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Office of Proceedings
December 29, 2022
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December 29, 2022

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

Re: STB Docket NOR 36656, *Colorado Pacific Rio Grande Railroad, LLC – Acquisition and Operation Exemption – San Luis & Rio Grande Railroad, Inc.*

Dear Ms. Brown:

This letter is filed on behalf of the Colorado Pacific Rio Grande Railroad, Inc. (“CP Rio Grande”) for the purpose of certifying that CP Rio Grande has complied with 49 C.F.R. §1150.33(h)(1)(v) by providing notice of the transaction and interchange commitment to the shippers identified pursuant to §1150.33(h)(1)(iii) and listed in Exhibit D in the Verified Notice of Exemption.

Please do not hesitate to call me if you have any questions.

Sincerely,

Thomas W. Wilcox

Counsel for Colorado Pacific Rio Grande Railroad, Inc.