



October 22, 2018

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, D.C. 20024

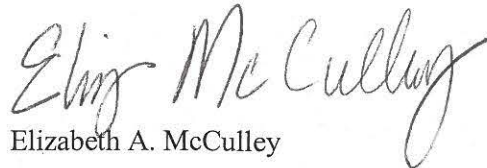
**Re: STB Docket F.D. 35982
Jackson County, Missouri
Acq. & Op. Exemption –
*Petition For Revocation***

Dear Ms. Brown:

Enclosed for filing please find a Petition For Revocation pertaining to the exemption in the above proceeding ab initio per 49 C.F.R. 1150.32(c), 49 U.S.C. 10502(d) and other applicable authorities. The Petition is on behalf of Jackson County landowners owning fee title underlying the former rail corridor, with documents in support.

Thank you for your assistance in this matter.

Sincerely yours,



Elizabeth A. McCulley

EGM/hrb
Enclosures

**FEE RECEIVED
October 23, 2018
SURFACE
TRANSPORTATION BOARD**

**FILED
October 23, 2018
SURFACE
TRANSPORTATION BOARD**

+ 2100 Central | Suite 22
Kansas City, MO 64108
P 816.303.1500
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October 22, 2018
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Public Record**

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35982

**JACKSON COUNTY, MISSOURI
-ACQUISITION AND OPERATION EXEMPTION-
UNION PACIFIC RAILROAD COMPANY
VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 48 C.F.R. § 1150.31, *Et. Seq.***

PETITION FOR REVOCATION

**DEBORAH S. GROH
DJJHS ENTERPRISES, LLC
JHB & MEB ENTERPRISES, LLC
DAVID W. WELLS
DAWN R. WELLS
CURRENT PROPERTIES INVESTMENTS, LLC
NEPHRITE FUND 1, LLC**

Stewart, Wald & McCulley, LLC
Elizabeth A. McCulley
Thomas S. Stewart
2100 Central St., Suite 22
Kansas City, MO 64108
Tel: (816) 303-1500
Fax: (816) 527-8068
mcculley@swm.legal
stewart@swm.legal

Counsel for Plaintiffs

Dated: October 22, 2018

The 6 landowners herein who bring this Petition to Revoke all own fee title in land in Jackson County, Missouri adjacent to a railroad right-of-way that passes through Jackson County. Union Pacific Railroad Company (“UPRR”) acquired the right-of-way to operate its trains and possessed an easement for railroad purposes adjacent to the property owned by these landowners. Since the landowners own fee title in land adjacent to the railroad’s right-of-way, and since UPRR merely possessed an easement for railroad purposes, the landowners also own the fee title in the right-of-way and underlying the right-of-way under Missouri law.

On April 28, 2016, UPRR, through a quit claim deed, transferred its easement for railroad purposes to Jackson County, Missouri, which includes the right-of-way adjacent to the landowners’ property that the landowners own in fee. Although Jackson County acquired an easement for railroad purposes from UPRR, the utilization of the right-of-way as a recreational trail exceeds the scope of a railroad purposes easement in violation of the landowners’ fee ownership of their land under Missouri law.¹ Jackson County and Rock Island Rail, despite the fact that they merely acquired an easement, are acting as if they own the right-of-way land in fee, and their current utilization of these landowners’ property for a recreational trail amounts to an inverse condemnation under both federal and state law.

Landowners² file this Petition to revoke the exemption ab initio per 49 C.F.R. 1150.32(c) and 49 U.S.C. 10502(d) based on the fact that no trains have traversed the tracks for over 30 years and, since Jackson County publicly states that there will never be any trains in the future and

¹ The railroad condemned the land with respect to these landowners and under Missouri law, the railroad only held an easement for railroad purposes AND trail use exceeds the scope of the railroad purposes, therefore, the railroad abandoned this easement decades ago under state law. *See Boyles v. Missouri Friends of the Wabash Trace Natural Trail, Inc.*, 981 S.W. 2d 644 (Mo. App. 1998).

² These landowners are Plaintiffs in a lawsuit in the Court of Federal Claims, *Groh v. United States*, Case No. 17-1066L. Judge Mary Ellen Coster Williams directed these landowners to file this Petition to Revoke before the STB based on the facts of this case.

Jackson County is utilizing the rail line for a trail,³ Jackson County's assertions to the STB are a total sham. Although Jackson County openly makes such public statements about no train traffic (they are not a carrier) and their process of building a trail, Jackson County asserted in its Petition for Exemption that the line is out of service and has no customers but, if a customer requires service, they would provide service by engaging a contract operator.

Why Jackson County did not utilize the Trails Act—and still refuses to do so is bizarre but this Board should not authorize their exemption especially with the Board's acknowledgement that Jackson County is using the line as a recreational trail—which the Board acknowledged in its decision dated January 21, 2016 and February 4, 2016. The Board should not facilitate Jackson County's ability to circumvent the Trails Act. This is a ruse and is depriving these landowners use of their land.

In order to support this Petition, landowners provide documents evidencing that no trains have run on the right-of-way for decades, that Jackson County never intended to fulfil any obligation to run trains and instead merely intended to construct a hiking and biking trail from the very beginning, to connect the legendary Katy Trail and because the trail construction has already begun, these landowners hereby attach the following exhibits to be made part of the record:

Exhibit 1—Jackson County's Verified Notice of Exemption—Acquisition and Operation Exemption dated 12-23-2015—Jackson County sought to acquire 17.7 miles of rail line from Union Pacific, Jackson County acknowledged that “substantially all of the rail line is out of service and the rail line presently has no customers,” and agreed that Jackson County will provide service in the future, if necessary, by engaging a contract operator—this is effectively railbanking the line.

Exhibit 2—STB's Decision regarding Jackson County's Notice of Exemption—Acquisition and Operation Exemption dated 1-8-2016—Jackson County sought to acquire 17.7 miles of rail line from Union Pacific but the STB held that the transaction could not be consummated until January 22, 2016, and also noted that “if the verified notice contains false or misleading information,

³ The trail is already under construction pursuant to all the documents provided herein.

the exemption is void ab initio”—Jackson County’s statements regarding providing service are misleading at best because Jackson County acquired the line for a recreational trail.

Exhibit 3—CenturyLink Communications, LLC’s Petition for Stay, including exhibits A through D thereto, dated 1-15-16—CenturyLink argued that the Corridor will only be used as a recreational trail and included the Kansas City Star Newspaper article quoting Jackson County Executive Mike Sanders that “There’s one immediate benefit of the deal...residents will no longer have to fear that Union Pacific will ever run noisy freight trains through their neighborhood”—which shows that the line was acquired solely for the trail.

Exhibit 4—Jackson County’s Reply to CenturyLink Communications, LLC’s Petition for Stay dated 1-19-16—acknowledging that the Corridor would be used as a **trail** and Jackson County and UP **did not** utilize the Trails Act—the STB knew the line was out of service and was going to be used as a trail.

Exhibit 5—STB’s Decision regarding the postponement of the effective date of Jackson County’s exemption dated 1-21-16—holding that the effective date of Jackson County’s exemption is postponed until further order of the Board.

Exhibit 6—STB’s Decision denying CenturyLink Communications, LLC’s Petition for Stay dated 2-4-16—holding that the Jackson County’s exemption is effective immediately, thus allowing transfer of the line to a non-carrier, and acknowledging that Jackson County planned to use the corridor as a trail, all without utilizing the Trails Act.

Exhibit 7—Quit Claim deed from UP to Jackson County transferring the Corridor dated 4-28-16—noting in the restrictions section that the Corridor could be used for a recreational trail.

Exhibit 8—Joint Resolution dated 5-2-16—noting that all conditions precedent for the sale and transfer have been met and the Corridor would be transferred to Jackson County—within the Joint Resolution, a memorandum is referenced, and Plaintiffs are entitled to discovery regarding the memorandum of understanding.

Exhibit 9—Kansas City Star Article “Keep new promise on vital Katy Trail link” dated 9-22-15—noting that the Corridor, as a trail, will go to Truman Sports Complex and also link up with the Katy trail—Jackson County has never hid the real reason it was acquiring the line—for a trail.

Exhibit 10—Kansas City Star Article “Jackson County, ATA to buy rail corridor to connect with Katy Trail” dated 9-30-15—**noting that if the \$52 million deal went through**, “the new link would make it possible to someday hop on a bike almost anywhere in the metro area, connect to the new trail on

existing paths and ride all the way to St. Louis,” again advertising that the line would be used as a trail circumventing the Trails Act (emphasis added).

Exhibit 11—Jackson County (jacksongov.org) Article “Jackson County, KCATA Agree to Funding Deal to Purchase Rock Island Corridor” dated 9-30-15—noting that “Connecting the Rock Island corridor to the Katy Trail will make that trail one of the longest in our country,” again advertising that the line would be used as a trail circumventing the Trails Act.

Exhibit 12—Kansas City Star Article “Rock Island Line trail project is filled with promise—and obstacles” dated 11-25-15—noting that Jackson County Officials have touted the Katy Trail Connection for years—the “connection” is the 17.7 miles in this lawsuit—also the Star notes that there are regulatory hurdles before the corridor can be sold—mainly that **“the federal Surface Transportation Board must sign off on it after a complex process that could take six months to a year”**—also noting that it is unlikely there would ever be a train again and commuter rail was far-fetched—Jackson County went to the STB, acknowledged that the line was out of service and a trail would be built, and if train service was needed in the future, Jackson County would hire a contract operator—the STB blessed the acquisition and this is a taking just as if the parties had utilized the Trails Act (emphasis added).

Exhibit 13—Jackson County (jacksongov.org) Article “Jackson County Acquires Rock Island Corridor” dated 5-2-16—noting that grants were received for the trail **“including a \$10 million federal Surface and Transportation Program Grant”** and that “the new trail will eventually connect Jackson County and the entire metropolitan region to the Katy Trail, creating one continuous trail across Missouri,” again advertising that the line would be used as a trail circumventing the Trails Act (emphasis added).

Exhibit 14—Jackson County (jacksongov.org) Article “Construction Contract Awarded” dated 12-8-17—construction Contract awarded for construction of the recreational trail—noting that the bid was \$ 3.7 million and a **Federal Highway Administration grant will pay 80 percent of the cost** and the savings from the cost estimate and the bid “could go into making the trail longer, improving trailheads or similar benefits”—Jackson County acquired the line for a trail, which was blessed by the STB and is a taking just as if the Trails Act would have been implemented (emphasis added).

Exhibit 15—Mobikefed.org Article entitled “Groundbreaking For Phase 1 of Rock Island Trail in Jackson County March 8th” dated 2-12-18—noting that the groundbreaking for Phase I of the Rock Island Trail will take place March 8, 2018 in Lee’s Summit, MO.

Exhibit 16—Jackson County (jacksongov.org) Article “Rock Island Groundbreaking Ceremony Announced” dated 3-5-18—noting that the

groundbreaking for Phase I of the Rock Island Trail will take place on March 8, 2018 in Lee's Summit, MO.

Exhibit 17—Jackson County Rock Island Facebook Article “Missouri Bicycle & Pedestrian Federation” dated 3-8-18—showing a picture of the groundbreaking and noting that it is the start of construction.

Exhibit 18— Jackson County (jacksongov.org) Article “Rock Island Shared Use Path Groundbreaking” dated 3-8-18—showing a picture of the groundbreaking and noting that “This project will transform a portion of the Rock Island Rail Corridor into a premiere hiking and biking trail.

Exhibit 19—Jackson County (jacksongov.org) Article “Rock Island Rail Corridor Authority Honored with MetroGreen Visionary Award” dated April 13, 2018—noting that the award goes to an agency that “conducts outstanding efforts to promote trails and greenways.”

As seen by the above, including all the documents, Jackson County fraudulently stated to the STB their actual purpose for acquiring the line—they are not a carrier and their only intention was to acquire the line for a recreational trail—thereby circumventing going through the Trails Act and depriving these landowners just compensation under the Fifth Amendment. The STB should not allow or authorize a trail on a railroad purposes easement which violates Missouri law. As such, the STB must revoke Jackson County's Petition for Exemption.

Stewart, Wald & McCulley, LLC

By: /s/ Elizabeth A. McCulley
Elizabeth A. McCulley
Thomas S. Stewart
2100 Central St., Suite 22
Kansas City, MO 64108
Tel: (816) 303-1500
Fax: (816) 527-8068
mcculley@swm.legal
stewart@swm.legal
COUNSEL FOR PLAINTIFFS

Certificate of Service

I certify that I have this day served copies of document upon all parties of record in this proceeding, by U.S. Mail this 22nd day of October, 2018.

Brown, Sandra L.
Thompson Hine LLP
1919 M Street, Suite 700
Washington, DC 20036

Marks, Justin J.
1666 K Street, Nw Ste 500
Washington, DC 20006

Sheys, Kevin M.
Nossaman Llp
1666 K Street, N.W., Suite 500
Washington, DC 20006

/s/ Elizabeth A. McCulley

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35982

**JACKSON COUNTY, MISSOURI
-- ACQUISITION AND OPERATION EXEMPTION--
UNION PACIFIC RAILROAD COMPANY**

**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 C.F.R. § 1150.31, Et Seq.**

Kevin M. Sheys
Justin J. Marks
Nossaman LLP
1666 K Street, NW, Suite 500
Washington, DC 20006
(202) 887-1400

Counsel for Jackson County, Missouri

Dated: December 23, 2015

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35982

**JACKSON COUNTY, MISSOURI
-- ACQUISITION AND OPERATION EXEMPTION--
UNION PACIFIC RAILROAD COMPANY**

**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 C.F.R. § 1150.31, Et Seq.**

Jackson County, Missouri ("Jackson County"), a non-carrier, files this Notice of Exemption pursuant to 49 C.F.R. Part 1150, Subpart D – Exempt Transactions, to permit Jackson County to acquire from Union Pacific Railroad Company ("UPRR") and operate a rail line located in Jackson County, Missouri.

In Support of this Notice of Exemption, Jackson County submits the following information as required by 49 C.F.R. § 1150.33:

- (a) Full name and address of applicant:

Jackson County, Missouri
415 E. 12th Street
Kansas City MO 64106

- (b) Applicant's Representative:

Kevin M. Sheys
Attorney at Law
NOSSAMAN LLP
1666 K Street, NW, Suite 500
Washington, DC 20006
ksheys@nossaman.com
(202) 887-1400

(c) Statement of Agreement:

Jackson County and UPRR are in the process of finalizing a Line Sale Agreement.

(d) The operator of the property:

Jackson County, doing business as the Rock Island Rail Corridor Authority, will provide service. Substantially all of the rail line is out of service and the rail line presently has no customers. If a customer requires service, Jackson County will provide service by engaging a contract operator.

(e) Summary of proposed transaction:

Jackson County is a political subdivision of the State of Missouri. In this proposed transaction, Jackson County seeks authority to acquire from UPRR and operate approximately 17.7 miles of rail line.

(1) The name and address of the railroad the subject property is:

Union Pacific Railroad Company
1400 Douglas Street
Omaha, NE 68179

(2) The involved transaction is expected to be consummated on or before March 31, 2016.

(3) Jackson County will acquire the rail line located between Milepost 288.3 and Milepost 270.6 in Jackson County, Missouri. Jackson County, doing business as the Rock Island Rail Corridor Authority, will provide service. As noted above, substantially all of the rail line is out of service and the rail line presently has no customers. If a customer requires service, Jackson County will provide service by engaging a contract operator.

(4) The length of the rail line that will be acquired is approximately 17.7 miles.

(f) A map of the rail line being acquired is attached as Exhibit A.

(g) Jackson County hereby certifies that this transaction will not result in Jackson County becoming a Class II or Class I rail carrier. Upon consummation of this transaction, Jackson County will become a Class III carrier. Jackson County further certifies that its annual rail freight revenue as a result of this transaction will not exceed \$5 million. Accordingly, the requirements of 49 C.F.R. § 1150.32(e) do not apply to this transaction.

(h) The Agreement between Jackson County and UPRR does not contain any provision that prohibits Jackson County from interchanging traffic with a third party or limits Jackson County's ability to interchange with a third party.

A caption summary, as required by 49 C.F.R. § 1150.34, is attached as Exhibit B.

Environmental and Historic Impacts

Jackson County is acquiring the rail line from UPRR. Further Board approval is required for Jackson County to abandon any service and there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 years old or older. Therefore, this Notice of Exemption does not require an historic report under 49 C.F.R. § 1105.8(b)(1).

Jackson County's acquisition of the rail line will not result in significant changes in carrier operations. There will not be a diversion of: (1) more than 1,000 rail carloads a year to motor carriage; or (2) an average of 50 carloads per mile per year for any part of this line to motor carriage. This transaction will not result in: (1) an increase in rail traffic of at least 100 percent or an increase of at least eight trains a day on the line; (2) an increase of rail yard activity of at least 100 percent; or (3) an average increase in truck traffic of more than 10 percent of the average daily traffic or 50 vehicles a day. Jackson County's acquisition of the rail line will not affect a Class 1 or nonattainment area under the Clean Air Act. The thresholds of 49 C.F.R.

§1105.7(e)(5)(ii) will not be exceeded as a result of this transaction. Finally, this transaction does not contemplate the transportation of any ozone depleting materials. Therefore, no environmental documentation is required under 49 C.F.R. § 1105.6(c)(2).

This action will not significantly affect the quality of the human environment or energy conservation.

Respectfully submitted,



Kevin M. Sheys
Justin J. Marks
Nossaman LLP
1666 K Street, NW, Suite 500
Washington, DC 20006
(202) 887-1400

Counsel for Jackson County, Missouri

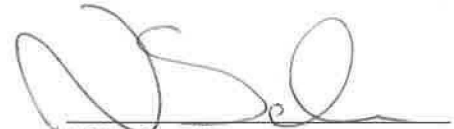
Dated: December 23, 2015

VERIFICATION

State of Missouri

County of Jackson

I, Mike Sanders, being duly sworn depose and state that I am the County Executive, Jackson County and that I am authorized to make this verification, and that I have read the foregoing Notice of Exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information, and belief.


Mike Sanders

SUBSCRIBED AND SWORN TO before me this 18th day of December, in the County of Jackson, State of Missouri.

