K. PARKER
STATE SENATOR • 29TH DISTRICT

68203
VICE CHAIRMAN:
TRANSPORTATION

MEMBER:
FINANCIAL INSTITUTIONS
PUBLIC HEALTH AND
WELFARE

October 12, 1995

Ms. Linda Morgan
Chairperson
Interstate Commerce Commission
12th Street and Constitution Avenue, NW
Washington, DC 20423



RE: Finance Docket 32760 - Union Pacific/Southern Pacific

Dear Chairperson Morgan:

As a member of the Illinois State Senate and as the Vice-Chair of the Senate Transportation Committee, I am writing in support of the Union Pacific and Southern Pacific merger.

The Union Pacific/Southern Pacific merger will dramatically improve service and strengthen competition. The merged system will meet the competitive challenge of BN/Santa Fe, problems of Southern Pacific service, finances and capital constraints will be overcome, and Southern Pacific customers will have the assurance of long-term, top-quality service from a financially strong railroad.

Additionally, there will be several key service improvements for Illinois shippers such as:

- The new systems' routes will be significantly shorter than Union Pacific's or Southern Pacific's routes today in many important corridors, including Chicago-Oakland and St. Louis-Oakland.
- There will be greatly improved service for both intermodal and carload traffic moving between California and the gateways of Chicago and St. Louis/East St. Louis.
- Availability of alternative routing will provide Union Pacific/Southern Pacific with flexibility to reroute traffic to improve service. For example, intermodal and automobile traffic moving between southern California and Chicago will be concentrated on Southern Pacific's Tucumcari route, and other traffic will be concentrated on Union Pacific's Overland route. This will reduce delays, increase reliability and create new capacity for the merged system.
- Union Pacific/Southern Pacific will be able to challenge Santa Fe's dominance of California-Chicago intermodal traffic for the first time. Vigorous competition in this market is crucial to Illinois's continued economic growth and to the nation's domestic and international competitiveness. Between Oakland and Chicago, mileage savings will allow Union Pacific/Southern Pacific to offer a new third-morning intermodal

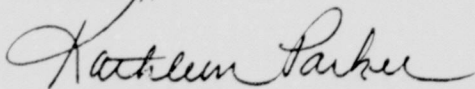
Chairperson Morgan
October 12, 1995
Page 2 of 2

service, which neither Union Pacific or Southern Pacific can do today. This service will equal or exceed BN/Santa Fe service. Between Los Angeles and Chicago, route specialization, plus linking Southern Pacific's excellent L.A. Basin intermodal terminals with Union Pacific's excellent Chicago-area terminals, will also improve service.

- Coordination and specialization of intermodal yards at Chicago will allow reduced drayage and improved efficiency.
- Union Pacific animal feed sources in Illinois will benefit from new single-line routes providing access to Southern Pacific receivers in Arizona, California and Texas, and Southern Pacific service gateways to Mexico.
- Southern Pacific Illinois shippers will gain direct, single-line routes to leading Mexican gateway of Laredo.
- Major cost savings, from reduced overheads, facility consolidations and use of the best system of each railroad, will improve efficiency and justify increased investment to expand capacity and improve service, all to the benefit of shippers.
- The merger applicants will accept conditions ensuring that all shippers that would lose two-railroad competition in the merger are served by a second railroad. There are no such "2-to-1" situations in Illinois.
- Southern Pacific's chairman, Phil Anshutz, has said that Southern Pacific can't make it alone in the wake of the BN/Santa Fe merger. The BN/Santa Fe system will be far larger than either Union Pacific or Southern Pacific. It will have crucial competitive strengths that Union Pacific or Southern Pacific separately lack. The Union Pacific/Southern Pacific merger will create a competitor that is fully the equal of BN/Santa Fe.

I look forward to a favorable response. Thank you for your consideration in this matter.

