

# FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive  
Suite 800  
Chicago, Illinois 60606-3208

Phone: (312) 252-1500  
Fax: (312) 252-2400  
www.fletcher-sippel.com

**THOMAS J. LITWILER**  
(312) 252-1508  
tlitwiler@fletcher-sippel.com

April 22, 2021

302090

## **VIA ELECTRONIC FILING**

Ms. Cynthia T. Brown  
Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W., Room 1034  
Washington, DC 20423-0001

ENTERED  
Office of Proceedings  
April 22, 2021  
Part of  
Public Record

Re: **Docket No. FD 36504**  
**Fox Valley & Lake Superior Rail System, L.L.C. -- Acquisition and**  
**Operation Exemption -- Lines of Wisconsin Central Ltd. in Wisconsin**

Dear Ms. Brown:

On April 12, 2021, the Wisconsin Department of Transportation ("WisDOT") filed a support statement in the above-captioned proceeding. I am attaching for the information of the Board and other parties correspondence from Wisconsin Central Ltd., the seller in the proposed transaction, to WisDOT addressing a matter in that support statement.

I certify that a copy of this filing has been served by electronic mail on all parties of record in this docket.

Respectfully submitted,

/s/ *Thomas J. Litwiler*

Thomas J. Litwiler  
Attorney for Wisconsin Central Ltd.

TJL:tl

Attachment

cc: David F. Rifkin, Esq.  
All Parties of Record

# FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive  
Suite 800  
Chicago, Illinois 60606-3208

Phone: (312) 252-1500  
Fax: (312) 252-2400  
www.fletcher-sippel.com

**THOMAS J. LITWILER**

(312) 252-1508  
tlitwiler@fletcher-sippel.com

April 21, 2021

## **VIA ELECTRONIC MAIL**

Hon. Craig Thompson  
Secretary-designee  
Wisconsin Department of Transportation  
4822 Madison Yards Way, S903  
Madison, WI 53705

Re: **Docket No. FD 36504**  
**Fox Valley & Lake Superior Rail System, L.L.C. -- Acquisition and**  
**Operation Exemption -- Lines of Wisconsin Central Ltd. in Wisconsin**

Dear Secretary Thompson:

Wisconsin Central Ltd. (WCL) appreciates your statement of support filed at the Surface Transportation Board on April 12<sup>th</sup> regarding the recently-announced sale of WCL branch rail lines in Wisconsin to Fox Valley & Lake Superior Rail System, L.L.C. (FOXY), a subsidiary of the Watco Companies. On behalf of WCL, I am writing to address the question raised in your support statement regarding certain conditions imposed by the STB in the 2001 proceeding in which Canadian National Railway Company was authorized to obtain control of WCL. I have represented WCL as a regulatory attorney on matters before the STB and its predecessor, the Interstate Commerce Commission, for 30 years, both before and after WCL's 2001 acquisition by CN.

Nothing in the proposed sale of WCL rail lines to FOXY will affect the 2001 STB conditions or change whether or how those conditions apply for shippers on the lines. Upon closing of the WCL-FOXY line sale, FOXY will serve as a "handling carrier" for CN, and CN will continue to quote and invoice linehaul freight rates to customers on those lines which will seamlessly include FOXY's transportation charge. Customers will retain a direct commercial relationship with CN, and will have the same routing access to WCL gateways and rate-making interface with CN that they do today. In addition, the WCL-FOXY transaction includes no "paper barriers" that would penalize FOXY for interchanging traffic with a carrier other than CN where such routings are available.

# FLETCHER & SIPPEL LLC

Hon. Craig Thompson  
April 21, 2021  
Page 2

If there are further questions that we can address regarding these matters, please feel free to contact me or David Woodruff, CN's Assistant Vice President, U.S. Public & Government Affairs, at (202) 821-6525 or [David.Woodruff@cn.ca](mailto:David.Woodruff@cn.ca).

Kind regards.

Very truly yours,

/s/ *Thomas J. Litwiler*

Thomas J. Litwiler

TJL:tl

cc: David D. Woodruff, CN