My Commission Expires: _____

GLORIA RAGSDALE Notary Public - Notary Seal State of Missouri Commissioned for Jackson County My Commission Expires: December 03, 2018 Commission Number: 14631857

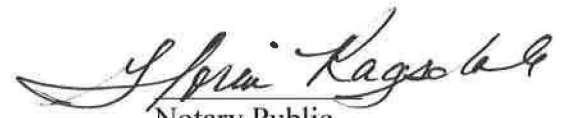

Notary Public
12/18/15

Exhibit A

Map

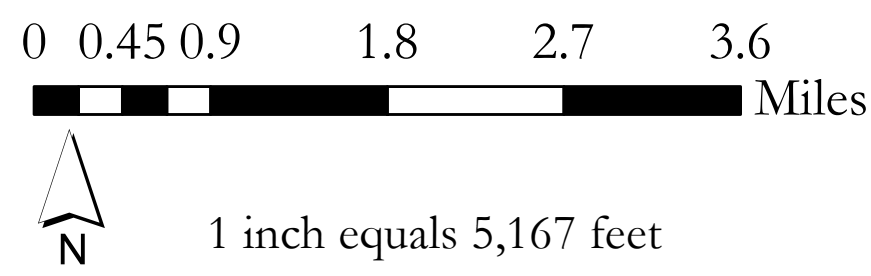
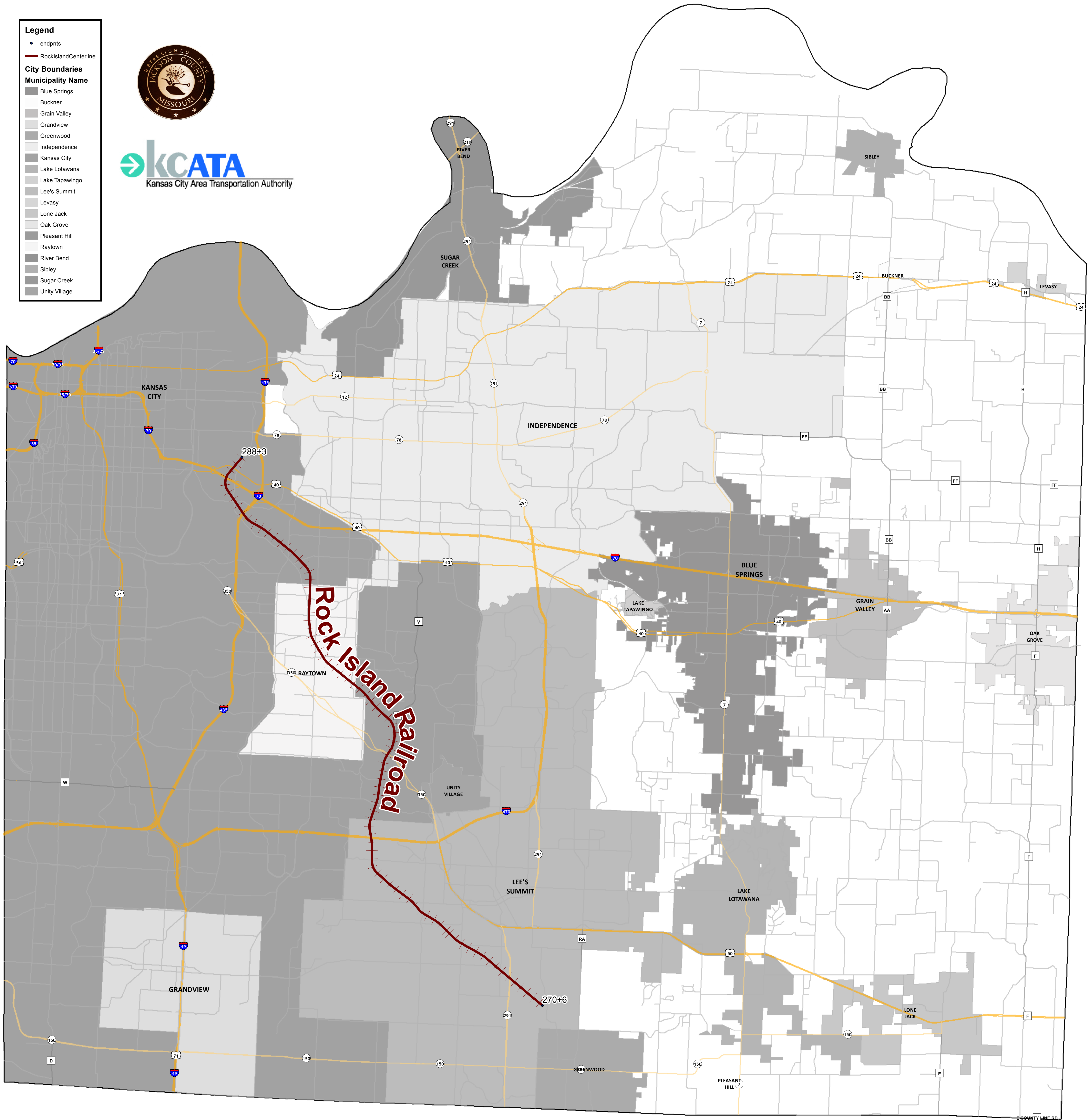
Legend

- endpnts
- RockIslandCenterline

City Boundaries

Municipality Name

- Blue Springs
- Buckner
- Grain Valley
- Grandview
- Greenwood
- Independence
- Kansas City
- Lake Lotawana
- Lake Tapawingo
- Lee's Summit
- Levasy
- Lone Jack
- Oak Grove
- Pleasant Hill
- Raytown
- River Bend
- Sibley
- Sugar Creek
- Unity Village



Jackson County, Missouri

GIS Department

303 W Walnut Independence, MO 64050 816-881-4561 gis@jacksongov.org

September 29, 2015

DISCLAIMER: These maps are NOT SURVEY ACCURATE. Information is used for tax purposes only.

Exhibit B

Caption Summary

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 35982

JACKSON COUNTY, MISSOURI
--ACQUISITION AND OPERATION EXEMPTION--
UNION PACIFIC RAILROAD COMPANY

Jackson County, Missouri ("Jackson County"), a non-carrier, has filed a verified notice of exemption to acquire from the Union Pacific Railroad Company ("UPRR") and operate the rail line located between Milepost 288.3 and Milepost 270.6 in Jackson County, Missouri. Substantially all of the rail line is out of service and the rail line presently has no customers.

Comments must be filed with the Board and served on Kevin Sheys, Nossaman, LLP, Suite 500, 1666 K Street, N.W., Washington, DC 20006, (202) 887-1400.

This notice is filed under 49 CFR 1150.31. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. 10502(d) may be filed at any time. The filing of a petition to revoke will not stay the transaction.

44983

SERVICE DATE – JANUARY 8, 2016

DO

FR-4915-01-P

DEPARTMENT OF TRANSPORTATION

Surface Transportation Board

[Docket No. FD 35982]

Jackson County, Mo.—Acquisition and Operation Exemption—Union Pacific Railroad Company

Jackson County, Mo. (Jackson County), a noncarrier, has filed a verified notice of exemption under 49 C.F.R. § 1150.31 to acquire from Union Pacific Railroad Company and to operate, approximately 17.7 miles of rail line between milepost 288.3 and milepost 270.6, in Jackson County, Mo.¹

The transaction may not be consummated until January 22, 2016 (30 days after the notice of exemption was filed).

Jackson County certifies that its projected annual revenues as a result of this transaction will not result in its becoming a Class II or Class I rail carrier and will not exceed \$5 million.

Jackson County states that the agreement between the parties does not contain any provision that prohibits it from interchanging traffic with a third party or limits its ability to interchange with a third party.

¹ Jackson County, doing business as Rock Island Rail Corridor Authority, will be the operator on the line.

If the verified notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. § 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the effectiveness of the exemption. Petitions to stay must be filed no later than January 15, 2016 (at least seven days before the exemption becomes effective).

An original and 10 copies of all pleadings, referring to Docket No. FD 35982, must be filed with the Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0001. In addition, a copy of each pleading must be served on Kevin M. Sheys, 1666 K St., N.W., Suite 500, Washington, DC 20006.

According to Jackson County, this action is categorically excluded from environmental review under 49 C.F.R. § 1105.6(c).

Board decisions and notices are available on our website at “WWW.STB.DOT.GOV.”

Decided: December 30, 2015

By the Board, Joseph H. Dettmar, Acting Director, Office of Proceedings.

EXPEDITED HANDLING REQUESTED

239889

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

ENTERED
Office of Proceedings
January 15, 2016
Part of
Public Record

STB FINANCE DOCKET NO. 35982

**JACKSON COUNTY, MISSOURI - ACQUISITION AND
OPERATION EXEMPTION - UNION PACIFIC RAILROAD COMPANY**

MOTION FOR HOUSEKEEPING STAY

Sandra L. Brown
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Attorneys for CenturyLink Communications, LLC

January 15, 2016

EXPEDITED HANDLING REQUESTED

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 35982

**JACKSON COUNTY, MISSOURI - ACQUISITION AND
OPERATION EXEMPTION - UNION PACIFIC RAILROAD COMPANY**

MOTION FOR HOUSEKEEPING STAY

CenturyLink Communications, LLC (“CenturyLink”), by and through its undersigned counsel, hereby respectfully submits this Motion for Housekeeping Stay (“Motion”) of the December 23, 2015 Verified Notice of Exemption (“Notice”) filed in Finance Docket No. 35982 by Jackson County, Missouri (the “County”). The Notice seeks to allow the County to acquire from Union Pacific Railroad Company (“UPRR”) and operate a 17.7 mile rail line located in the County. UPRR and the County intend to consummate the transaction no later than March 31, 2016.

The Surface Transportation Board (“STB” or “Board”) published its acknowledgement of the Notice in a decision served on January 8, 2016. CenturyLink is filing this Motion at least seven days before the exemption becomes effective, as provided in the Board’s decision. As further explained herein, CenturyLink does not necessarily oppose the transaction. CenturyLink requests, however, a housekeeping stay in order for the Board and CenturyLink to obtain more information regarding the transaction, including whether the transaction has been properly filed under the Notice of Exemption process or whether the transaction requires greater regulatory scrutiny.

BACKGROUND

The Corridor

As described in the Notice, UPRR intends to sell a 17.7 mile freight rail corridor between Mile Post 288.3 and Mile Post 270.6 to the County (the “Corridor”).¹ The Corridor currently is authorized for use as a freight line and UPRR holds operating authority. UPRR is a *bona fide* railroad with the requisite experience to provide and protect the Corridor for freight rail use. The use of the Corridor by the County, however, is less than certain. The County states in the Notice that it intends to acquire the Corridor to “operate a rail line” and that it will provide freight service “by engaging a contract operator” if requested. Notice, ¶(3). It notes, however, that the Corridor is not in use, and it does not identify any plans or funds to restore any part of the line to active freight use.

Moreover, the County’s public statements indicate that its immediate plan is to convert the property to a recreational trail (and potentially to transit rail when funds become available).² County statements also imply that no freight rail service will occur after the proposed transaction is consummated. The major Kansas City newspaper interpreted statements by County executive Mike Sanders in the following manner:

¹ UPRR is the only railroad holding operating authority on the rail line today, as the Corridor consists of 17.7 miles of a 24.8 mile section over which trackage rights were recently discontinued. *See Missouri Central Railroad Company -- Discontinuance of Trackage Rights Exemption -- In Cass and Jackson Counties, MO*, STB Docket No. AB-1068 (Sub-No. 2X), and *Central Midland Railway Company, Discontinuance of Trackage Rights Exemption – In Case and Jackson, Counties, MO*, STB Docket No. AB-1070 (Sub-No. 2X) (served Dec. 6, 2013).

² *See, e.g.,* “Jackson County, ATA to Buy Rail Corridor to Connect with Katy Trail,” *Kansas City Star*, Sept. 30, 2015 (Internet article), a true and correct copy of which is attached hereto as Exhibit A; “Purchase of Rail Corridor Could Pave Way for Commuter Line in Jackson County,” KCTV, Sept. 30, 2015, updated Oct. 30, 2015 (Internet article), a true and correct copy of which is attached hereto as Exhibit B.

There's one immediate benefit of the deal, Sanders told a business group last week in anticipation of its announcement. Lee's Summit and Raytown residents living near the corridor no longer have to fear that the Union Pacific will ever run noisy freight trains through their neighborhoods.

See Exhibit A at page 6. The official County announcement regarding the proposed acquisition lists 17 separate bullet points on the right side of announcement, describing the benefits of the transaction, but not a single one mentions freight rail service; in fact, the entire announcement is completely silent regarding freight service, focusing instead on construction of a trail and possible rail transit.³ These public statements raise questions that must be addressed by the Board. A stay is needed in this matter so that the Board, and all affected parties, can better understand the more complicated nature of the planned use of the Corridor than is otherwise set forth in the Notice.

CenturyLink

CenturyLink is a global communications, hosting, cloud, and IT services company. In addition to being an incumbent local exchange carrier in portions of 37 states (including Missouri), CenturyLink maintains one of the nation's largest fiber optic telecommunications networks. CenturyLink serves millions of residential, business, and government customers from its domestic network.

A large portion of CenturyLink's national network runs along railroad corridors by virtue of easement agreements with rail carriers, including UPRR. The Corridor at issue in this proceeding is in the center of one major portion of CenturyLink's national network, on a line that runs generally from New York City and the East Coast, through St. Louis and Kansas City (Jackson County) in the Midwest, through Denver, and to the major cities of the West Coast.

³ See "Jackson County, KCATA Agree to Funding Deal To Purchase Rock Island Corridor," www.jacksongov.org/railcorridor/, Sept. 30, 2015, a true and correct copy of which is attached hereto as Exhibit C.

CenturyLink's facilities are placed and allowed in the Corridor by two separate forms of authority. The proposed sale of the Corridor and the request for exemption sought in the Notice⁴ could affect distinct CenturyLink rights, as follows:

1. Easement Agreement.

First, CenturyLink is a party to a confidential, September 30, 1991 Easement Agreement with UPRR's predecessor-in-interest, Southern Pacific Transportation Company, which governs (in part) CenturyLink's rights in the Corridor. The Easement Agreement gives CenturyLink certain rights to maintain its fiber optic facilities along and within the railroad right-of-way, including the Corridor. The Easement Agreement also gives rights of ingress and egress to the railroad right-of-way (including the Corridor), and narrowly defines when CenturyLink can be required to relocate its facilities (at CenturyLink cost or otherwise).

Before the Notice was filed, CenturyLink and UPRR engaged in initial communications regarding the potential partial assignment of the Easement Agreement to Jackson County but issues related to preservation of CenturyLink's rights under the Agreement were not resolved by UPRR. Nonetheless, UPRR moved forward with its sale of the Corridor to the County and CenturyLink's rights vis-à-vis the Corridor are uncertain at this time.

2. Easement By Court Order.

Second, CenturyLink possesses certain rights in the Corridor that were granted by federal court order. In Missouri and beyond, some railroad entities that granted CenturyLink a right to place fiber optic facilities in the railroad right-of-way were alleged by landowners not to possess sufficient underlying property rights to make such grants. In Missouri, CenturyLink (through its

⁴ The potential impact to CenturyLink is directly related to the issues of who will own the Corridor and what that party will own and what is the intended use of the Corridor. While CenturyLink and the Board might have slightly different reasons, the concerns are the same.

predecessor-in interest) settled these issues through a class action, *Cirese Invest. Co. v. Qwest Comm. Co., LLC*, 4:00-cv-00042 (W.D. Mo.). The settlement of that class action resulted in court-ordered easements, which gave certain rights to CenturyLink to maintain its facilities in railroad rights-of-way, including the Corridor.

The Easement by Court Order for Jackson County includes important provisions, which are relevant here, including provisions that tie certain rights gained by CenturyLink via the class action to whether a railroad operates or retains any right, title, or interest in the Railroad Right of Way.⁵ Thus, the issue of whether the Corridor will remain an operating rail line by a *bona fide* railroad, or whether UPRR will retain any interest therein, is critical to CenturyLink.

Preservation of rights under both easements and whether CenturyLink's facilities can remain in place for future use of the Corridor are extremely important to CenturyLink. Non-freight railroad uses of the Corridor (such as for a trail, or commuter rail) may create operating conflicts for CenturyLink, and complicate issues regarding responsibility for the cost of any telecommunications facility relocation necessary to accommodate such uses that were not contemplated in the easement agreement or court order. CenturyLink also requires continuing access to the Corridor, including the right to supplement facilities and repair telecommunications facilities.

While the Board does not typically get involved in state property issues, utility property issues can be inextricably intertwined with rail transportation issues. The Board has issued rulings in utility easement dispute cases such as, *Eastern Alabama Railway LLC – Petition for Declaratory Order*, STB Docket No. 35583 (served March 9, 2012), and found that certain state

⁵ See Easement Deed by Court Order In Settlement of Landowner Action, at page 7, in *Cirese Invest. Co. v. Qwest Comm. Co., LLC*, 4:00-cv-00042 (W.D. Mo., Jan. 25, 2013), a true and correct copy of which is attached hereto as Exhibit D.

actions are not preempted by federal law. Likewise, UPRR has recently asked the Board to open a declaratory order proceeding regarding issues related to a pipeline easement. See *Petition of Union Pacific Railroad Company for Declaratory Order*, STB Docket No. 35960, filed Sept. 24, 2015.

In this case, CenturyLink and the Board share the same goal of understanding the true and correct facts regarding the transaction and in having certainty that the correct process is being used at the Board for the proposed transaction. The County's attempt to use the fast and un-scrutinized class exemption process may be inappropriate here because of the lack of complete information regarding the future use of the Corridor and the potential controversy surrounding that fate. The Notice fails to address several concerns regarding the future use of the line which could impact the extent to which CenturyLink's use of the Corridor can be retained, upon what conditions it can access its facilities, and how future conflicting uses of the Corridor will affect such rights.

ARGUMENT

I. A Housekeeping Stay Is Warranted In This Proceeding.

CenturyLink requests a housekeeping stay of at least 30 days from the production of documents described in Section II below. Such a stay is appropriate because more time is needed than is allowed under the Board's expedited class exemption timeframe to consider the issues raised herein. Specifically, more time will allow the Board to consider further how the Corridor will be used and how affected parties,⁶ including CenturyLink, will have their rights

⁶ The Board has held other proceedings in abeyance to allow discovery to occur and/or for the gathering of more information. *Meridian Southern Railway, LLC - Acquisition and Operation - Line of Kansas City Southern Railway Company*, STB Docket No. 33854 (served May 15, 2000); *New York New Jersey Rail LLC and New York Cross Harbor Railroad Terminal Corporation - Corporate Family Transaction Exemption*, STB Docket No. 34813 (served Jan. 9, 2006).

protected.⁷ A stay also will allow CenturyLink additional time to assess such issues.