Sincerely,



Kathleen K. Parker
State Senator - 29th District

KKP:dpd

cc: Vernon A. Williams, Secretary, ICC
David Fischer, Director Government Affairs, Union Pacific
Thomas Zapler, Chicago Office, Union Pacific

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FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

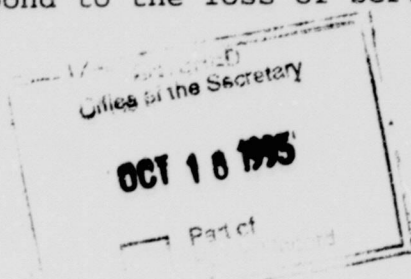
The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.



Respectfully,

Alitha Holcomb

S/S

This announcement has caused great concern in our community. We don't know how we'll survive a blow such as these. We've worked hard to overcome many things but this would be a crushing blow.

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• 32760

10-16-95

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60201

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE NO. _____

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

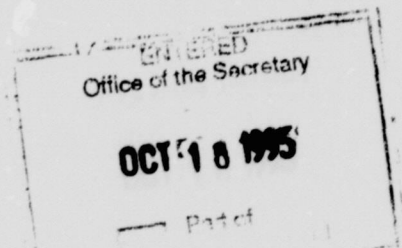
Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Respectfully,

Virginia L. Smith

S/S



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• 32760

10-16-95

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• 60199

60199
STATE of TEXAS
HOUSE of REPRESENTATIVES

Item No. _____

Page Count 1

Oct. # 70

Austin Office:
P. Box 2910
Austin, Texas 78768-2910
512-463-0546



District Office:
4526 East University
Building V, Suite G
Odessa, Texas 79762
915-367-2721

G.E. (BUDDY) WEST
DISTRICT 81

October 12, 1995

The Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N.W.
Room 2215
Washington, D.C. 20423



Finance Docket No. 32760, Union Pacific Corporation., *et al* -- Control & Merger --
Southern Pacific Rail Corporation, *et al*.

Dear Mr. Williams:

The purpose of this letter is to express to you and your colleagues my complete and unqualified support of the proposed merger between the Union Pacific and Southern Pacific Railroads.

After studying the issue, I am of the firm belief that such a merger would bring with it many important benefits to the West Texas region I represent, including faster and more effective rail service, improved service to many destinations, and stronger rail competition in Texas. This, in turn, should both complement and further facilitate much of the economic growth our region is now experiencing, and stimulate additional development among other region-specific industries.

With the North American Free Trade Agreement having been approved and beginning now to blossom, the need for better-developed transportation networks to, from, and throughout our region will only increase. Equally as important, this merger, I believe, will serve to create jobs of varying levels in the Permian Basin, an area hit especially hard in the petroleum bust of the 1980s.

Please do not hesitate to contact me if I can more fully articulate my strong support of this measure. I am very eager to see the related efforts of Union Pacific and Southern Pacific succeed.

Sincerely,

A handwritten signature in black ink that reads "Buddy West".
Buddy West
State Representative

Office of the Secretary

OCT 18 1995

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ECTOR COUNTY

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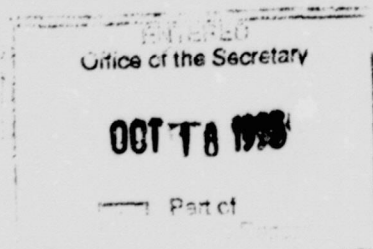
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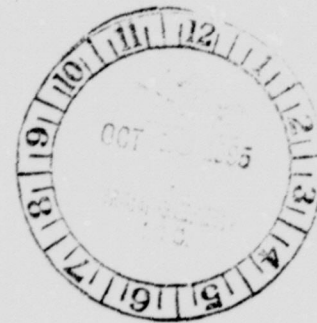
Item No. _____
Page Count 3
Q2 69

AFG INDUSTRIES INC.

