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

RE: Notice of Substitution of Counsel

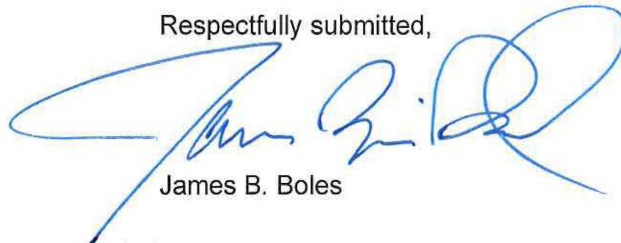
Dear Ms. Brown:

I am writing on behalf of Union Pacific Railroad Company to request you, the Surface Transportation Board, and all relevant Parties of Record, substitute Christine A. Neuharth as the Union Pacific attorney of record in all pending abandonment matters with Jennifer L. Galer previously designated as the Union Pacific attorney of record. Please use the following contact information for Ms. Neuharth:

Christine A. Neuharth, Senior General Attorney
Union Pacific Railroad
1400 Douglas Street, MS 1580
Omaha, Nebraska 68179

This substitution of counsel will include the following pending abandonment proceedings: AB 33-262X, AB 33-284X, AB 33-321X, AB 33-338X, AB 33-345X, and AB 33-351X. If a pending abandonment proceeding has been omitted, then Union Pacific requests the above counsel substitution also be made in the omitted, pending proceeding.

Respectfully submitted,



James B. Boles

Cc: Parties of record in AB 33-262X, AB 33-284X,
AB 33-321X, AB 33-338X, AB 33-345X,
and AB 33-351X
Jennifer L. Galer
Christine A. Neuharth