Moreover, more time is needed because the class exemption process is intended for routine transactions that do not raise unresolved questions or other controversy. *See, e.g., Saratoga and North Creek Railway, LLC – Operation Exemption – Tahawus Line*, STB Docket No. 35559, slip op. at 5 (served May 14, 2012) (“The Board’s class exemption procedures provide an expedited means of obtaining Board authority in certain classes of transactions involving routine matters. A notice that raises unresolved issues or questions that require considerable scrutiny may be rejected.”) (citation omitted). The Notice and press articles contain statements that appear to conflict and certainly raise questions regarding the true nature of the transaction and whether the class exemption was properly invoked. The class exemption was adopted to facilitate “service to shippers”⁸ and to promote “resumed or continued rail service” in most instances.⁹ Hence, the Board shows great concern when a party “us[es] the Board’s class exemption process for non-rail purposes.”¹⁰

⁷ The Board has previously placed a “housekeeping stay” on a Notice of Exemption in order to “permit full consideration of the issues” presented by two parties requesting rejection, revocation, or stay of the Notice. *General Railway Corporation d/b/a Iowa Northwestern Railroad - Exemption for Acquisition of Railroad Line - In Osceola and Dickenson Counties, IA*, STB Docket No. 34867, slip op. at 1 (served July 3, 2006) (describing stay imposed by the Board in a decision served May 25, 2006).

⁸ *General Railway Corporation, d/b/a Iowa Northwestern Railroad – Exemption for Acquisition of Railroad Line – In Osceola and Dickinson Counties, IA*, STB Docket No. 34867, slip op. at 5 (served June 15, 2007).

⁹ *Class Exemption for the Acquisition and Operation of Rail Lines Under 49 U.S.C. 10901*, 1 I.C.C.2d 810, 811 (1985). *See also Riverview Trenton Railroad Company – Acquisition and Operation Exemption – Crown Enterprises, Inc.*, STB Docket No. 33980, slip op. at 7 (served Feb. 15, 2002).

¹⁰ *Milwaukee Industrial Trade Center, LLC, d/b/a Milwaukee Terminal Railway – Acquisition and Operation Exemption – Line Owned by Milwaukee Industrial Trade Center, LLC, d/b/a Milwaukee Terminal Railway*, STB Docket No. 35133, slip op. at 8 (served June 16, 2010).

Given the facts as presented, neither CenturyLink nor the Board can fully determine if a controversy exists without more information. The expedited exemption process does not provide a sufficient amount of time to make that determination and, consequently, a housekeeping stay is appropriate.¹¹

To be clear, CenturyLink does not necessarily oppose the transaction suggested in the Notice, but more time is needed to determine if the transaction is eligible for an exemption and to determine if CenturyLink could be harmed by the transaction and to resolve such issues with the County and/or UPRR. The Notice states that the transaction is scheduled to close at the end of the first quarter of 2016. Thus, a reasonable stay is merited to address the concerns raised herein.

¹¹ Although CenturyLink is not asking that the Notice be rejected, CenturyLink notes that the Board has previously rejected notices of exemption when it was unclear whether the class exemption process was appropriately invoked by the applicant. *See, e.g., Kan Rail, Inc. – Acquisition and Operation Exemption – In Wapakoneta, Ohio*, STB Docket No. 35794, slip op. at 2 (served Aug. 27, 2014) (“The Board remains unable to determine, based on the additional information submitted, whether the class exemption process is appropriate here. For this reason, the notice of exemption will be rejected.”); *ABC & D Recycling, Inc. – Lease and Operation Exemption – A Line of Railroad in Ware, Mass.*, STB Docket No. 35397, slip op. at 4 (served Jan. 20, 2011) (“This proceeding involves numerous complex questions that cannot be addressed through the class exemption procedure. Ware has raised significant questions regarding ABC & D’s ability and intent to act as a common carrier, and ABC & D has not adequately responded to Ware’s concerns.”). *Cf. Railroad Ventures, Inc. – Abandonment Exemption – Between Youngstown, OH and Darlington, PA, in Mahoning and Columbiana Counties, OH, and Beaver County, PA*, STB Docket No. AB-556 (Sub-No. 2X), slip op. at 12 (served Oct. 4, 2000) (“It is well settled that administrative agencies have inherent authority to protect the integrity of the regulatory processes that they are charged with administering, and to prevent or remedy a misuse of those processes.”) (citations omitted). The Board’s concern about proper use of its processes is also reflected in an ongoing rulemaking proceeding. *See Offers of Financial Assistance*, STB Ex Parte No. 729, slip op. at 2 (served Dec. 14, 2015) (Board issues Advance Notice of Proposed Rulemaking because experience has shown that “there are areas where clarifications and revisions could enhance the OFA process and protect it from abuse” and the Board wants to ensure that the OFA process “is invoked only to further its statutory purpose of preserving lines for rail service.”). CenturyLink submits that these issues must be addressed prior to an exemption being granted.

II. The Board Should Require the County to Release Relevant Documents and Information Sufficient to Address the Issues Contained Herein.

Although media accounts have stated the price for the sale of the Corridor, as well as the parties to the sale, those reports provide nothing to support and in fact contradict the Notice as there appears to be no indication that the sale is for the purpose of running a freight railroad. Rather, the County appears intent on removing tracks in favor of a recreational trail, and for converting the Corridor to future transit use if funds materialize in the future. Those reports also have not provided information regarding whether UPRR will attempt to assign its easement agreements (including that held by CenturyLink) to the County, or what will become of CenturyLink's rights.

Despite attempts to reach out to counsel for the County and UPRR, CenturyLink still does not have definitive answers regarding the proposed transaction and the valuable telecommunications facilities that CenturyLink holds in the Corridor.¹² CenturyLink sought assurances from UPRR in October 2015, but to date, UPRR has declined to respond to CenturyLink's request for assurances that CenturyLink's contractual and other legal rights will be retained in the sale. The lack of clarity regarding the future use of the Corridor creates additional uncertainty.

Accordingly, CenturyLink requests that the Board order as part of its stay that the County immediately release relevant documents (to the Board and to CenturyLink) and information sufficient to address the issues raised by CenturyLink related to the proposed sale of the

¹² The short time frames imposed under the class exemption process before a transaction becomes effective required CenturyLink to move quickly to retain transportation counsel, prepare this Motion, and file it before the transaction became automatically effective. Before filing this Motion, CenturyLink reached out to counsel for the County and UPRR on January 13th, but the parties were unable to reach a satisfactory resolution of the underlying issues given the compressed time period involved.

Corridor. CenturyLink expects that the County, as a public entity, might be able to produce these without further protection. If that is not the case, however, the Board should further stay the proceeding so that a protective order can be imposed to assist the County to produce the relevant information.¹³

CenturyLink requests that the stay should last a period of at least 30 days from a Board-established date of production of all relevant documents by the County.¹⁴ Sufficient time is needed in order to review such documents and to allow a meeting between the parties to discuss future operations on the Corridor. If documents are released in January, CenturyLink's review could be completed in February and, if appropriate, the transaction could still potentially be consummated before the end of March 2016.

III. The Traditional Stay Criteria Can Also Be Met.

Although the Board's traditional stay criteria do not appear to apply to this request for a brief housekeeping stay of an expedited class exemption request, CenturyLink nevertheless meets traditional stay criteria. A party seeking a formal stay must establish that: (1) there is a likelihood that it will prevail on the merits of any challenge to the action sought to be stayed; (2) it will suffer irreparable harm in the absence of a stay; (3) other interested parties will not be substantially harmed by a stay; and (4) the public interest supports the granting of the stay.

¹³ A housekeeping stay to accommodate this necessary step is consistent with Board practice. *Cf. New Haven National Rail Terminal Transportation Company, LLC - Lease and Operation Exemption - 3.5 miles of track in the former Cedar Hill Yard, New Haven and North Haven, CT*, STB Docket No. 34690 (served June 14, 2005) (holding Notice of Exemption in abeyance until applicant files additional information addressing issues raised by third party).

¹⁴ A three-week housekeeping stay is reasonable and is consistent with the Board's decision in *SteelRiver Infrastructure Partners LP, SteelRiver Infrastructure Associates LLC, SteelRiver Infrastructure Fund North America LP, and Patriot Funding LLC-Control Exemption-Patriot Rail Corp., et al.*, STB Docket No. 35622 (served June 15, 2012). *See also Ann Arbor Railroad, Inc. - Lease Exemption - Norfolk Southern Railway Company*, STB Docket No. 35729 (served July 12, 2013) (protective order issued July 29 and consummation permitted August 23).

Washington Metro. Area Transit Comm'n v. Holiday Tours, Inc., 559 F.2d 841, 843 (D.C. Cir. 1977); *Virginia Petroleum Jobbers Ass'n v. Fed. Power Comm'n*, 259 F.2d 921, 925 (D.C. Cir. 1958). CenturyLink recognizes that the party seeking a stay carries the burden of persuasion on all of the elements required for such a request. *Canal Auth. of Fla. v. Callaway*, 489 F.2d 567, 573 (5th Cir. 1974).

A. CenturyLink is Likely to Succeed on the Merits.

CenturyLink is likely to succeed on the merits because the expedited exemption process is not appropriate for this contemplated transaction if the needs of all affected parties cannot be resolved. *Cf. Burlington N & Santa Fe Ry. Co. - Acquisition and Operation Exemption - South Dakota*, STB Docket No. 34645, slip op. at 2 (served Jan 14, 2005) (holding that the exemption procedure is “typically reserved for uncomplicated and noncontroversial cases.”). The facts surrounding the Notice appear to be more complicated than the Notice would indicate. The Notice fails, for example, to disclose the full context of the proposed transaction, including the intended use of the Corridor and possible impact to CenturyLink of the proposed transaction. The Notice makes no reference, even in passing, to the County’s apparent plans to convert the Corridor to trail purposes, or to use the property for transit in the future, or how those potential multiple uses will be implemented while also preserving freight use. The Notice also makes no reference to affected third parties with rights in the corridor, such as underlying landowners, or easement holders like CenturyLink.

The class exemption process is intended for simple, non-controversial transactions. At this time, it is unclear if the proposed transaction meets this standard. Given this lack of detail, CenturyLink would prevail on the merits of removing the Notice from the expedited class exemption process in favor of a process entailing a closer level of scrutiny.

B. CenturyLink Will Suffer Irreparable Harm in the Absence of a Stay.

If a stay is not granted and the transaction is permitted to go forward, irreparable harm will result to CenturyLink. Currently, no information has been provided to CenturyLink that its facilities will be permitted to remain in place, or that CenturyLink will have access to those facilities for emergency or standard maintenance and construction. Without access, CenturyLink's lines, which carry governmental, 911, and other traffic, could be irreparably harmed to the detriment of customers and the general public.

If the Corridor ceases use by a railroad for freight railroad purposes, and UPRR declines to retain an interest therein, CenturyLink's rights under its easements could be diminished. If this occurs, CenturyLink could be subject to renewed claims of trespass and for ejectment from the Corridor. If CenturyLink loses these hard-fought rights in the Corridor, the center of its national network could be jeopardized with cascading, detrimental consequences to telecommunications service across the nation. Money damages will not compensate CenturyLink in such an instance.¹⁵

C. No Other Interested Parties Will be Substantially Harmed by a Stay.

Grant of a brief housekeeping stay will not cause substantial harm to any interested party. The Notice states that there currently are "no customers" on the Corridor. Notice, ¶(3). Thus, a delay in the sale of the Corridor will not harm rail customers. The brief stay requested also will not affect the planned consummation date of the Corridor sale; thus, neither UPRR nor the County will be substantially harmed by grant of a stay.

¹⁵ The Board has found irreparable harm to exist where economic harm is "unredressable." *Colorado Wheat Administrative Committee v. V and S Railway, LLC*, STB Docket No. 42140, slip op. at 5 (served May 7, 2015).

D. A Stay Will Be in the Public Interest.

CenturyLink serves the public as a telecommunications carrier. CenturyLink facilities are protected by federal executive order as a part of the nation's critical infrastructure and the Board should help protect these facilities.¹⁶ The public interest is also fostered when the Board's procedures (particularly the expedited class exemption process) are only invoked when justified by the relevant circumstances. When active rail corridors are sold, the public interest favors application of the appropriate level of regulatory scrutiny so that the effect of such sales on all interested parties can be evaluated. A brief delay is necessary to further this scrutiny.

CONCLUSION

For the foregoing reasons, CenturyLink respectfully requests that the Board issue a housekeeping stay and hold the Notice of Exemption in abeyance until additional information is provided and the Board and CenturyLink have had sufficient time to assess the proposed transaction and future use of the Corridor.

Respectfully submitted,



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¹⁶ Exec. Order No. 13,010, 61 Fed. Reg. 37,347 (Jul. 15, 1996).

CERTIFICATE OF SERVICE

I, Sandra L. Brown, certify that on January 15, 2016, I caused a copy of the foregoing to be served by e-mail and U.S. Mail upon the following:

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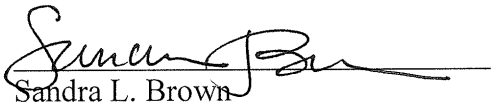

Sandra L. Brown

EXHIBIT A

GOVERNMENT & POLITICS SEPTEMBER 30, 2015 2:12 PM

Jackson County, ATA to buy rail corridor to connect with Katy Trail

HIGHLIGHTS

Line would run from Lee's Summit to near Truman Sports Complex

\$52 million deal would help link KC with Katy Trail

Commuter rail could run alongside trail someday





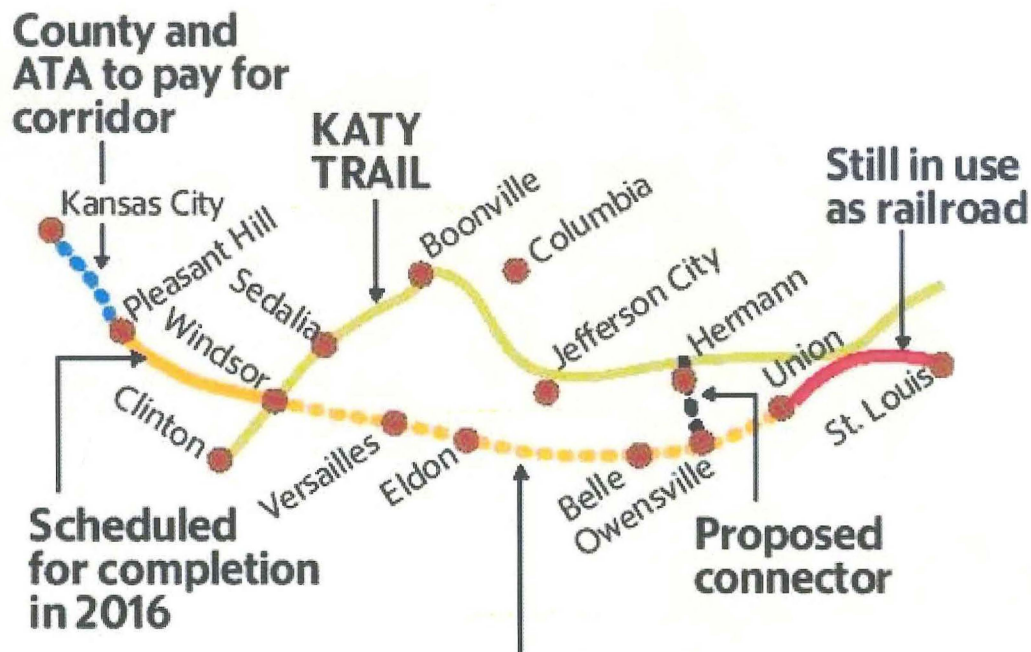
BY MIKE HENDRICKS

mhendricks@kcstar.com

A decades-old dream of connecting Kansas City with Missouri's cross-state Katy Trail gained major momentum Wednesday when Jackson County and the area's transit agency announced the purchase of a rail corridor from Lee's Summit to near the Truman Sports Complex.

Should the \$52 million deal go through, the new link would make it possible to someday hop on a bike almost anywhere in the metro area, connect to the new trail on existing paths and ride all the way to St. Louis.

Commuter rail service could also use the current corridor, when and if financing is found for that project.



ROCK ISLAND TRAIL

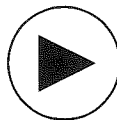
The federal government has opened the way for a new hiking-biking trail built in future years across the state.

For now, the possibility of a trail later this decade was enough to delight trail enthusiasts.

“A trail system stretching across the state, connecting St. Louis and Kansas City, has been our dream,” said Brent Hugh at the Missouri Bicycle and Pedestrian Federation. “This is the last major piece needed to turn that dream into a real cross-state trail.”

Officials chose Arrowhead Stadium to announce what they called a historic partnership between the county and the Kansas City Area Transportation Authority, which coordinates and manages most area bus service.

The bistate transportation agency’s involvement is new. Jackson County has had a \$60 million option since early 2014 to buy 19 miles of unused rail corridor from the Union Pacific Railroad Co. Some 17.7 miles of it is along the former Rock Island line between the stadiums and Lee’s Summit. The rest included two pieces in Independence.



Jackson County, KCATA fund purchase of rail corridor

deulitt@kcstar.com

The newly announced deal does not include the Independence track, which reduced the price.

Under the agreement, Jackson County will borrow the money to buy the rail corridor, but the ATA will share equally in making debt payments totaling \$2.8 million annually for 30 years.

The county Legislature set aside money for its first payment months ago in the county budget, long before the partnership with the ATA was brokered.

No tax increases are anticipated, officials said. Jackson County's share will come from property taxes already collected annually for the county road and bridge fund. The ATA's share will come from local tax dollars set aside in a capital fund that pays for buses, bus stops and the like.

"It won't affect existing (bus) services whatever," ATA President Joe Reardon said.

The corridor might eventually produce revenue of its own to pay some of the money being borrowed. The ATA might lease space beneath the corridor to companies to run fiber-optic cables. Also, the authority hopes to rent land on the edge of the corridor to complementary businesses, such as bike and coffee shops.

The corridor is 100 feet across at its widest point, County Executive Mike Sanders said.

Sanders expects the purchase to be finalized within four weeks. But it will take another six months to a year to get federal approval from the Surface Transportation Board, he said, after which work can begin on the trail.

Earlier estimates put the cost of building at \$15 million. Some \$10 million in federal transportation funds were set aside last year for the project through the Mid-America Regional Council.

Kansas City Mayor Sly James praised Sanders and Reardon for partnering the project, which he said will improve the city's transportation network.

Trains haven't run down those tracks since the Rock Island went bankrupt three decades ago. When the Union Pacific took ownership through a merger with another railroad, it considered reinstating freight service. Although that never happened, the UP for many

years rebuffed proposals from trail advocates, who saw that corridor as one of the best ways to connect Kansas City with the Katy Trail, which now runs nearly 240 miles, from the St. Louis suburbs to Clinton.

But in 2012, the railroad changed course and started negotiating a purchase with Jackson County. Separately, the state of Missouri began building a trail along the Rock Island from Pleasant Hill in the southeastern corner of the metro area to where the Katy passes through the town of Windsor. That 47-mile stretch known as the Rock Island Trail is set for completion next year.