CORPORATE HEADQUARTERS - P. O. BOX 929, KINGSPORT, TN 37662, (615) 229-7200

October 9, 1995

Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Rm.2215, 12th St. & Constitution Ave. N.W.
Washington, DC 20423



SUBJECT: Finance Docket No. 32760

Dear Dear Mr. Williams:

I am the Director of Purchasing & Transportation for AFG Industries, the second largest flat glass producer in the U.S. AFG has manufacturing plants located in Cinnaminson, New Jersey, Bridgeport, West Virginia, Spring Hill, Kansas, Kingsport & Churchill Tennessee, and Victorville, California. AFG receives the majority of its raw materials (including sand, minerals, and soda ash) by rail . Rail companies involved in our shipments include the Union Pacific, Burlington Northern, CSXT, Norfolk Southern, and Conrail which produced expenditures for rail shipping in excess of

The purpose of my letter is to support the proposed merger of the Union Pacific Railroad with the Southern Pacific Railroad. Our purpose for doing so is that we believe it will be beneficial to our Victorville, CA plant which is served by the Union Pacific. The proposed merger should make raw materials sources currently served by the Southern Pacific more competitive, particularly soda ash. The agreement between Union Pacific, Southern Pacific, and the Burlington Northern Santa Fe for the BNSF to serve customers currently served by the UP and SP should insure and increase healthy competition.

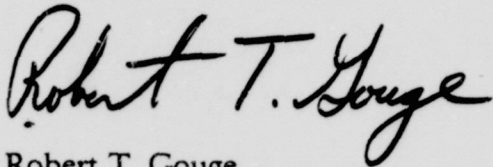
I have also been impressed by the management of the Union Pacific, specifically their emphasis on quality improvement programs and reinvestment into their core business and view them as leaders in the railroad industry. I believe this will have a positive impact on the overall service to shippers and receivers currently served by the Southern Pacific.

Honorable Vernon A. Williams

Page 2

October 6, 1995

Please note AFG's support of this merger.

A handwritten signature in cursive script, reading "Robert T. Gouge". The signature is written in dark ink and is positioned above the printed name and title.

Robert T. Gouge

Director, Purchasing & Transportation

VERIFICATION

STATE OF Tennessee)
COUNTY OF Sullivan)SS

Robert T. Gouge, being first duly sworn, deposes and says that he has read the foregoing document, knows the facts asserted therein, and that the same are true as stated.

Robert T. Gouge
Robert T. Gouge

Subscribed and sworn to before me this 6th day of October, 1995

Billie A. Breeding
Notary Public

My Commission Expires:

August 27, 1997

STB

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32760

10-16-95

J

60197

60197

FORM LETTER FOR USE IN WRITING INTERSTATE COMMERCE COMMISSION

The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423



Re: ICC Finance Docket No. 32760

Dear Mr. Williams:

I am a resident of Kiowa County, Colorado, and I write to express my concern over the notice of intent to abandon service filed by the Union Pacific and Southern Pacific Railroads. Kiowa County is a rural area directly dependent upon rail service for the transport of grains and other commodities. As well, the County relies upon tax revenues derived from railroad properties. If service is discontinued and the track is pulled, the County will suffer dramatic economic consequences. I understand that the Commission has the power to deny or condition the application to abandon. I would ask the Commission to deny the application, or to place restrictions on the application which afford our County the time to respond to the loss of service and revenues.

Office of the Secretary

OCT 18 1995

Per:

Respectfully,

Alma Rohutson

S/S

I'm a Concerned tax payer of Kiowa County. I have lived here almost 70 years. If the above railroads are allowed to abandon, this is going to put our County in a tax bind. Along with disruption of our freight by rail in and out of our County. It being the only railroad to service this part, even though we are only a small part, I hope you will give this your full consideration. Seems like the little people are being taken over by big business. But after all who sticks in there and tries to pull through.

Thank you.

Sincerely,

*Alma Rohutson
Co. Rd. 50
20560
Kiowa Co. 8106*

STB

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• 32760

10-16-95

J

• 60196

Item No. _____

Page Count 1

Oct. # 67

60196

□ CAPITOL OFFICE
STATE CAPITOL
P.O. BOX 942849
SACRAMENTO, CA 94249-0049
(916) 445-8292

DISTRICT OFFICE
P.O. BOX 2698
SANTA BARBARA, CA 93102
(805) 965-1994

Assembly
California Legislature

BROOKS FIRESTONE

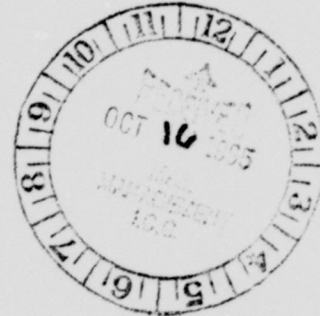
ASSEMBLYMAN, THIRTY-FIFTH DISTRICT

COMMITTEES:

HIGHER EDUCATION, VICE CHAIR
TRANSPORTATION
BANKING & FINANCE
CONSUMER PROTECTION,
GOVERNMENTAL EFFICIENCY
& ECONOMIC DEVELOPMENT

FD-32760

6 October, 1995



The Honorable Vernon A. Williams
Secretary, Interstate Commerce Commission
Twelfth Street and Constitution Avenue, N. W.
Room 2215
Washington D. C. 20423

Dear Secretary Williams,

This letter is to add my support to those who urge approval of the Union Pacific and Southern Pacific Railroad companies.

I have experience in the tire business here and overseas as well as the wine business. Transportation is crucial to my business and in my family background.

You have been sent numerous lengthy letters containing many reasons for this merger. I have also studied this background information and concluded that the merger would be in the best interests of our state and country.

I hope you will reach the same conclusion because healthy rail transportation is so critical to the future.

Thank you for your consideration.

Best regards,

Brooks Firestone

Brooks Firestone
Assembly Member, 35th District

Office of the Secretary

OCT 18 1995

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32760

10-13-95

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60195



27 W 465 Jewell Road
Winfield, Illinois 60190
(708) 665-1778
FAX (708) 665-1767

PRESIDENT
Marylou D. Crane

CLERK
Patricia Stuart

TRUSTEES
John Bajor
Rudy Czech
Robert Fairbairn
Gerald Mazureczak
Judith Newitt
Donald York

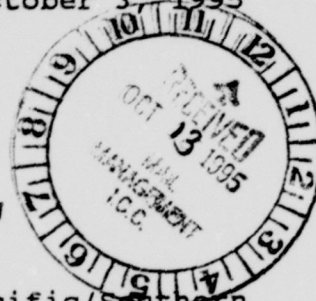
MANAGER
Bryon Vana

CHIEF OF POLICE
Douglas Riner

Item No. 60195

Page Count 1
Oct. # 66

October 3, 1995



Ms. Linda Morgan
Chairperson
Interstate Commerce Commission
12th Street and Constitution Ave., NW
Washington, DC 20423

Re: Finance Docket 32760 - Union Pacific/Southern Pacific

Dear Chairperson Morgan:

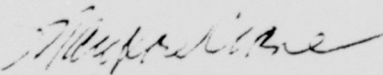
My name is Marylou Crane. I am the Village President of Winfield, Illinois.

The purpose of this letter is to formally advise you that I support the Union Pacific and Southern Pacific merger.

Some of my reasons for supporting this acquisition are as follows:

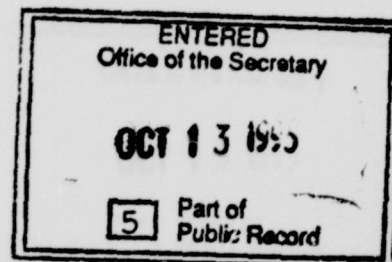
There will be service improvements as the UP/SP merge. For example the new system's routes will be significantly shorter than UP's or SP's routes today in many important corridors, including Chicago-Oakland and St. Louis-Oakland. Additionally, there will be greatly improved service for both intermodal and carload traffic moving between California and the gateways of Chicago and St. Louis/East St. Louis. Finally, UP/SP will have the opportunity to build run through trains from the Gulf chemical region to Chicago, resulting in improved transit time for Illinois receivers.