Jackson County and the ATA hope to be building their trail section in 2016, as well. Pleasant Hill is already closing a short gap between where the state's trail ends and the county/ATA trail would begin.

Trail advocates were thrilled with Wednesday's announcement.

Eric Rogers, executive director of the advocacy group BikeWalkKC, called the news "awesome" and said, "It'll be a big step forward for transportation, economic development and bicycle tourism."

It was also welcome news to proponents of rail mass transit.

Several years ago, Sanders considered asking voters to approve a 1-cent sales tax to finance a \$650 million, multimodal transportation system that would have included that trail extension, express buses and commuter rail from eastern Jackson County to Third and Main streets in Kansas City, where it would connect with the streetcar.

The project stalled in 2013 when Sanders failed to get the track usage agreements needed from multiple railroads to make it work.

But purchasing the corridor could revive that project, Sanders said, making it possible to reopen those discussions. Having the land in hand might also make receiving federal transportation dollars more likely, U.S. Rep. Emanuel Cleaver said.

"This partnership shows the federal government what local communities can do with leaders like Mike Sanders and Joe Reardon," the Kansas City Democrat said in a prepared statement. "Now it is time for the federal government to do its part...."

Longtime Kansas City rail transit advocate Kite Singleton thinks the new streetcar will have residents clamoring for additional rail options once it's up and running.

“When people feel the flesh and kick the tires,” they’ll be willing to pay for more, he said.

There’s one immediate benefit of the deal, Sanders told a business group last week in anticipation of its announcement. Lee’s Summit and Raytown residents living near the corridor no longer have to fear that the Union Pacific will ever run noisy freight trains through their neighborhoods.

“The great fear was ‘click and clack, click and clack’ and there’s nothing you can do about it,” Sanders was quoted in the Lee’s Summit Journal as saying.

To reach Mike Hendricks, call 816-234-4738.

EXHIBIT B



Purchase of rail corridor could pave way for commuter line in Jackson County

Posted: Sep 30, 2015 5:01 PM EDT

Updated: Oct 30, 2015 10:56 PM EDT

By Chris Oberholtz, Digital Producer **CONNECT**

By DeAnn Smith, Digital Content Manager **CONNECT**

By Josh Marshall, News Reporter **CONNECT**

KANSAS CITY, MO (KCTV) - In the near term, there will be more trails for bicyclists and hikers. In the long term, there could be commuter rail connecting the Truman Sports Complex with cities throughout Jackson County.

On Wednesday, Jackson County Executive Mike Sanders and officials with the Kansas City Area Transportation Authority made a landmark announcement.

The two government entities will provide the funds to purchase 17.7 miles of the Rock Island Corridor from Union Pacific Railroad. The county will sell \$52 million in bonds while there is \$10 million in federal transportation funds earmarked for the project.

The corridor extends from the Truman Sports Complex southeast to Lee's Summit. With plans already in place to extend the Katy Trail from Windsor to Pleasant Hill, only a small gap will remain to connect the corridor with the Katy Trail.

"This is an historic step forward for our entire community. The significance of this announcement, and its potential to shape our county's growth for generations to come, cannot be overstated," Sanders.

Dozens of supporters attended the announcement Wednesday at the Truman Sports Complex, including community leaders, proponents of walking and biking, trail enthusiasts and transit supporters.

Kansas City Mayor Sly James, Raytown Mayor Mike McDonough and Lee's Summit Mayor Randy Rhoads, whose communities will be directly affected, also attended the announcement.

The hope is to tie eastern Jackson County with downtown Kansas City.

"Imagine being able to leave your seat at the top of Arrowhead Stadium and get home before most cars leave the parking lot," Sanders said. "Imagine the economic development in Kansas City, Raytown and Lee's Summit spurred by trailheads and transit stops. Imagine connecting to the Katy Trail so that you can ride a bike from the Truman Sports Complex to the St. Louis Arch."

The Rock Island project has received federal support in the past, and is ready for even more.

U.S. Congressman Emanuel Cleaver, D-Kansas City, hopes support comes soon.

"This announcement is a major step forward for our community," Cleaver said. "This partnership shows the federal government what local communities can do with leaders like Mike Sanders and Joe Reardon. Now it is time for the federal government to do its part and support worthy projects like the Rock Island corridor."

KCATA will provide part of the funding to acquire the corridor, which runs through Raytown and Lee's Summit and stops shy of Greenwood.

"The opportunity to secure this invaluable corridor for public access and future transportation and development will benefit our entire region for years to come. We are excited about our partnership with Jackson County. I applaud Mike Sanders for his efforts to secure the Rock Island Corridor over the last four years without which we would not be where we are today," Kansas City Area Transportation Authority President and CEO Joe Reardon said.

While discussions with Union Pacific continue, a final agreement may soon come. Union Pacific hasn't used the corridor in decades.

Sanders has been working on the issue for several years, but his efforts have hit some bumps in the road in the past.

"All major issues involving the acquisition of the Rock Island corridor have been agreed to. We anticipate having a final agreement very soon," Sanders said. "In addition, \$10 million in federal funds has already been set aside to help clear the way for future construction on the trail."

Connecting the Rock Island corridor to the Katy Trail will make that trail one of the longest in the country Sanders said.

"The economic impact of the Katy Trail on mid-Missouri has been immense, generating almost \$20 million annually for local economies," he said.

Over 56,000 residents, 23,000 households and 25,000 jobs are within one mile of the Rock Island corridor.

The goal is to connect Kansas City with the St. Louis area.

"Commuter rail is certainly a possibility long term," said Ron Achelpohl of the Mid-America Regional Council. "It might be a good possibility to start a bus rapid transit system like the MAX in Kansas City."

The bike and hike trails should be finished by 2017. A commuter rail or light rail system is still light years away.

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EXHIBIT C

HOME | I WANT TO... | E-SERVICES | ABOUT US | NEWS | DEPARTMENTS | GOVERNMENT | PARKS + REC

Jackson County, KCATA Agree To Funding Deal To Purchase Rock Island Corridor



Jackson County Mike Sanders announces agreement between the county and KCATA to purchase Rock Island corridor.

Jackson County Nears Deal With Union Pacific

WEDNESDAY, SEPTEMBER 30, 2015

Jackson County Executive **Mike Sanders** and **Kansas City Area Transportation Authority** President and CEO Joe Reardon announced a cooperative agreement today that will provide the financing necessary for the future acquisition of the 17.7 miles of the **Rock Island Corridor** from Union Pacific Railroad.

"This is an historic step forward for our entire community. The significance of this announcement, and its potential to shape our county's growth for generations to come, cannot be overstated," said Sanders.

Dozens of supporters attended the announcement at the Truman Sports Complex, including community leaders, proponents of walking and biking, trail enthusiasts and transit supporters. Kansas City Mayor Sly James, Raytown Mayor Mike McDonough and Lee's Summit Mayor Randy Rhoads, whose communities will be directly affected, attended the announcement to show their support.

"Imagine being able to leave your seat at the top of Arrowhead Stadium and get home before most cars leave the parking lot," said Sanders. "Imagine the economic development in Kansas City, Raytown and Lee's Summit spurred by trailheads and transit stops. Imagine connecting to the Katy Trail so that you can ride a bike from the Truman Sports Complex to the St. Louis Arch."



Trails:

- Trail development in corridor will bring \$1.3 million in economic activity per year
- Trail development will generate 245 construction jobs
- Over 19,000 bicyclists will use the corridor
- 17.7 mile corridor connects cities

The Rock Island project has received federal support in the past, and is ready for even more. U.S. Congressman Emanuel Cleaver hopes support comes soon.

"This announcement is a major step forward for our community," said Cleaver. "This partnership shows the federal government what local communities can do with leaders like Mike Sanders and Joe Reardon. Now it is time for the federal government to do its part and support worthy projects like the Rock Island corridor."

KCATA will provide part of the funding to acquire the corridor. The KCATA Board of Commissioners approved the cooperative agreement at a meeting shortly before the announcement.

"The opportunity to secure this invaluable corridor for public access and future transportation and development will benefit our entire region for years to come. We are excited about our partnership with Jackson County. I applaud Mike Sanders for his efforts to secure the Rock Island Corridor over the last four years without which we would not be where we are today," said Reardon

While discussions with Union Pacific continue, the parties announced that they are nearing a final agreement.

"All major issues involving the acquisition of the Rock Island corridor have been agreed to. We anticipate having a final agreement very soon," said Sanders. "In addition, \$10 million in federal funds has already been set aside to help clear the way for future construction on the trail."

"Union Pacific is proud to be a partner in this project with Jackson County," said Lindsey Douglas, Director of Public Affairs - KS & MO for Union Pacific. "We have addressed the major points related to the purchase of the Rock Island line and expect to finalize the agreement soon."

The corridor extends from the Truman Sports Complex southeast to Lee's Summit. With plans already in place to extend the Katy Trail from Windsor to Pleasant Hill, only a small gap will remain to connect the corridor with the Katy Trail.

"Connecting the Rock Island corridor to the Katy Trail will make that trail one of the longest in our country," said Sanders. "The economic impact of the Katy Trail on mid-Missouri has been immense, generating almost \$20 million annually for local economies."

Over 56,000 residents, 23,000 households and 25,000 jobs are within one mile of the Rock Island corridor.



KCATA President and CEO Joe Reardon shakes hands with Kansas City Mayor Sly James and Jackson County Executive Mike Sanders.

of Kansas City, Raytown and Lee's Summit

- Provides for potential of a Kansas City connection to the KATY Trail
- 40% of trail users are expected to be daily work commuters

Economic Development:

- More than \$300 million in public and private investments planned within ½ mile of corridor through 2020
- Trail: \$1 invested generates between \$1.06 and \$1.74 in benefits for local economy
- Within 1 mile of corridor
 - Over 25,000 jobs
 - Over 23,000 households
 - Over 56,000 residents

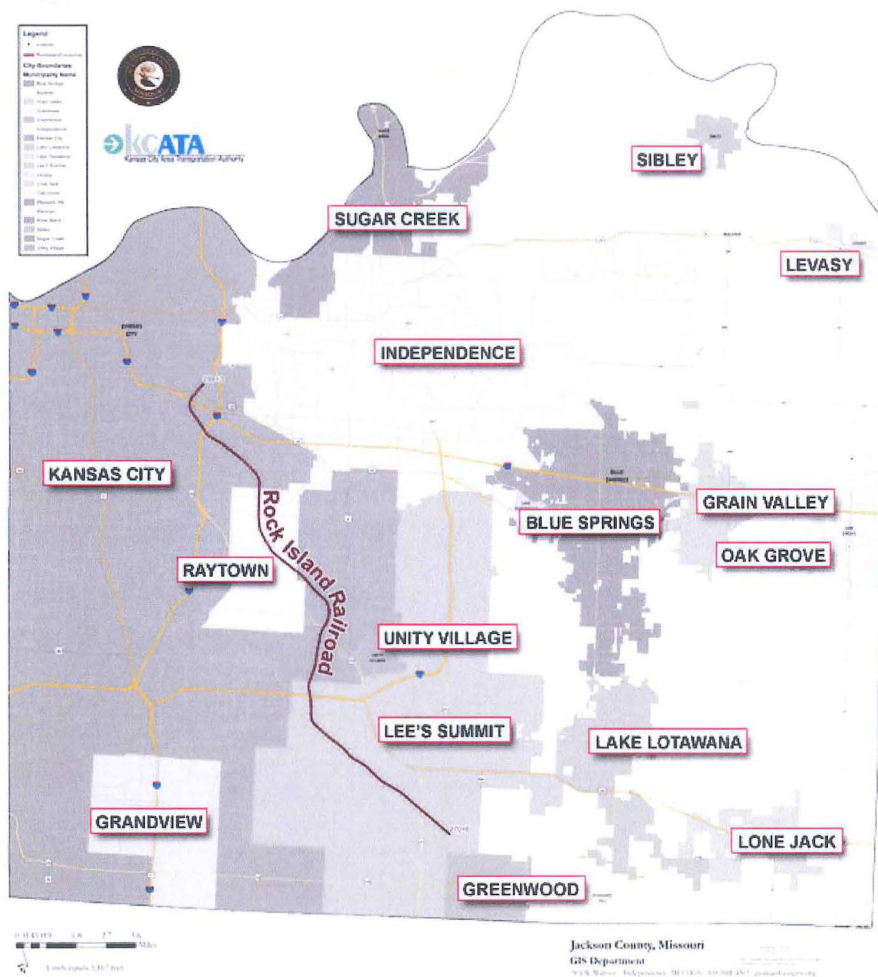
Transit:

- \$1 invested in the corridor will generate approximately \$4 in economic benefit
- Transit and trails will connect regional users to Arrowhead and Kauffman Stadiums
- Provides for potential of connecting future rail transit to the River Market
- Transit in corridor will connect with greater regional KCATA bi-state network
- Over time dedicated transit corridor has potential to reduce commute times and lessen traffic on existing highways

Environmental Impact:

- Over 14 million fewer vehicle-miles will be traveled in 20-year period due to trail development
- New transportation options offered will save the region 477,000 gallons in gasoline over 20 years
- Trail development will clean up existing eyesores, safety hazards and contamination

Sources: Parsons Brinckerhoff, Groundswell Consulting, Jackson County GIS Department



> [Rock Island Railroad Map \(PDF\)](#)

> [Map With Activities \(Medical, Libraries, Schools, etc.\) Around The Corridor \(PDF\)](#)

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EXHIBIT D

RECORDER'S CERTIFICATION
JACKSON COUNTY, MISSOURI
10/29/2013 02:08:44 PM
INSTRUMENT TYPE: EASE FEE: \$78.00 21 PGS
NON-STANDARD FEE: EXEMPT



INSTRUMENT NUMBER / BOOK & PAGE

2013E0112916

Robert T. Kelly, Director, Recorder Of Deeds

**Jackson County
Recorder of Deeds
Exempt Document**

This document has been recorded under exempt status
pursuant to RSMo 59.310.4.

This certificate has been added to your document
in compliance with the laws of the
State of Missouri.



Robert T. Kelly, Recorder of Deeds
415 E. 12th Street, Room 104 112 W. Lexington, Suite 30
Kansas City, MO 64106 Independence, MO 64050

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**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF MISSOURI
WESTERN DIVISION**

CIRESE INVESTMENT COMPANY, GEORGE	)	Civil Action No.
GRIFFIN, III, and PATRICIA ANN POLSTON, for	)	4:00-cv-00042-HFS
themselves and all others similarly situated,	)	
	)	
Plaintiffs,	)	
	)	
vs.	)	
	)	
QWEST COMMUNICATIONS COMPANY, LLC,	)	
SPRINT COMMUNICATIONS COMPANY L.P.,	)	
LEVEL 3 COMMUNICATIONS, LLC and WITEL	)	
COMMUNICATIONS, LLC,	)	
	)	
Defendants.	)	

**EASEMENT DEED BY COURT ORDER
IN SETTLEMENT OF LANDOWNER ACTION**

WHEREAS, the parties to the above-captioned class action (the "Action") entered into a Missouri Class Settlement Agreement, as of April 5, 2012, (the "Settlement Agreement") (terms capitalized herein and not otherwise defined shall have the meanings ascribed to them in the Settlement Agreement); and

WHEREAS, on January 18, 2013, the Court entered a final Order and Judgment approving the Settlement Agreement and ordering that this Action may be settled as a class action on behalf of the following class:

A class (the "Settlement Class") defined as:

a class comprising all Persons who own or who claim to own, for any period of time during a Compensation Period, any Covered Property, *provided*, that "Settlement Class" or "Class" does not include: (1) Right-of-Way Providers and their predecessors, successors, parents, subsidiaries, and affiliates, past or present; (2) federal, state, and local governmental entities; (3) Native American nations and tribes; or (4) any Person who files a valid and timely exclusion on or before the Opt-Out Deadline.

Members of this Class are referred to below as Class Members;

WHEREAS, the Settlement Agreement provides for the entry of an Easement Deed by Court Order in Settlement of Landowner Action by which the Settling Defendants acquire, to the extent that Class Members have the right to transfer it, a permanent telecommunications easement in the Right of Way adjacent to the property of each Class Member;

THEREFORE, IT IS HEREBY ORDERED AND ADJUDGED THAT:

1. To the extent that each Class Member owns rights in the Easement Premises (as hereafter defined), the Class Member (the "Grantor") hereby grants to whichever of Sprint Communications Company L.P., Qwest Communications Company, LLC, Level 3 Communications, LLC, and WiTel Communications, Inc. has Designated for inclusion under a Settlement Agreement the Right of Way which adjoins, underlies or includes Covered Property owned by the Class Member, together with its successors, assigns, and licensees (the "Grantee"), a permanent telecommunications easement in the Easement Premises. For each county in which this Easement Deed by Court Order in Settlement of Landowner Action is being recorded, a list of affected Class Members and their affected parcels is attached as Exhibit 1. Exhibit 1 shall describe Class Members' affected parcels with the following information, to the extent that it is in the Database of Identification Information: owner name; owner mailing address; tax map identification number; tax parcel identification number; lot number; and section, township, and range. Exhibit 1 may describe Class Members' affected parcels with any other available information.

2. The terms and conditions of the permanent telecommunications easement that is the subject of this Easement Deed by Court Order in Settlement of Landowner Action are:

a perpetual easement and right of way (hereinafter, together with the rights and privileges herein granted, the "Easement") and right to place, lay, bury, construct, install, operate, repair,

maintain (including aerial patrol), renew, rebuild, replace, upgrade, expand, relocate, and remove fiber optic cables, copper cables, coaxial cables or other cables through which voice, data, video or other signals are transmitted, conduits, inner ducts, hand holes, splice vaults, poles, optical or electronic equipment, regenerator huts, marker posts or signs, and other related facilities appropriate for installation, use; or maintenance of such cables (collectively, the "Telecommunications Cable System"), in, on, over, under, through and/or across the Easement Premises. The Easement Premises means all that real property that (a) either (i) is included within a parcel of property that is described in Exhibit 1 or (ii) has a common boundary with a parcel of property described in Exhibit 1 (the "Grantor's Property") (for purposes of this Telecommunications Cable System Easement Deed, a parcel of property shall be deemed to have a common boundary with the Easement Premises if it is separated by a non-navigable river or a street, road, or highway, other than a numbered state or federal highway) and that (b) (i) is or was used as a railroad right of way ("Railroad Right of Way") and (ii) is on a side of the centerline of the Railroad Right of Way that is next to the Grantor's Property (the "Grantor Side"), and (iii) extends no more than ten (10) feet on each side of the Grantee's Telecommunications Cable System (A) as it existed on June 25, 2012 (B) where the actively used components of the Grantee's Telecommunications Cable System are moved or placed, provided, however, that only a single 20-foot easement per moved component may exist at any point in time in the Easement Premises, and the width of the moved component's Easement Premises shall be reduced on one side and increased by an equal linear footage on the other side wherever necessary in order that it shall in all places remain solely within the limits of a single Grantor Side of the Railroad Right of Way, and (C) where new components are installed to connect the existing Telecommunications Cable System to the edge of the Right of Way. The

Easement shall be construed to grant Grantee all rights necessary to abandon in place unused components of Grantee's Telecommunications Cable System.

The Easement shall not include the right to construct on the Easement Premises regenerator huts and similar structures ("Buildings") in addition to those existing on June 25, 2012. The Easement shall include the rights to repair, replace, and expand existing Buildings, provided, however, that no such repair, replacement, or expansion shall increase the site that the Buildings occupy, or the height of any Building, by more than twenty-five percent. The Easement does not permit the construction of microwave towers, cell towers, or other components of a primarily aboveground statewide Telecommunications Cable System.

The Easement includes the right to temporarily use the entire Grantor Side of the Railroad Right of Way for construction or maintenance, so long as Grantee uses its best efforts not to interfere with any real property which, although within the boundaries of the Easement Premises, is actually being used by Grantor; provided, however, that in no event shall Grantee be prohibited from using such real property if it is commercially reasonable to do so under the circumstances or if Grantee's Telecommunications Cable System is currently located within such area. The Easement shall include the right of reasonable ingress and egress to and from the Easement Premises over that portion of the Grantor's real property that underlies the Railroad Right of Way and, for repair and maintenance, over any existing private roads of Grantor, where access from public or railroad roads is not reasonably practical, provided Grantee has made commercially reasonable efforts to give prior notice to Grantor of Grantee's use of Grantor's private roads. Grantee shall not be liable for damages caused by its removal of trees, undergrowth, and brush within the Easement Premises necessary or appropriate for the enjoyment of the Easement. Nothing contained herein shall constitute a waiver of any right that

Grantor may have for any damages to Grantor's property outside of the Easement Premises caused by Grantee's action. If Grantee's action causes damage to any of Grantor's existing improvements, including houses, garages, shops, sheds, and fences, or growing crops, which are within the Easement Premises, Grantee shall pay reasonable compensation to the Grantor for such damage to the extent provided by law.

From and after January 18, 2013, subject to all the restrictions and limitations stated herein, the Easement includes the right to construct and install additional components of a Telecommunications Cable System within the Easement Premises. Grantee agrees that, unless (a) it is required to do so by the railroad or other owner of Railroad Right of Way or (b) it is commercially reasonable under the circumstances to do so, it will not install additional components of a Telecommunications Cable System in the area of the Easement Premises that is outside a parallel fence constructed by the railroad or other owner of Railroad Right of Way or is actually being used by the Grantor or its successor, provided, however, that the foregoing shall not be binding upon Grantee if Grantee's Telecommunications Cable System is currently located

~~within such area. If Grantee's action causes damage to any of Grantor's existing improvements,~~
including houses, garages, shops, sheds, and fences, or growing crops, which are within the Easement Premises, Grantee shall pay reasonable compensation to the Grantor for such damage to the extent provided by law.

The Easement includes all rights necessary to the lawful occupation of the Easement Premises by an existing Telecommunications Cable System, and by any additional Telecommunications Cable System that is constructed and installed by or on behalf of Grantee in the Easement Premises and that is owned or operated by either (a) Grantee or (b) any person or entity to which Grantee sold, granted, leased, or otherwise transferred or may hereafter sell,

grant, lease, assign, or otherwise transfer, all or any part of the rights in or use of such Telecommunications Cable System.

The Easement, however, does not apply to any Telecommunications Cable System that existed on June 25, 2012, but that was acquired by Grantee after that date (unless such Telecommunications Cable System or component thereof was acquired from any of Sprint Communications Company L.P.; Qwest Communications Company, LLC, f/k/a Qwest Communications Corporation; Level 3 Communications, LLC, Level 3 Communications, Inc., and Level 3 Telecom Holdings, Inc.; WilTel Communications, Inc.; WilTel Communications, LLC; and Williams Communications, LLC, f/k/a Williams Communications, Inc., f/k/a Vyvx, Inc.).

No oil, gas, or other mineral rights are granted and no existing oil, gas, or other mineral rights are expanded, limited, or affected by this instrument, provided, however, that Grantor shall not use a method of extraction that interferes with or impairs in any way the Easement, the Telecommunications Cable System, or the exercise of Grantee's rights herein.

~~Grantor shall not, nor shall Grantor authorize others to, construct or create any road, reservoir, excavation, obstruction, structure, or building or change the land grade on, in, over, under, through, or across the Easement Premises without the prior written consent of Grantee, provided that nothing herein shall be construed to affect the rights and obligations of any railroad with respect to the use, improvement, or alteration of its Railroad Right of Way, as provided in any agreement between the railroad and the Grantee, by applicable law, or otherwise.~~

It is understood and agreed that the Easement is not exclusive and is subject to all pre-existing uses and pre-existing rights to use the Easement Premises, whether such uses are by Grantor or others and whether for surface uses, crossings, or encroachments by communication

companies or utilities. It is further understood and agreed that Grantor retains all of its existing rights, if any, to grant, convey, assign, and restrict any and all rights (including future rights and uses) on the Easement Premises, provided, however, and notwithstanding the foregoing, that Grantor shall not use or authorize others to use the Easement Premises in a manner that interferes with or impairs in any way Grantee's Telecommunications Cable System or the exercise by Grantee of the rights granted herein.

Subject to the terms hereof, Grantee shall have all other rights and benefits necessary or useful to the full and complete enjoyment and use of the Easement for the purposes stated herein, including the right to sell, grant, lease, or otherwise transfer all or any part of the rights in or use of the Telecommunications Cable System.

Grantor conveys the Easement without warranty of title to any property interest in the Easement Premises. This instrument does not address and shall not affect any real property rights, including the priority of interests, between Grantor and any railroad or between Grantee and any railroad, or any of their predecessors, successors, past or present predecessors in interest, ~~successors in interest, successors in title, members, partners, parents, subsidiaries, affiliates,~~ lessees, assigns, and past, current, or future licensees or assignees. This Easement is not intended to impact or diminish any railroad's existing rights or property interests in the Right of Way. This Easement shall not be construed to permit Grantee to interfere with railroad operations. This Easement also shall not permit any component of a Telecommunications Cable System to remain in a Railroad Right of Way except (a) under existing or future agreements with the railroad or (b) in any Railroad Right of Way in which no railroad operates and no railroad retains any right, title, or interest. This Easement also shall not permit any new components to be installed to connect the existing Telecommunications Cable System to the edge of the Right

of Way in any Railroad Right of Way as to which the Interstate Commerce Commission or the Surface Transportation Board has entered an order, pursuant to 49 U.S.C. § 10903, that the railroad is authorized to cease to provide or maintain rail service over that right of way and the railroad no longer provides or maintains rail service over that line, provided that if the railroad does not cease such rail service or later reactivates such service, then this limitation shall not apply.

This Telecommunications Cable System Easement Deed is executed and delivered on behalf of Grantor for the purpose of granting the Easement to Grantee in, on, over, under, through and/or across the Easement Premises to the full extent of Grantor's right, title or interest, if any, in or to the Easement Premises, and the Easement granted hereby shall affect the Easement Premises only to the extent of Grantor's right, title, and interest therein. Grantor and Grantee agree that this Telecommunications Cable System Easement Deed shall not grant any rights to the Easement Premises, or any portion thereof, in which Grantor holds no right, title or interest.

~~No rights reserved to Grantor herein shall be deemed to expand rights reserved to Grantor~~
under any other easement, right of way, license, lease, or any similar instrument or court order. No limitation herein on the rights of Grantee shall be deemed to limit rights heretofore granted by Grantor or its predecessors in interest under any other easement, right of way, license, lease, or any similar instrument or court order.

The terms and provisions of this instrument shall constitute covenants running with the land and shall be binding upon and inure to the benefit of the Settling Defendants, the Grantor, their successors, assigns, personal representatives, and heirs.

This instrument fully sets forth the terms and conditions of the Easement. There are no oral or other written agreements between Grantor and Grantee that modify, alter, or amend this instrument.

TO HAVE AND TO HOLD the Easement, rights and privileges unto Grantee, its successors and assigns in perpetuity or until such time as Grantee shall cause the Easement to be released of record.

3. Settling Defendants may record this Easement under the terms and conditions set forth in the Settlement Agreements.

Date: January 25, 2013

/s/ Howard F. Sachs
Honorable Howard F. Sachs
Senior United States District Judge

**ECF
DOCUMENT**

I hereby attest and certify this is a printed copy of a document which was electronically filed with the United States District Court for the Western District of Missouri.

Date Filed: 01/25/13

ANN THOMPSON, CLERK

By: K. Davis

Deputy Clerk

Grantee's Name: Qwest, as defined in the "Settlement Agreement" referenced in this easement. That Settlement Agreement defines "Qwest" to include (1) Qwest Communications International Inc., (2) Qwest Communications Corporation, now known as Qwest Communications Company, LLC, and (3) all of these entities' predecessors, successors, assigns, parents, affiliates and subsidiaries.

Address for Grantee: Qwest Communications Company, LLC, 700 West Mineral Avenue, Littleton, CO 80120, Attn: Jack Shives, ROW Manager

Tax Address for Grantee: Same as above

EXHIBIT 1

THE REAL PROPERTIES SUBJECT TO THE FOREGOING EASEMENT DEED BY COURT ORDER
IN SETTLEMENT OF LANDOWNER ACTION AND THE OWNERS THEREOF INCLUDE, BUT ARE NOT LIMITED TO,
THE FOLLOWING NAMED PARTIES AND PARCELS, WHICH ARE IDENTIFIED BY
REFERENCE TO THE PARCEL IDENTIFICATION NUMBERS ESTABLISHED BY THE
JACKSON COUNTY, MISSOURI TAX ASSESSOR'S OFFICE

*Grantors' Mailing Address Information
(not necessarily the address of the subject parcels)

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
71-900	71-900-04-14-01-0-00-000	47N-31W-34	Garland	Elvin Dean & Shirley B	Greenwood	MO	64034
62-640	62-630-05-55-00-0-00-000	47N-32W-12	Baird	William A & Hillory L	Lees Summit	MO	64081
62-620	62-620-10-01-00-0-00-000	47N-32W-12	Engleberts	John E	Wentzville	MO	63385
62-620	62-620-10-04-00-0-00-000	47N-32W-12	Nedelco	James G & Susan L	Lees Summit	MO	64081
62-310	62-310-02-01-03-0-00-000	47N-32W-3	Gale Communities Inc		Lees Summit	MO	64081
62-310	62-310-02-01-01-0-00-000	47N-32W-3	Wohlleber	William L	Lees Summit	MO	64081
62-310	62-310-02-01-02-0-00-000	47N-32W-3	Wohlleber	William	Lees Summit	MO	64081
13-730	13-730-16-02-01-0-00-000	50N-33W-36	Magnum Group LLC		Kansas City	MO	64114
13-730	13-730-17-04-01-0-00-000	50N-33W-36	Mika Enterprises Inc		Shawnee Mission	KS	66217
13-730	13-730-17-03-00-0-00-000	50N-33W-36	Romo Brothers Properties LLC		Kansas City	MO	64108
13-730	13-730-16-02-02-0-00-000	50N-33W-36	Group Real Estate LLC		Kansas City	MO	64133
71-900	71-900-04-03-00-0-00-000	47N-31W-34	Explosives Truck Leasing Co		Greenwood	MO	64034
62-300	62-300-04-01-01-0-00-000	47N-32W-3	Mikes Farm Inc		Kansas City	MO	64134
62-240	62-240-11-01-00-0-00-000	47N-32W-2	The Summit Wood Baptist Church		Lees Summit	MO	64063
13-700	13-700-04-06-01-0-00-000	50N-33W-36	Reload Central Inc		Kansas City	MO	64123
13-700	13-700-04-07-00-0-00-000	50N-33W-36	Reload Central Inc		Kansas City	MO	64123
13-700	13-700-04-02-00-0-00-000	50N-33W-36	Reload Central Inc		Kansas City	MO	64123

Jackson County, Missouri

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
13-730	13-730-17-01-01-0-00-000	50N-33W-36	Conway Partnership		St Louis	MO	63108
13-730	13-730-17-01-02-0-00-000	50N-33W-36	Mika & Sons Inc		Shawnee Mission	KS	66217
13-730	13-730-17-02-00-0-00-000	50N-33W-36	Mika Enterprises Inc		Shawnee Mission	KS	66217
13-700	13-700-08-08-00-0-00-000	50N-33W-36	Complete Real Estate LLP		Overland Park	KS	66209
13-700	13-700-14-01-00-0-00-000	50N-33W-36	Missouri Valley Enterprises Inc		Kansas City	MO	64125
13-700	13-700-14-03-00-0-00-000	50N-33W-36	Missouri Valley Enterprises Inc		Kansas City	MO	64125
62-240	62-510-02-03-00-0-00-000	47N-32W-11	Winterset Park Community Assoc		Lees Summit	MO	64081
13-700	13-700-14-04-00-0-00-000	50N-33W-36	Missouri Valley Enterprises Inc		Kansas City	MO	64125
13-700	13-700-14-09-00-0-00-000	50N-33W-36	Missouri Valley Enterprises Inc		Kansas City	MO	64125
13-700	13-700-14-08-00-0-00-000	50N-33W-36	Missouri Valley Enterprises Inc		Kansas City	MO	64125
13-700	13-700-17-03-01-0-00-000	50N-33W-36	Champion Graphics Inc		Kansas City	MO	64125
13-700	13-700-17-03-02-0-00-000	50N-33W-36	D & M Enterprise LLC		Kansas City	MO	64157
62-230	62-230-03-01-00-0-00-000	47N-32W-2	Winterset Park Homeowner Assoc		Lees Summit	MO	64081
62-230	62-230-02-06-00-0-00-000	47N-32W-2	Ruf	John A & Maureen F	Lees Summit	MO	64081
61-920	61-920-03-02-00-0-00-000	47N-31W-18	Cason	Kimberly J	Lees Summit	MO	64081
61-920	61-920-03-03-00-0-00-000	47N-31W-18	Rider	Gregory C & Jacquelynn L	Lees Summit	MO	64081
61-920	61-920-03-04-00-0-00-000	47N-31W-18	Belmore	Paul J	Lees Summit	MO	64081
61-920	61-920-03-05-00-0-00-000	47N-31W-18	Cooper	Kevin F & Nancy A	Lees Summit	MO	64081
61-920	61-920-03-06-00-0-00-000	47N-31W-18	Clarence G & Roberta J Wiedenmann Tr		Lees Summit	MO	64081
71-900	71-920-24-94-00-0-00-000	47N-31W-34	Phillip D Cooper Tr		Greenwood	MO	64034
61-920	61-920-03-07-00-0-00-000	47N-31W-18	Miles	William Kevin	Lees Summit	MO	64081
61-920	61-920-03-08-00-0-00-000	47N-31W-18	Evard	Devon S	Lees Summit	MO	64081
61-920	61-920-03-09-00-0-00-000	47N-31W-18	Strope	Kenneth G & Susan M	Lees Summit	MO	64081
61-920	61-920-03-10-00-0-00-000	47N-31W-18	Spies	Mark J & Bobbie J	Lees Summit	MO	64081
61-920	61-920-03-11-00-0-00-000	47N-31W-18	Berry	Stephen E & M Gwen	Lees Summit	MO	64081
61-920	61-920-03-12-00-0-00-000	47N-31W-18	Thompson	Ronald H & Caryn	Lees Summit	MO	64081
61-920	61-920-09-46-00-0-00-000	47N-31W-18	Woodland Glenn LLC		Kansas City	MO	64114
61-910	61-910-04-16-00-0-00-000	47N-31W-18	Steffan	Steven D & Kathryn S	Lake Lotawana	MO	64086
61-910	61-910-04-17-00-0-00-000	47N-31W-18	Scherer Crossing Homeowners Assoc		Lees Summit	MO	64063
61-910	61-910-04-68-00-0-00-000	47N-31W-18	Higdon McNary Construction LLC		Lees Summit	MO	64063
62-230	62-230-02-01-01-0-00-000	47N-32W-2	Ruf Development Inc		Lees Summit	MO	64081
45-240	45-240-06-34-00-0-00-000	48N-32W-5	Glidewell	Gregory V	Raytown	MO	64133
45-240	45-240-06-33-00-0-00-000	48N-32W-5	Glidewell	Gregory V	Raytown	MO	64133
N/A	29-440-14-03-00-0-00-000	49N-33W-7	Southern Union Co		Houston	TX	77210
71-900	71-920-24-20-00-0-00-000	47N-31W-34	Garland	Elvin Dean	Greenwood	MO	64034
61-910	61-910-04-11-01-0-00-000	47N-31W-18	Higdon McNary Construction LLC		Lees Summit	MO	64063
45-240	45-240-06-39-01-0-00-000	48N-32W-5	Glidewell	Gregory V	Raytown	MO	64133
45-240	45-240-07-19-00-0-00-000	48N-32W-5	Raytown Masonic Lodge		Raytown	MO	64133
45-240	45-240-07-23-00-0-00-000	48N-32W-5	Boatmens First National Bank		Charlotte	NC	28202