Sincerely,


Marylou Crane
Village President

cc: Vernon A. Williams
Secretary ICC

David Fischer
Director Government Affairs
Union Pacific Railroad
1416 Dodge Street, Rm. 801
Omaha, NE 68179



STB

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• 32760

10-13-95

J

• 60194

Wyoming State Legislature

213 State Capitol / Cheyenne, Wyoming 82002 / Telephone 307 / 777-7861

Item No. _____

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Oct # 64

60194



October 7, 1995

The Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Twelfth Street and Constitution Avenue, NW
Room 2215
Washington, D.C. 20423

House of Representatives
REPRESENTATIVE CALE CASE, Ph.D
House District 54 - Fremont County
787 South Fourth
Lander, Wyoming 82520
Committees:
Travel, Recreation, Wildlife
and Cultural Resources
Corporations, Elections and
Political Subdivisions

Re: Finance Docket No. 32760, UP and Southern Pacific Merger

Dear Secretary Williams,

I urge your prompt approval of the UP-Southern Pacific merger. I believe that the merger will be good for Wyoming and the Nation.

Thank you for your consideration.

Very truly yours,

Cale Case



Office _____

OCT 16 1995

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• 32760

10-12-95

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• 60192

Item No. _____

Page Count 1

Oct # 62



**KANSAS CITY
BOARD OF TRADE**

60192

ORIGINAL

October 9, 1995

Office Of The Secretary
Interstate Commerce Commission
Room 2215
12th & Constitution
Washington, D.C. 20423-0001



Re: Finance Docket 32760

Historically the Board of Trade of Kansas City, Missouri, Inc. (K.C. Board) because of the diverse views of our many members has taken no position in railroad mergers and/or acquisitions except when we requested and were granted protective conditions.

Times have changed drastically since the Kansas City Board last asked for and was granted protective conditions.

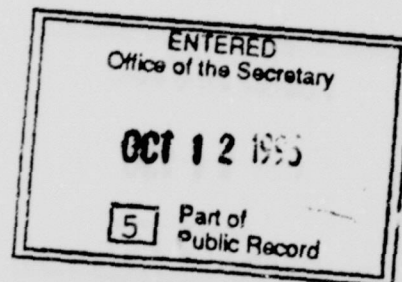
As to the UP/SP union (F.D. 3270) The Kansas City Board believes that to maintain a competitive position as a result of the ATSF-BN merger and the trackage rights granted therein that the UP/SP merger with the many proposed trackage rights should be granted.

Sincerely,

Jon C. Hansen
Transportation Consultant

JCH/vv

cc: Southern Pacific Lines



STB

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• 32760

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• 60187



Eads Chamber of Commerce

P.O. Box 163
Eads, Colorado 81036



The Honorable Vernon Williams
Interstate Commerce Commission
12th and Constitution Aves. NW
Washington, D.C. 20423

Re: ICC Finance Docket
No. 32760
UP/SP Notice of Intent
To Abandon

Dear Commissioner Williams:

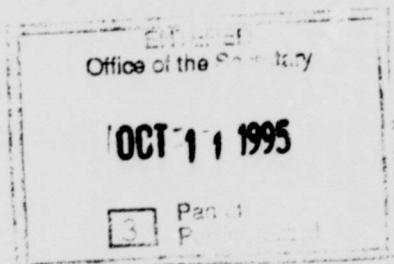
The Eads Chamber of Commerce writes to express its concern over the pending application to abandon service filed recently by the Union Pacific and Southern Pacific Railroads. Eads is the county seat of Kiowa County, and the Eads Chamber of Commerce represents the interests of Kiowa County businesses. The proposed abandonment would remove all rail service through any part of Kiowa County.

The negative effect of the abandonment on the County would be dramatic and devastating. Many of the area grain producers and elevators rely entirely upon the rails for shipment. Cessation of rail service will necessarily increase costs of transport, particularly in comparison to grain producers and elevators in surrounding areas serviced by other rail lines.

As well, the County derives substantial tax revenues from railroad properties. Our two school districts will suffer the most from the projected loss of these revenues, followed closely by County services. The sparse population of the County will be hard-pressed to bear a commensurate increase in taxation.

The railroad has for so many years played a critical role in the economies of rural counties like Kiowa County. The railroads were granted lands and other benefits as part of the original plan to expand rail service across the Midwestern states. Communities just like Eads grew out of this close relationship with the rail lines. The public trust is at stake every time a long stretch of railroad is subject to abandonment.