Jackson County, Missouri

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
45-240	45-240-07-24-00-0-00-000	48N-32W-5	Prieb Properties		Olathe	KS	66063
45-240	45-240-07-11-00-0-00-000	48N-32W-5	Davis	Charles D	Raytown	MO	64138
45-240	45-240-09-34-00-0-00-000	48N-32W-5	Robinson	Delores A	Raytown	MO	64133
45-240	45-240-09-35-00-0-00-000	48N-32W-5	Knotts	James D	Raytown	MO	64133
45-240	45-240-09-36-00-0-00-000	48N-32W-5	Raytown Pet Inc		Raytown	MO	64133
61-910	61-910-04-10-00-0-00-000	47N-31W-18	Naylor	Jill E	Lees Summit	MO	64081
29-520	29-520-37-01-01-5-00-000	49N-33W-8	MCZ/Centrum - Western LLC		Chicago	IL	60622
61-910	61-910-04-09-01-0-00-000	47N-31W-18	Kevin Higdon Construction LLC		Lees Summit	MO	64063
51-400	51-400-01-07-00-0-00-000	48N-32W-27	Barton	Sarah Lee	Canyon Lake	TX	78133
29-410	29-410-33-12-00-0-00-000	49N-33W-7	Washington St Properties LLC		Kansas City	KS	64108
29-410	29-410-33-11-00-0-00-000	49N-33W-7	Washington St Properties LLC		Kansas City	KS	64108
61-910	61-910-04-02-00-0-00-000	47N-31W-18	Pinacle Prop LLC		Lees Summit	MO	64063
61-910	61-910-99-01-00-0-00-000	47N-31W-18	Little Catherine Elaine Tr		Lees Summit	MO	64082
61-900	61-900-04-02-00-0-00-000	47N-31W-18	Mar Enterprises Inc		Lees Summit	MO	64063
61-800	70-200-02-13-00-0-00-000	47N-31W-20	Geiger Ready Mix Co Inc		Leavenworth	KS	66048
61-800	61-800-03-10-00-0-00-000	47N-31W-17	Crawford Mechanical Contracts		Lees Summit	MO	64063
61-800	61-800-03-11-00-0-00-000	47N-31W-17	Crawford Mechanical Contracts		Lees Summit	MO	64063
61-800	61-800-03-08-00-0-00-000	47N-31W-17	Morris	Douglas W & Brenda S	Lees Summit	MO	64082
N/A	29-440-14-02-00-0-00-000	49N-33W-7	Young	Henry A & Barbara	Kansas City	MO	64108
71-900	71-920-24-95-00-0-00-000	47N-31W-34	Phillip D & Marilyn F Cooper Tr		Greenwood	MO	64034
61-800	61-800-03-29-00-0-00-000	47N-31W-17	Hunch Family LP		Lees Summit	MO	64063
N/A	29-440-14-01-00-0-00-000	49N-33W-7	Westside Housing		Kansas City	MO	64108
71-900	71-920-24-21-00-0-00-000	47N-31W-34	Phillip D & Marilyn F Cooper Tr		Greenwood	MO	64034
71-900	71-920-24-01-00-0-00-000	47N-31W-34	Davis	Deborah S	Lees Summit	MO	64063
71-900	71-920-24-02-00-0-00-000	47N-31W-34	Davis	Deborah S	Lees Summit	MO	64063
71-900	71-920-24-03-00-0-00-000	47N-31W-34	Anderson	Diana L	Greenwood	MO	64034
61-430	61-920-02-02-00-0-00-000	47N-31W-18	Dorothy L Bryant Tr		Lees Summit	MO	64081
71-900	71-920-02-01-00-0-00-000	47N-31W-34	Totten	Michael D & Linda	Greenwood	MO	64034
N/A	29-520-36-21-00-0-00-000	49N-33W-8	MCZ/Centrum-Western LLC		Chicago	IL	60622
71-900	71-920-11-01-00-0-00-000	47N-31W-34	Seuferling	Joann M	Shawnee	KS	66216
71-900	71-920-11-01-00-0-00-000	47N-31W-34	Seuferling	Joann M	Shawnee	KS	66216
71-900	71-920-03-05-00-0-00-000	47N-31W-34	Elkarni	Mazen	Overland Park	KS	66212
71-900	71-920-24-19-00-0-00-000	47N-31W-34	Farmer	Bobby Ray & Delores A	Greenwood	MO	64034
51-400	51-400-01-03-00-0-00-000	48N-32W-27	Stebbins	Hollie & Mary	Kansas City	MO	64138
51-400	51-400-01-25-00-0-00-000	48N-32W-27	Silvertooth Fahey Farms Homes Assoc Inc		Kansas City	MO	64138
51-400	51-440-02-01-00-0-00-000	48N-32W-27	Eatherton	Donald R & Joyce	Kansas City	MO	64138
51-400	51-440-03-01-00-0-00-000	48N-32W-27	RBTL Industries LLC		East Lynne	MO	64743
51-400	51-440-06-01-00-0-00-000	48N-32W-27	Myrick	Charles E & Pamela J	Kansas City	MO	64138
51-400	51-440-08-01-00-0-00-000	48N-32W-27	Myrick	Charles E & Pamela J	Kansas City	MO	64138

Jackson County, Missouri

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
51-400	51-400-03-08-00-0-00-000	48N-32W-27	Myrick	Charles E & Pamela J	Kansas City	MO	64138
51-340	51-340-03-99-00-0-00-000	48N-32W-22	Pioneer Gun Club Inc		Raytown	MO	64133
51-340	51-340-03-96-00-0-00-000	48N-32W-22	Pioneer Gun Club		Raytown	MO	64133
51-400	51-340-05-01-00-0-00-000	48N-32W-22	Stebbins	Hollie R III	Raytown	MO	64138
71-400	71-400-03-30-01-0-00-000	47N-31W-27	Hertzog	Jerry L & Helen J	Greenwood	MO	64034
51-310	51-310-07-29-00-0-00-000	48N-32W-22	SR Will Properties		Kansas City	MO	64138
51-310	51-310-01-05-00-0-00-000	48N-32W-22	Corridor Prop LLC		Pleasant Hill	MO	64080
51-310	51-310-01-01-00-0-00-000	48N-32W-22	Corridor Prop LLC		Pleasant Hill	MO	64080
71-400	71-400-03-30-02-0-00-000	47N-31W-27	Hertzog	Jerry L & Helen J	Greenwood	MO	64034
45-640	45-640-16-67-00-0-00-000	48N-32W-9	Eldridge	Steven R	Raytown	MO	64133
45-640	45-640-16-33-00-0-00-000	48N-32W-9	Garrison	Troy A & Luann	Lees Summit	MO	64064
45-640	45-640-16-03-00-0-00-000	48N-32W-9	Devault	Pamela S	Raytown	MO	64133
45-640	45-640-16-50-00-0-00-000	48N-32W-9	Anderman	Sheila H	Raytown	MO	64133
45-640	45-640-16-66-00-0-00-000	48N-32W-9	Woodrige Multi Family		Raytown	MO	64133
71-400	71-400-03-34-00-0-00-000	47N-31W-27	Hertzog	Jerry L & Helen J	Greenwood	MO	64034
45-640	45-640-16-57-00-0-00-000	48N-32W-9	Pitts	Debra A	Raytown	MO	64133
45-640	45-640-16-56-00-0-00-000	48N-32W-9	Ryser	Philip & Kaherine	Raytown	MO	64133
45-640	45-640-07-08-00-0-00-000	48N-32W-9	Lester	Toddy L & Sue J	Raytown	MO	64133
45-640	45-640-07-07-00-0-00-000	48N-32W-9	Quirk	John A	Raytown	MO	64133
45-620	45-620-07-02-00-0-00-000	48N-32W-9	Peraza	Carlos E	Raytown	MO	64133
45-620	45-620-07-23-00-0-00-000	48N-32W-9	Kirlin	Joe A & Doris K	Raytown	MO	64133
45-620	45-620-07-24-00-0-00-000	48N-32W-9	Long	Robert L	Raytown	MO	64133
45-620	45-620-07-53-00-0-00-000	48N-32W-9	Staley	Chad M	Raytown	MO	64133
45-620	45-620-07-54-00-0-00-000	48N-32W-9	Reese	Kenneth M & Wanda L	Raytown	MO	64133
45-620	45-620-07-55-00-0-00-000	48N-32W-9	Staley	James P & Donna J	Raytown	MO	64133
71-400	71-400-03-09-00-0-00-000	47N-31W-27	Collette	William Douglas	Greenwood	MO	64034
45-620	45-620-07-63-00-0-00-000	48N-32W-9	Bartlett	Helen M	Raytown	MO	64133
45-620	45-620-07-64-00-0-00-000	48N-32W-9	Ledgerwood	Gayle A	Raytown	MO	64133
45-620	45-620-07-69-00-0-00-000	48N-32W-9	Goodfellow	Frances Marian	Raytown	MO	64133
45-620	45-620-07-85-00-0-00-000	48N-32W-9	Pool	Eric M & Natalie L	Raytown	MO	64133
45-620	45-620-07-88-00-0-00-000	48N-32W-9	Woolery	Ronald G & Peggy L	Raytown	MO	64133
45-610	45-620-07-89-00-0-00-000	48N-32W-9	Clemons	Wilma J	Belton	MO	64012
45-610	45-610-14-05-00-0-00-000	48N-32W-9	Ann T Walters Tr		Raytown	MO	64133
45-610	45-610-15-01-00-0-00-000	48N-32W-9	Bond	Ross E & Cynthia S	Raytown	MO	64133
45-610	45-610-15-12-00-0-00-000	48N-32W-9	Lakewood Estates Homes Assn		Raytown	MO	64133
45-640	45-640-03-72-00-0-00-000	48N-32W-9	Siegman	Christopher S & Natalie A	Raytown	MO	64133
71-400	71-400-03-32-01-0-00-000	47N-31W-27	Collette	William Douglas	Greenwood	MO	64034
45-640	45-640-03-71-00-0-00-000	48N-32W-9	Cooper	Craig J & Nancy A	Raytown	MO	64133
45-640	45-640-20-06-00-0-00-000	48N-32W-9	Mbah Chijioke	Franklyn	Raytown	MO	64133

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Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
45-640	45-640-20-07-00-0-00-000	48N-32W-9	Berdych	Gregory & Jacqueline	Independence	MO	64055
45-610	45-610-16-20-00-0-00-000	48N-32W-9	Feekin	Arleigh E & Mary J	Raytown	MO	64133
45-610	45-610-16-19-00-0-00-000	48N-32W-9	Goodman	Robert F & Mary	Raytown	MO	64133
45-610	45-610-16-18-00-0-00-000	48N-32W-9	Wilson	Robert G & Joan	Raytown	MO	64133
45-610	45-610-16-40-03-0-00-000	48N-32W-9	Sewell	Richard Dale &	Raytown	MO	64133
45-610	45-610-16-22-00-0-00-000	48N-32W-9	Guess	Londell & Palzeta	Raytown	MO	64133
45-610	45-610-16-23-00-0-00-000	48N-32W-9	Krebs	G W Jay & Linda L	Raytown	MO	64133
45-610	45-610-16-24-00-0-00-000	48N-32W-9	Oehring	Darren & Kim	Raytown	MO	64133
45-610	45-610-16-25-00-0-00-000	48N-32W-9	Ferrara	Anthony	Kansas City	MO	64133
45-610	45-610-16-26-00-0-00-000	48N-32W-9	Kabell	Fred L	Raytown	MO	64133
45-610	45-610-16-27-00-0-00-000	48N-32W-9	Fahlstrom	Jerome E & Jean	Kansas City	MO	64133
45-210	45-210-03-25-00-0-00-000	48N-32W-5	Wendys Old Fashioned Hamburgers of NY		Atlanta	GA	30338
45-210	45-210-09-01-01-0-00-000	48N-32W-5	Raytown Area Chamber of Commerce		Raytown	MO	64133
45-210	45-210-09-01-02-0-00-000	48N-32W-5	Raytown Area Chamber of Commerce		Raytown	MO	64133
45-210	45-210-03-13-00-0-00-000	48N-32W-5	Deshazer	Michael S & Robert A	Spring	TX	77379
45-210	45-210-03-16-00-0-00-000	48N-32W-5	Raytown Residential Rentals LLC		Raytown	MO	64133
45-210	45-210-03-17-01-0-00-000	48N-32W-5	Henry J Houser Tr		Kansas City	MO	64133
45-210	45-210-03-17-02-0-00-000	48N-32W-5	AHG Inc		Russellville	KY	42276
45-210	45-210-03-27-00-0-00-000	48N-32W-5	Blue Ridge Bank & Tr Co		Kansas City	MO	64133
45-210	45-210-03-29-00-0-00-000	48N-32W-5	AHG Inc		Russellville	KY	42276
45-210	45-210-03-29-00-0-00-000	48N-32W-5	AHG Inc		Russellville	KY	42276
45-130	45-130-12-36-00-0-00-000	48N-32W-4	Chaudhri	Javaid B & Shamin J	Kansas City	MO	64109
45-130	45-130-12-34-00-0-00-000	48N-32W-4	Licata	James D & Thomas C	Raytown	MO	64133
45-130	45-130-12-37-00-0-00-000	48N-32W-4	SRI Real Estate Properties LLC		Oklahoma City	OK	73104
45-130	45-130-12-31-00-0-00-000	48N-32W-4	Raytown Villa LLC		Raytown	MO	64133
45-130	45-130-12-13-00-0-00-000	48N-32W-4	Steelman	John M & M Jane	Raytown	MO	64133
45-130	45-130-12-14-00-0-00-000	48N-32W-4	Burnett Investment LLC		Lees Summit	MO	64064
45-130	45-130-12-15-00-0-00-000	48N-32W-4	Renick	Charles G	Raytown	MO	64133
45-130	45-130-12-16-00-0-00-000	48N-32W-4	Burnett Investment LLC		Lees Summit	MO	64064
45-130	45-130-12-17-00-0-00-000	48N-32W-4	Burnett Investment LLC		Lees Summit	MO	64064
45-130	45-130-12-18-00-0-00-000	48N-32W-4	Mertz	Patricia Ann	Kansas City	MO	64151
45-130	45-130-12-19-00-0-00-000	48N-32W-4	Mertz	Patricia Ann	Kansas City	MO	64151
45-130	45-130-12-20-00-0-00-000	48N-32W-4	James M & Terri L Romick Tr		Lees Summit	MO	64064
45-130	45-130-12-21-00-0-00-000	48N-32W-4	Madsen	Roger & Donna	Grandview	MO	64030
45-130	45-130-14-01-00-0-00-000	48N-32W-9	Vang	Chao	Grandview	MO	64030
44-900	44-920-02-01-00-0-00-000	48N-32W-15	Carmack	Leo R & Dorothy	Kansas City	MO	64138
44-900	44-920-02-16-01-0-00-000	48N-32W-15	Scheerer	Todd J & Kim E	Kansas City	MO	64133
44-900	44-900-01-23-00-0-00-000	48N-32W-15	Carolyn A Hendrix Tr		Kansas City	MO	64138
44-900	44-900-01-11-00-0-00-000	48N-32W-15	Carolyn A Hendrix Tr		Kansas City	MO	64138

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Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
44-900	44-900-01-17-00-0-00-000	48N-32W-15	Roller	James D & Kathy E	Kansas City	MO	64138
44-900	44-900-01-16-00-0-00-000	48N-32W-15	Belger	John W III & Shirley J	Kansas City	MO	64138
44-900	44-900-01-15-00-0-00-000	48N-32W-15	Belger	John W III & Shirley J	Kansas City	MO	64138
44-900	44-900-04-02-00-0-00-000	48N-32W-15	Raytown Little League Inc		Raytown	MO	64133
44-800	44-800-03-08-00-0-00-000	48N-32W-14	Corridor Prop LLC		Kansas City	MO	64138
44-800	44-800-03-17-00-0-00-000	48N-32W-14	Corridor Prop LLC		Pleasant Hill	MO	64080
44-640	45-640-07-01-00-0-00-000	48N-32W-9	Willett	Dennis	Raytown	MO	64133
44-430	44-430-02-29-00-0-00-000	48N-32W-10	Miller	Rand A & Margaret	Raytown	MO	64138
44-430	44-430-02-30-00-0-00-000	48N-32W-10	Griffin	Charles	Raytown	MO	64133
44-430	44-430-02-33-00-0-00-000	48N-32W-10	Flanagan	Kathleen M	Raytown	MO	64133
44-430	44-430-02-39-00-0-00-000	48N-32W-10	Thummel	Elmer F & Barbara J	Raytown	MO	64133
44-430	44-430-02-26-00-0-00-000	48N-32W-10	Villafain	Albert T	Raytown	MO	64133
44-430	44-430-04-01-00-0-00-000	48N-32W-10	Davis	William R	Kansas City	MO	64133
70-600	70-600-04-26-00-0-00-000	47N-31W-28	Ron & Nell Brattin Tr		Greenwood	MO	64034
44-430	44-430-04-03-00-0-00-000	48N-32W-10	Wood	Donald Mark	Kansas City	MO	64133
44-430	44-430-05-01-00-0-00-000	48N-32W-10	Iiams	Gina Marie	Kansas City	MO	64133
44-430	44-430-05-18-00-0-00-000	48N-32W-10	Wagner et ux	Ronald V	Cross Timbers	MO	64138
44-430	44-430-05-19-00-0-00-000	48N-32W-10	Delia Yvonne Wagner Tr		Kansas City	MO	64138
70-600	70-600-34-18-00-0-00-000	47N-31W-28	Brattin Ron & Nell Tr		Greenwood	MO	64034
70-200	70-200-01-02-00-0-00-000	47N-31W-20	Lemone Smith Development Co		Columbia	MO	65205
70-200	70-200-01-03-00-0-00-000	47N-31W-20	Larry E & Deanna L Loeffler Tr		Flemington	MO	65650
70-100	70-100-02-02-02-0-00-000	47N-31W-21	Lemone Smith Development Co		Columbia	MO	65205
70-100	70-100-03-04-00-0-00-000	47N-31W-21	Flattery	Gery R & Rau Jeanne C	Lees Summit	MO	64063
70-100	70-100-03-21-00-0-00-000	47N-31W-21	McKenzie	Robert C & Deana L	Lone Jack	MO	64070
70-100	70-100-03-22-00-0-00-000	47N-31W-21	Greer	William T & Betty Jane	Lees Summit	MO	64063
70-100	70-100-03-06-00-0-00-000	47N-31W-21	McKenzie	Robert C & Deana L	Lone Jack	MO	64070
32-840	32-840-02-01-00-0-00-000	49N-32W-32	Shepard	Richard E & Thomas L	Raytown	MO	64133
32-840	32-840-03-24-00-0-00-000	49N-32W-32	Southwestern Bell Telephone		St Louis	MO	63101
32-840	32-840-03-15-00-0-00-000	49N-32W-32	Southwestern Bell Telephone		St Louis	MO	63101
32-840	32-840-03-16-00-0-00-000	49N-32W-32	DS Morgan LLC		Leawood	KS	66224
32-840	32-840-03-25-00-0-00-000	49N-32W-32	Karen K & Steven M Dunn Tr		Leawood	KS	66224
32-840	32-840-03-19-00-0-00-000	49N-32W-32	Thomas M & Karen K Dunn Tr		Raytown	MO	64133
32-840	32-840-03-20-00-0-00-000	49N-32W-32	Arthur M & Steven W Clifford Tr		Raytown	MO	64133
32-840	32-840-03-21-00-0-00-000	49N-32W-32	Arthur M & Steven W Clifford Tr		Raytown	MO	64133
32-840	32-840-03-23-00-0-00-000	49N-32W-32	Arthur M & Steven W Clifford Tr		Raytown	MO	64133
62-640	62-640-10-39-00-0-00-000	47N-32W-12	Buchanan	James E & Debbie C	Lees Summit	MO	64081
32-840	32-840-03-22-00-0-00-000	49N-32W-32	Arthur M & Steven W Clifford Tr		Raytown	MO	64133
32-840	32-840-03-11-00-0-00-000	49N-32W-32	Cirese Real Estate Holdings LP		Kansas City	MO	64114
32-840	32-840-03-12-00-0-00-000	49N-32W-32	Cirese Real Estate Holdings LP		Kansas City	MO	64114