We ask the Commission to deny the application, as the basic agricultural and educational survival of Kiowa County is at risk if this rail is closed.



Respectfully submitted,

Kathy Ward
Kathy Ward
President

cc: Sen. Hank Brown
Rep. Wayne Allard
Rep. Joel Hefley
Rep. Patricia Schroeder

Sen. Ben Nighthorse Campbell
Rep. Scott McInnis
Rep. Dan Schaefer
Rep. David E. Skaggs

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Assembly California Legislature

JIM MORRISSEY

ASSEMBLYMAN, SIXTY-NINTH DISTRICT
ORANGE COUNTY

COMMITTEES

Vice Chairman:
Consumer Protection
Governmental Efficiency
and Economic Development

Member:
Environmental Safety
and Toxic Materials
Health
Utilities and Commerce
Joint Audit Committee
Task Force on
Defense Conversion

Office of the Secretary

OCT 10 1995

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PUBLIC RECORD

September 28, 1995



The Honorable Vernon A. Williams, Secretary
Room 2215, Interstate Commerce Commission
Twelfth Street & Constitution Avenue, N. W.
Washington, D.C. 20423

RE: Finance Docket No. 32760, Union Pacific Corporation --
Control and Merger -- Southern Pacific Rail Corporation.

Dear Secretary Williams:

I am writing to express my support for the proposed merger of the Union Pacific and Southern Pacific Railroads, and to urge the Interstate Commerce Commission to act favorably on the UP-SP application.

I am the California Assembly Member representing the 69th District, the Santa Ana/Anaheim/Garden Grove area. This area is served by both the Southern Pacific and the Union Pacific railroads. The UP-SP merger should be good for rail customers in our area, since it should dramatically improve service and strengthen rail competition.

The long-term health of the Southern Pacific has been a concern, especially in the wake of the merger between the Burlington Northern and Atchison, Topeka & Santa Fe railroads. The Southern Pacific's financial problems have resulted in rail service problems for some businesses, and that situation would likely grow worse in the face of the BN-ATSF competitive threat. The UP-SP merger will provide the financial strength needed to meet the competitive challenge of the BN-ATSF. That will keep two-railroad competition strong and viable in this part of Orange County.

OFFICES

STATE CAPITOL
SACRAMENTO, CA 95814
(916) 445-7333
FAX (916) 327-1783

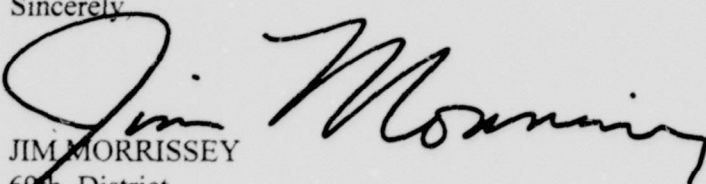
930 WEST 17TH ST., SUITE C
SANTA ANA, CA 92706
(714) 285-0355
FAX (714) 285-1301

California producers should enjoy improved service and better rail access to their suppliers and customers, as a result of the shorter routes and more efficient operations of the combined railroads. Orange County businesses will have the benefit of significantly shorter rail routes to Dallas and Memphis, for example. Orange County businesses now served by the SP will also gain single-railroad service to important UP junctions in the Pacific Northwest, Texas and Louisiana, and the industrial Midwest will also gain single-railroad service to important UP junctions in the Pacific Northwest, Texas, and Louisiana, and the Midwest.

The combination of the Union Pacific and Southern Pacific will also allow the merged company to provide the first truck-competitive single-carrier rail service ever between southern California and the Seattle/Tacoma area, taking trucks off overloaded Interstate 5 which cuts through our area, and providing shippers with new rail service opportunities up and down the West Coast.

In short, the proposed UP-SP merger should provide substantial public benefits to businesses and individuals in Orange County, and I urge the Commission to give it your approval.

Sincerely,

A large, stylized handwritten signature in dark ink, appearing to read "Jim Morrissey". The signature is written over the printed name and title.

JIM MORRISSEY
69th, District

JM:raf