Jackson County, Missouri

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
32-840	32-840-03-13-00-0-00-000	49N-32W-32	Professional Office Buildings LLC		Raytown	MO	64133
32-810	32-540-10-10-00-0-00-000	49N-32W-32	Water Tower Enterprises LP		Overland Park	KS	66212
32-810	32-810-03-13-00-0-00-000	49N-32W-32	Stratford Mo Kan Development		Raytown	MO	64133
32-810	32-810-07-34-00-0-00-000	49N-32W-32	Baanders Jr	August J	Lees Summit	MO	64081
32-810	32-810-07-56-00-0-00-000	49N-32W-32	Moore	Don W & Claudia	Blue Springs	MO	64015
32-810	32-810-07-27-00-0-00-000	49N-32W-32	Bunch	Donald V & Nance J	Raytown	MO	64133
N/A	29-520-33-22-00-0-00-000	49N-33W-8	JI Case Building LLC		St Louis	MO	63103
71-900	71-900-04-11-00-0-00-000	47N-31W-34	Buckley Power Co of Oklahoma Inc		E Englewood	CO	80112
62-640	62-640-10-38-00-0-00-000	47N-32W-12	Simmons	Kenneth R & Paula L	Lees Summit	MO	64081
32-810	32-810-07-28-00-0-00-000	49N-32W-32	Southeast Partners		Lees Summit	MO	64063
32-810	32-810-07-29-00-0-00-000	49N-32W-32	Shepard	Richard E & Connie J	Kansas City	MO	64112
32-810	32-810-07-30-00-0-00-000	49N-32W-32	Curry	Lucille M & Autum M	Raytown	MO	64133
32-810	32-810-07-31-00-0-00-000	49N-32W-32	Flynn	James R	Grain Valley	MO	64029
32-540	32-540-10-10-00-0-00-000	49N-32W-29	Water Tower Enterprises LP		Overland Park	KS	66212
32-530	32-530-08-04-00-0-00-000	49N-32W-29	Water Tower Enterprises LP		Overland Park	KS	66212
32-540	32-540-10-07-00-0-00-000	49N-32W-29	T Hayes LP		Kansas City	MO	64106
32-540	32-530-08-05-00-0-00-000	49N-32W-29	Rutherford	C E	Kansas City	MO	64133
32-540	32-540-10-08-00-0-00-000	49N-32W-29	Beachner	Mary K	Kansas City	MO	64133
32-540	32-540-10-09-00-0-00-000	49N-32W-29	Romeo	Troy G	Lees Summit	MO	64081
62-640	62-640-10-37-00-0-00-000	47N-32W-12	Knipp	Gregory D & Elizabeth D	Lees Summit	MO	64081
32-530	32-530-01-01-00-0-00-000	49N-32W-29	Wahlen	Virginia	Raytown	MO	64133
32-530	32-530-01-12-00-0-00-000	49N-32W-29	Langerock	Jeffrey A	Independence	MO	64052
32-530	32-530-01-08-01-0-00-000	49N-32W-29	ASI Acquisition Corp		Kansas City	MO	64133
32-520	32-520-08-04-00-0-00-000	49N-32W-29	Langerock	Jeffrey A	Independence	MO	64055
62-640	62-640-10-36-00-0-00-000	47N-32W-12	Painter	Dennis R	Lees Summit	MO	64081
32-320	31-110-09-01-00-0-00-000	49N-32W-19	RIL Investments LLC		Kansas City	MO	64112
31-110	31-110-04-05-00-0-00-000	49N-33W-24	Beazer East Inc		Pittsburg	PA	15219
31-110	31-110-08-05-00-0-00-000	49N-33W-24	Leeds Industrial Park Inc		Kansas City	MO	64129
31-110	31-110-09-05-00-0-00-000	49N-33W-24	IWSN40		Greenwood Villa	CO	80112
31-110	31-110-09-01-00-0-00-000	49N-33W-24	RIL Investments LLC		Kansas City	MO	64112
31-110	31-110-09-03-00-0-00-000	49N-33W-24	RIL Investments II LLC		Kansas City	MO	64129
31-110	31-110-09-04-02-0-00-000	49N-33W-24	Olah Enterprises Inc		Kansas City	MO	64129
31-110	31-110-09-04-01-0-00-000	49N-33W-24	KAW Prop LLC		Mission	KS	66202
62-640	62-640-10-35-00-0-00-000	47N-32W-12	Townsend	Bruce G & Gloria D	Lees Summit	MO	64086
29-920	29-920-40-01-00-0-00-000	49N-33W-18	Dean Realty Co		Kansas City	MO	64108
29-920	29-920-20-06-00-0-00-000	49N-33W-18	Dean Realty Co		Kansas City	KS	66108
29-920	29-920-20-06-00-0-00-000	49N-33W-18	Dean Realty Co		Kansas City	KS	66108
29-920	29-920-20-04-01-0-00-000	49N-33W-18	Dean Realty Co		Kansas City	KS	66108
29-920	29-920-22-01-01-0-00-000	49N-33W-18	Hermes	Robert Joseph	Edwards	MO	65326

Jackson County, Missouri

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
29-920	29-920-22-06-02-0-00-000	49N-33W-18	Dean Realty Co		Kansas City	MO	64108
29-620	29-620-15-12-00-0-00-000	49N-33W-9	Basie Court Redevelopment Investors LP		Lees Summit	MO	64064
29-620	29-620-15-05-05-0-00-000	49N-33W-9	Blankinship Distributers Inc		Kansas City	MO	64108
62-640	62-640-10-34-00-0-00-000	47N-32W-12	Heffron	Bradley T & Julie L	Lees Summit	MO	64081
29-620	29-620-16-07-01-0-00-000	49N-33W-9	Black Economic Union of Greater KC		Kansas City	MO	64108
29-620	29-620-16-08-00-0-00-000	49N-33W-9	Black Economic Union		Kansas City	MO	64110
29-620	29-620-17-08-00-0-00-000	49N-33W-9	James E & Judith L Kafka Tr		Kansas City	MO	64145
29-620	29-620-17-02-00-0-00-000	49N-33W-9	James E & Judith L Kafka Tr		Kansas City	MO	64145
29-620	29-620-18-09-00-0-00-000	49N-33W-9	Belger Realty Co Inc		Kansas City	MO	64108
29-620	29-620-18-11-00-0-00-000	49N-33W-9	Belger Realty Co Inc		Kansas City	MO	64108
29-620	29-620-19-01-00-0-00-000	49N-33W-9	Belger Realty Co Inc		Kansas City	MO	64108
29-620	29-620-20-02-00-0-00-000	49N-33W-9	Piney Woods Prop LLC		Kansas City	MO	64108
29-610	29-610-15-05-02-0-00-000	49N-33W-9	2100 Realty Co		Kansas City	MO	64108
62-640	62-640-10-33-00-0-00-000	47N-32W-12	Wald	Mark A & Amy D	Lees Summit	MO	64081
29-610	29-610-15-22-00-0-00-000	49N-33W-9	United Beverage Co Ltd		Kansas City	MO	64108
29-520	29-520-37-02-00-0-00-000	49N-33W-8	MCZ/Centrum - Western LLC		Chicago	IL	60622
29-520	29-520-38-05-00-0-00-000	49N-33W-8	United Missouri Bank		Kansas City	MO	64106
29-520	29-520-34-10-00-0-00-000	49N-33W-8	Belger Realty Co Inc		Kansas City	MO	64108
29-520	29-520-33-11-00-0-00-000	49N-33W-8	Lidias Freight House LLC		Wichita	KS	67202
29-520	29-520-33-12-00-0-00-000	49N-33W-8	Tracks Associates LLC		Rockville	MD	20852
29-520	29-520-33-13-00-0-00-000	49N-33W-8	Levitt Enterprises Inc		Kansas City	MO	64141
29-520	29-520-33-14-00-0-00-000	49N-33W-8	Levitt Enterprises Inc		Kansas City	MO	64141
29-520	29-520-33-15-00-0-00-000	49N-33W-8	2114 Central LLC		Kansas City	MO	64105
62-640	62-640-10-32-00-0-00-000	47N-32W-12	Turner	Gregory W	Lees Summit	MO	64081
29-520	29-520-48-01-00-0-00-000	49N-33W-8	Martin Outdoor Advertising Co		Kansas City	MO	64129
29-520	29-520-38-02-00-0-00-000	49N-33W-8	Belger R E Co		Kansas City	MO	64108
29-510	29-510-17-09-00-0-00-000	49N-33W-9	Marvin G Alport Tr		Kansas City	MO	64114
29-510	29-510-18-04-00-0-00-000	49N-33W-9	Privitera Prop LLC		Kansas City	MO	64106
29-510	29-510-19-03-00-0-00-000	49N-33W-8	Camelotte Co		Kansas City	MO	64108
29-510	29-510-20-07-00-0-00-000	49N-33W-8	Linda E Ehinger Tr		Kansas City	MO	64127
29-510	29-510-21-06-00-0-00-000	49N-33W-8	The Childrens Mercy Hospital		Kansas City	MO	64108
29-440	29-440-01-01-02-1-00-000	49N-33W-7	Bannister Realty Company Inc		Kansas City	MO	64138
29-440	29-440-12-02-02-0-00-000	49N-33W-7	Bannister Realty Company Inc		Kansas City	MO	64138
29-440	29-440-12-02-01-0-00-000	49N-33W-7	Rainen Holdings LLC		Shawnee Mission	KS	66208
62-640	62-640-10-31-00-0-00-000	47N-32W-12	Phillips	Gilmer L & Dorothy L	Lees Summit	MO	64081
29-440	29-440-13-06-00-0-00-000	49N-33W-7	Royal Liquors Inc		Kansas City	MO	64108
29-440	29-440-13-04-00-0-00-000	49N-33W-7	Romo Brothers Prop LLC		Kansas City	MO	64108
29-440	29-440-13-05-00-0-00-000	49N-33W-7	Oddo Realty LP		Lenexa	KS	66214
29-440	29-440-15-01-00-0-00-000	49N-33W-7	GDP LLC		Kansas City	MO	64108

Jackson County, Missouri

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
29-440	29-440-16-09-00-0-00-000	49N-33W-7	Brady	Charles W & Patricia	Kansas City	MO	64141
29-440	29-440-16-06-00-0-00-000	49N-33W-7	Hennessy	Dennis D	Overland Park	KS	66212
62-640	62-640-10-30-00-0-00-000	47N-32W-12	Marietta F Johnson & Leonard D Jonson Tr		Ogallala	NE	69153
29-430	29-430-14-03-00-0-00-000	49N-33W-7	Delco Ventures LLC		Kansas City	MO	64108
29-430	29-430-14-04-01-0-00-000	49N-33W-7	Delco Ventures LLC		Kansas City	MO	64108
29-430	29-430-15-08-00-0-00-000	49N-33W-7	Dean Realty Co		Kansas City	MO	64108
29-430	29-430-15-09-00-0-00-000	49N-33W-7	Dean Realty Co		Kansas City	MO	64108
29-410	29-520-33-18-00-0-00-000	49N-33W-8	Jl Case Building LLC		St Louis	MO	63103
28-420	28-330-31-07-00-0-00-000	49N-33W-3	3111 East 17th St LLC		Kansas City	MO	64152
62-640	62-640-10-29-00-0-00-000	47N-32W-12	Deen	Katrina M	Lees Summit	MO	64081
28-420	28-420-09-19-00-0-00-000	49N-33W-10	Kansas City Rubber & Belting		Kansas City	MO	64127
28-420	28-420-10-01-00-0-00-000	49N-33W-10	18th & Benton Liquors		Kansas City	MO	64127
28-420	28-420-06-03-00-0-00-000	49N-33W-3	ANG LLC		Kansas City	MO	64127
28-420	28-330-31-06-00-0-00-000	49N-33W-3	RCB Enterprises		Kansas City	MO	64127
28-340	28-340-20-03-00-0-00-000	49N-33W-3	National Equipment Co Inc		Kansas City	MO	64127
28-340	28-340-18-07-00-0-00-000	49N-33W-3	Melching	Don A & Diana L	Kansas City	MO	64126
28-340	28-340-17-09-00-0-00-000	49N-33W-3	Diane & William R Heinz Tr		Kansas City	MO	64118
28-340	28-340-17-08-00-0-00-000	49N-33W-3	Diane & William R Heinz Tr		Kansas City	MO	64118
28-340	28-340-17-03-00-0-00-000	49N-33W-3	Porembski	Gregory M & Jessica K	Kansas City	MO	64127
N/A	29-520-33-23-00-0-00-000	49N-33W-8	2114 Central LLC		Kansas City	MO	64105
71-900	71-900-04-13-00-0-00-000	47N-31W-34	Explosives Truck Leasing Co		Greenwood	MO	64034
62-640	62-640-10-28-00-0-00-000	47N-32W-12	Moore	Derek & Stephanie	Lees Summit	MO	64081
28-340	28-340-35-24-00-0-00-000	49N-33W-3	Midwest Block & Brick Inc		Jefferson City	MO	65101
28-340	28-340-17-06-00-0-00-000	49N-33W-3	Hoffman Cortes Contg Co		Kansas City	MO	64108
28-330	28-330-32-05-00-0-00-000	49N-33W-3	Danmark VII LLC		Kansas City	MO	64127
28-330	28-330-32-07-00-0-00-000	49N-33W-3	Danmark VII LLC		Kansas City	MO	64127
28-230	28-230-02-01-00-0-00-000	49N-33W-2	MDJ Investment Co		Kansas City	MO	64108
28-220	28-220-36-01-00-0-00-000	49N-33W-2	Group Triad		Independence	MO	64055
28-220	28-220-36-02-00-0-00-000	49N-33W-2	Hankins Services Inc		Kansas City	MO	64127
28-220	28-220-36-09-00-0-00-000	49N-33W-2	Hankins Services Inc		Kansas City	MO	64127
28-220	28-220-36-08-00-0-00-000	49N-33W-2	Mellgren Properties LLC		St Paul	MN	55103
62-640	62-640-10-27-00-0-00-000	47N-32W-12	Ross	Bruce & Teresa	Lees Summit	MO	64081
28-220	28-220-33-39-00-0-00-000	49N-33W-2	Mellgren Properties LLC		St Paul	MN	55103
28-220	28-220-33-42-01-0-00-000	49N-33W-2	Bradco Realty Corp		Beloit	WI	53511
28-220	28-220-33-37-00-0-00-000	49N-33W-2	Bradco Realty Corp		Beloit	WI	53511
28-210	28-210-09-14-00-0-00-000	49N-33W-2	5301 E 9th St LLC		Lees Summit	MO	64064
28-210	28-210-14-01-00-0-00-000	49N-33W-2	5301 E 9th St LLC		Lees Summit	MO	64064
28-110	28-210-14-02-00-0-00-000	49N-33W-2	McCray Lumber Co		Overland Park	KS	66211
28-210	28-210-16-01-00-0-00-000	49N-33W-2	McCray Lumber Co		Overland Park	KS	66211

Jackson County, Missouri

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
28-110	28-140-09-56-00-0-00-000	49N-33W-1	My Three Sons Realty LLC		Kansas City	MO	64126
62-640	62-640-10-26-00-0-00-000	47N-32W-12	Hummel	Patricia Ann	Lees Summit	MO	64081
28-110	28-140-09-52-01-0-00-000	49N-33W-1	Surface Technologies Inc		Kansas City	MO	64126
28-110	28-140-09-49-00-0-00-000	49N-33W-1	Sleyster	Shirley	Kansas City	MO	64126
28-110	28-140-09-48-00-0-00-000	49N-33W-1	WDS LLC		Kansas City	MO	64126
28-110	28-140-09-01-00-0-00-000	49N-33W-1	Piraino	Rosario & Katherine M	Kansas City	MO	64119
28-110	28-140-29-12-00-0-00-000	49N-33W-1	Shepard	Thomas L & Colleen	Kansas City	MO	64126
28-110	28-140-29-10-00-0-00-000	49N-33W-1	Bull of the Woods		Kansas City	MO	64126
28-110	28-140-29-11-00-0-00-000	49N-33W-1	Radillo Real Estate LLC		Kansas City	MO	64126
28-110	28-140-29-02-00-0-00-000	49N-33W-1	May	Phyllis J	Kansas City	MO	64126
28-110	28-140-29-01-00-0-00-000	49N-33W-1	Radillo Real Estate LLC		Kansas City	MO	64126
28-110	28-140-16-11-00-0-00-000	49N-33W-1	George A Stone Tr		Kansas City	MO	64126
62-640	62-640-10-25-00-0-00-000	47N-32W-12	1121 Land Tr		Lees Summit	MO	64081
28-110	28-120-07-01-00-0-00-000	49N-33W-1	Aguirre	Jesus E & Mary J	Kansas City	MO	64123
28-110	28-110-09-04-02-3-00-000	49N-33W-1	Allied Services LLC		Phoenix	AZ	85038
28-110	28-110-09-04-01-1-00-000	49N-33W-1	Ford Warehouses Corp		Kansas City	MO	64126
28-110	28-110-03-18-01-0-00-000	49N-33W-1	Ace Grease Service Inc		Millstadt	IL	62260
28-110	28-110-03-01-00-0-00-000	49N-33W-1	Haley	Martin W & Theresa A	Kansas City	MO	66106
28-110	28-110-03-12-00-0-00-000	49N-33W-1	Ace Grease Service Inc		Millstadt	IL	62260
62-640	62-640-10-24-00-0-00-000	47N-32W-12	County	William D & Claudell H	Lees Summit	MO	64081
27-420	27-420-05-02-00-0-00-000	49N-32W-7	HHH Partners		Kansas City	MO	64126
27-420	27-420-08-01-00-0-00-000	49N-32W-7	WRB LLC		Overland Park	KS	66213
62-640	62-640-10-23-00-0-00-000	47N-32W-12	Epperson	Tommy L & Dawn A	Lees Summit	MO	64063
27-330	27-330-15-01-00-0-00-000	49N-33W-1	Sleyster Family Investments LP		Kansas City	MO	64126
27-330	27-330-13-11-00-0-00-000	49N-32W-6	Kasserman	Jennifer Leigh	Kansas City	MO	64166
27-330	27-330-13-12-00-0-00-000	49N-32W-6	AMH Real Estate Holdings LLC		Kansas City	MO	64126
27-330	27-330-26-01-00-0-00-000	49N-32W-6	HHH Partners		Kansas City	MO	64126
27-330	27-330-26-03-00-0-00-000	49N-32W-6	HHH Partners		Kansas City	MO	64126
62-640	62-640-10-22-00-0-00-000	47N-32W-12	Jenkins	Eugene V & Amy E	Lees Summit	MO	64081
62-640	62-640-10-21-00-0-00-000	47N-32W-12	Wilson	Mark S	Lees Summit	MO	64081
62-640	62-640-10-20-00-0-00-000	47N-32W-12	Crowder	Donzelle Sr & Alfreda E Nelson	Lees Summit	MO	64081
62-640	62-640-10-19-00-0-00-000	47N-32W-12	Margorie E Barth Tr		Lees Summit	MO	64081
71-900	71-900-04-03-00-0-00-000	47N-31W-34	Explosives Truck Leasing Co		Greenwood	MO	64034
62-640	62-640-10-18-00-0-00-000	47N-32W-12	Siddiqi	Zahir B & Gulnaz	Lees Summit	MO	64081
62-640	62-640-10-17-00-0-00-000	47N-32W-12	Weismann	Larry A & Deborah D	Lees Summit	MO	64081
62-640	62-640-10-16-00-0-00-000	47N-32W-12	Kelly	Christine R & Bryan M	Lees Summit	MO	64081
62-640	62-640-10-15-00-0-00-000	47N-32W-12	Pelzer	Thomas B & Kelly Jean	Lees Summit	MO	64081
62-640	62-640-10-14-00-0-00-000	47N-32W-12	Schroer	Shawn F & Donna L	Lees Summit	MO	64081
62-640	62-640-10-13-00-0-00-000	47N-32W-12	Adams	Shirley	Lees Summit	MO	64081

Assessor Map	Assessor Parcel #	T_R_S	Grantor's Last Name	Grantor's First Name	City	ST	ZIP
62-640	62-640-10-12-00-0-00-000	47N-32W-12	Martin	David R & Elise C	Lees Summit	MO	64081
62-640	62-640-10-11-00-0-00-000	47N-32W-12	Rooney	Jeffrey Todd & Kimberly A	Lees Summit	MO	64081
62-640	62-640-10-10-00-0-00-000	47N-32W-12	Fauss	Adam & Amy	Lees Summit	MO	64081
62-640	62-640-10-09-00-0-00-000	47N-32W-12	Heimes	Dean B & Bonnie L	Lees Summit	MO	64081
62-640	62-640-10-08-00-0-00-000	47N-32W-12	Gary J & Jo Ann Spruill Tr		Lees Summit	MO	64081
62-640	62-640-10-07-00-0-00-000	47N-32W-12	Schroeder	Regena H	Lees Summit	MO	64081
62-640	62-640-10-06-00-0-00-000	47N-32W-12	Werthman	John P & Deborah K	Lees Summit	MO	64081
62-640	62-640-10-04-00-0-00-000	47N-32W-12	Findlay	William L & Krystin A	Lees Summit	MO	64081
62-640	62-640-10-03-00-0-00-000	47N-32W-12	Geurin	Roger & Linda	Lees Summit	MO	64081
62-640	62-640-10-02-00-0-00-000	47N-32W-12	Raukar	Robert J & Debbie L	Lees Summit	MO	64081
62-640	62-640-10-01-00-0-00-000	47N-32W-12	The Crossing Homes Assoc Inc		Lees Summit	MO	64086
61-430	61-430-09-02-00-0-00-000	47N-31W-7	Woodland Glenn LLC		Rockville	MO	64780
62-630	62-640-10-40-00-0-00-000	47N-32W-12	Teeters	Judith T & Dorothy E	Lees Summit	MO	64081
62-630	62-630-05-50-00-0-00-000	47N-32W-12	Teeters	Judith T & Dorothy E	Lees Summit	MO	64081



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VIA E-FILING

239902

January 19, 2016

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

ENTERED
Office of Proceedings
January 19, 2016
Part of
Public Record

Re: STB Finance Docket No. 35982, Jackson County, Missouri – Acquisition and
Operation Exemption – Union Pacific Railroad Company

Dear Ms. Brown:

Enclosed for filing in the above-reference docket is the Reply of Jackson County to CenturyLink Communications, LLC's Motion for Housekeeping Stay.

If you have any questions, please let me know.

Respectfully Submitted,

A handwritten signature in blue ink that reads 'Justin J. Marks'.

Justin J. Marks

Enclosures

EXHIBIT 4

nossaman.com

EXPEDITED HANDLING REQUESTED

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35982

**JACKSON COUNTY, MISSOURI
-- ACQUISITION EXEMPTION--
UNION PACIFIC RAILROAD COMPANY**

**VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1150.31**

Kevin M. Sheys
Justin J. Marks
Nossaman LLP
1666 K Street, NW, Suite 500
Washington, DC 20006
(202) 887-1400
Counsel for Jackson County, Missouri

Dated: January 19, 2016

EXPEDITED HANDLING REQUESTED

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35982

**JACKSON COUNTY, MISSOURI
-- ACQUISITION EXEMPTION--
UNION PACIFIC RAILROAD COMPANY**

**VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1150.31**

**JACKSON COUNTY'S REPLY TO CENTURYLINK COMMUNICATIONS, LLC'S
MOTION FOR HOUSEKEEPING STAY**

Jackson County, Missouri through undersigned counsel, hereby replies in opposition to the Motion of CenturyLink Communications, LLC, for a Housekeeping Stay of Jackson County's December 23, 2015 Verified Notice of Exemption. Petitioner's Motion should be denied because *none* of CenturyLink's stated concerns relate to the validity of the Notice; *all* of Petitioner's stated concerns relate to an apparent commercial dispute with Union Pacific Railroad Company regarding fiber optic easements and Petitioner has not otherwise established any need for a housekeeping stay.¹

INTRODUCTION

On December 23, 2015, Jackson County filed the Notice. Jackson County seeks an exemption to acquire from UPRR and operate approximately 17.7 miles of rail line (the

¹ CenturyLink Communications, LLC is referred to herein as "CenturyLink" or "Petitioner." The Motion for Housekeeping Stay is referred to herein as the "Motion." The Notice of Exemption is referred to as the "Notice." The Union Pacific Railroad Company is referred to as "UPRR."

“Corridor”). In the Notice, Jackson County twice noted that substantially all of the Corridor is out of service, that the Corridor serves no freight customers, but that if a customer requires service, Jackson County would provide service. Notice at 3. The Notice is scheduled to become effective on Friday, January 22, 2016.

On January 15, 2016, CenturyLink filed a Motion for a housekeeping stay and an order that Jackson County “immediately release relevant documents ... and information to address issues raised by CenturyLink.” Motion at 10.² CenturyLink asserts that a housekeeping stay and release of documents is required because it is not clear from the Notice whether its rights under two fiber optic easements will be preserved upon consummation of Jackson County’s acquisition of the Corridor. CenturyLink asserts that its rights under one of the easements are tied to “whether a railroad operates or retains any right, title, or interest” in the Corridor and that if not “the center of its national network could be jeopardized with cascading, detrimental consequences to telecommunications service across the nation.” Motion at 13.

CenturyLink has fiber maintenance, ingress/egress and relocation obligations under one or both of these easements. Motion at 5-6. CenturyLink points out that the Notice fails to disclose the “possible impact to CenturyLink of the proposed transaction” and “makes no reference to affected third parties with rights in the corridor, such as underlying landowners, or easement holders like CenturyLink.” Motion at 12.

The Board grants housekeeping stays when it needs additional time or information (before a notice of exemption becomes effective) to consider issues presented in the

² Petitioner does not move to reject the Notice (see Motion at 9, n. 11) and does not seek a traditional stay (see Motion at 11), so Jackson County will not address the legal arguments made with regard to both of these remedies and will limit its discussion to the relevant factual assertions made in the section of the Motion discussing traditional stay criteria. See Motion at 11-14.

housekeeping stay request.³ Jackson County respectfully submits the Motion should be denied because the Board does not need additional time or information to consider the issues presented by CenturyLink before the Notice becomes effective. Although substantial portions of the Corridor are out of service and the Corridor serves no freight customers, Jackson County has said that it would provide service if a freight customer requires service. Jackson County *does* plan to use the Corridor for a recreational trail and may use it for commuter rail service. However, neither of these uses are inconsistent with its freight service obligation and the applicable Board rules (at 49 C.F.R. § 1150.31, *et seq*) do not require an applicant to describe uses of the line to be acquired and third party impacts beyond the purview of the Board.

As Jackson County explains below, CenturyLink’s rights are *expressly not* tied to “whether a railroad operates or retains any right, title, or interest” in the Corridor and the contiguity of its fiber network is not affected by Jackson County’s proposed acquisition. CenturyLink’s concerns are entirely commercial in nature and beyond the jurisdiction of the Board. CenturyLink appears to have a dispute with UPRR and seeks a housekeeping stay (and release of documents) to gain leverage in its dispute. Jackson County, caught in the middle, respectfully requests that the Board not allow its housekeeping stay procedure to be used to delay a project that is of vital interest and importance to the citizens of Jackson County and the region.

ARGUMENT

The Board will grant a housekeeping stay when it needs additional time or information (before a notice becomes effective) to consider the issues presented in the housekeeping stay request.⁴ Petitioner asserts that the Notice of Exemption procedure may not be appropriate for Jackson County’s acquisition of the Corridor and that the Board (and Petitioner) need time

³ *General Railway Corp., D/B/A/ Iowa Northwestern Railroad – Exemption for Acquisition of Railroad Line – in Osceola and Dickinson Counties, IA*, STB Finance Docket No. 34867, slip op at 2 (STB Served May 25, 2006).

⁴ *Id.*

(beyond January 22, 2016 when the Notice becomes effective) to examine the proposed transaction. Petitioner's supporting arguments fall into two broad categories: first, that Petitioner's own rights in two fiber easement agreements may be in jeopardy if the Board does not issue a housekeeping stay and look into the transaction; second, that apart from its own interests, use of the class exemption procedure might not be appropriate with respect to this transaction and the Board should issue a housekeeping stay to evaluate this issue. In this case, a housekeeping stay is not necessary or appropriate, because the Board can consider and dispose of all of Petitioner's issues with information now in the record before the January 22d effective date of the Notice.

1. None of CenturyLink's Assertions Regarding The Confidential Easement Agreement Implicate The Board's Jurisdiction

CenturyLink and UPRR are parties to a confidential Easement Agreement that governs CenturyLink's fiber rights on the Corridor. It is important to note that CenturyLink does not even assert that its rights under the confidential Easement Agreement are dependent on the rail carrier status of the owner/operator. CenturyLink does disclose that the confidential Easement Agreement gives it "certain rights to maintain its fiber optic facilities" along and within the Corridor; rights of ingress and egress to the Corridor; and that the confidential Easement Agreement "defines when CenturyLink can be required to relocate its facilities (at CenturyLink cost or otherwise)." Motion at 5. All three of these issues - maintenance, ingress/egress and relocation obligations/costs - are commercial issues between UPRR and CenturyLink governed by the terms of the confidential Easement Agreement and plainly beyond the Board's jurisdiction.⁵

⁵ Recognizing that none of its issues are within the jurisdiction of the Board, CenturyLink asserts that "utility property issues can be inextricably intertwined with rail transportation issues." Motion at 6. Perhaps they can, but

It appears (see Motion at 5) that UPRR and CenturyLink have a dispute about partial assignment of the confidential Easement Agreement. Whether UPRR has the right to partially assign the confidential Easement Agreement is not an issue within the Board's jurisdiction. It is properly left to negotiations and (failing that) dispute resolution between UPRR and CenturyLink in front of a tribunal with jurisdiction.

2. None of CenturyLink's Assertions Regarding the Court Easement Deed Implicate the Board's Jurisdiction

CenturyLink explains that it possesses certain other rights in the Corridor (besides those in the confidential Easement Agreement) granted by an easement deed by federal court order (the "Court Easement Deed"). First, according to CenturyLink, the Court Easement Deed gives it the right to "maintain its facilities in railroad rights-of-way, including the Corridor." Motion at 6. Like CenturyLink's maintenance rights under the confidential Easement Agreement, its maintenance rights under the Court Easement Deed do not implicate the jurisdiction of the Board.

Second, CenturyLink asserts that the Court Easement Deed includes "important provisions, which are relevant here, including provisions that tie certain rights gained by CenturyLink via the class action to whether a railroad operates or retains any right, title, or interest in the Railroad Right of Way." Motion at 6. CenturyLink asserts that these rights make "the issue of whether the Corridor will remain an operating rail line by a *bona fide* railroad, or whether UPRR will retain any interest therein" critical to CenturyLink. *Id.* CenturyLink includes a copy of the Court Easement Deed (see *id.* n. 5, Exhibit D to the Motion), but does not cite to any provisions or otherwise explain how it is "important" or "relevant" or which provisions "tie"

they are not intertwined in the present case. The two cases Petitioner relies on, see Motion at 6-7, involve ICCTA preemption of state law. CenturyLink is not raising an ICCTA preemption issue, so the cited cases are inapposite.

rights gained by CenturyLink “to whether a railroad operates or retains any right, title, or interest” in the Corridor. CenturyLink does say:

If the Corridor ceases use by a railroad for freight railroad purposes, and UPRR declines to retain an interest therein, CenturyLink's rights under its easements could be diminished. If this occurs, CenturyLink could be subject to renewed claims of trespass and for ejectment from the Corridor. If CenturyLink loses these hard-fought rights in the Corridor, the center of its national network could be jeopardized with cascading, detrimental consequences to telecommunications service across the nation.

Motion at 13.

Petitioner has the burden of proof on this Motion and has not shown how its rights under the Court Easement Agreement are affected by the validity of the Notice. In fact, the relevant language in the Court Easement Deed contradicts Petitioner’s domino theory quoted above – it *unties* CenturyLink’s existing fiber system from whether there is an operating railroad or one with retained property rights. It expressly allows CenturyLink’s existing fiber system to remain even if “no railroad operates and no railroad retains any right, title or interest.” Court Easement Agreement, Exhibit D to Motion at 7.⁶ The Court Easement Agreement provides that CenturyLink cannot connect its existing fiber system to *new* fiber lines from off the easement property, but this is a limit on expansion from fiber lines off the easement property, not a limit on the existing fiber system.⁷

⁶ The relevant language is:

This Easement also shall not permit any component of a Telecommunications Cable System to remain in a Railroad Right of Way except (a) under existing or future agreements with the railroad or (b) in any Railroad Right of Way in which no railroad operates and no railroad retains any right, title, or interest.

Court Easement Agreement at 7.

⁷ The relevant language is:

This Easement also shall not permit any new components to be installed to connect the existing Telecommunications Cable System to the edge of the Right of Way in any Railroad Right of Way as to which the Interstate Commerce Commission or the Surface Transportation Board has entered an order, pursuant to 49 U.S.C. § 10903, that the railroad is authorized to cease to provide or maintain rail service over that right of way and the railroad no longer provides or maintains rail service over that line, provided

There are no deficiencies in Jackson County's Notice, but in any case CenturyLink's national fiber network is not in jeopardy because of Jackson County's planned acquisition and there will be no "cascading, detrimental consequences to telecommunications service across the nation" as a result of the acquisition. See Motion at 13.

3. CenturyLink's General Arguments Regarding The Need For A Housekeeping Stay Are Unpersuasive

Petitioner's second broad argument is that the Board should issue a housekeeping stay to determine whether use of the class exemption procedure might not be appropriate with respect to this transaction (see Motion at 2). When one strips away CenturyLink's commercial motives (discussed above), its housekeeping stay argument is particularly unpersuasive.

First and most fundamentally, CenturyLink does not identify a single misstatement in the Notice. With respect to freight service, Petitioner is aware of the fact that UPRR does not provide service today. See Motion at 3, n. 1. In 1979, the St. Louis Southwestern Railway Company, a subsidiary of the Southern Pacific Transportation Company acquired and then embargoed the Corridor. UPRR acquired the line through its merger with Southern Pacific in 1996.⁸ To the best knowledge of Jackson County, UPRR has not provided service on the Corridor since the acquisition almost twenty (20) years ago. With respect to freight service, the Notice is very clear: a substantial portion of the Corridor is out of service; there are no freight customers; Jackson County will provide service if a freight customer requires service, through a contract operator.

that if the railroad does not cease such rail service or later reactivates such service, then this limitation shall not apply.

Court Easement Agreement at 7-8.

⁸ *Missouri Central Railroad Co. – Acquisition and Operation Exemption – Lines of Union Pacific Railroad Co.*, STB Finance Docket No. 33508 slip op at 8-9 (STB served Apr. 30, 1998).

Second, CenturyLink asserts that Jackson County's planned trail use and possible commuter rail use are inconsistent with or would complicate freight use and that these uses were not mentioned in the Notice. Motion at 4 ("A stay is needed in this matter so the Board ... can better understand the more complicated nature of the planned use of the Corridor than is otherwise set forth in the Notice");⁹ Motion at 7 (the notice procedure may be inappropriate "because of the lack of complete information regarding the future use of the Corridor"); Motion at 10 ("the County appears intent on removing tracks in favor of a recreational trail, and for converting the Corridor to future transit use"). Trail and commuter rail use are not inconsistent with the provision of freight service. Numerous recreational trails run adjacent to active rail lines in the United States and numerous commuter rail operations share track and/or a rail corridor with freight. Acknowledging the importance of safety, rail with trails and commuter/freight rail shared use are not unusual or complicated uses. Between the public planning process and the Notice, Jackson County has provided complete information to the public regarding its plans. The Notice was not required to describe consistent uses outside of the STB jurisdiction. Jackson County has no plans to remove track for the trail and Petitioners statement regarding track removal is unfair and unsubstantiated.¹⁰

⁹ CenturyLink reveals that the complexity it anticipates is not really among Jackson County's planned uses, but between Jackson County's uses and CenturyLink's uses:

"[n]on-freight railroad uses of the Corridor (such as for a trail, or commuter rail) may create operating conflicts for CenturyLink, and complicate issues regarding responsibility for the cost of any telecommunications facility relocation necessary to accommodate such uses that were not contemplated in the easement agreement or court order. CenturyLink also requires continuing access to the Corridor, including the right to supplement facilities and repair telecommunications facilities."

Motion at 6. This is a commercial issue.

¹⁰ With regard to Petitioner's "attempts to reach out to counsel for the County" for definitive answers (see Motion at 10), counsel for Petitioner called Jackson County counsel for the first time on January 13 and the purpose of the call

CONCLUSION

For the foregoing reasons, Jackson County respectfully requests that the Board deny CenturyLink's Motion.

was to inform counsel of Petitioner's intention to seek a housekeeping stay unless Jackson County wished instead to withdraw the Notice or itself ask the Board to extend the effective date of the Notice.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'K. Sheys', with a stylized flourish at the end.

Kevin M. Sheys
Justin J. Marks
Nossaman LLP
1666 K Street, NW, Suite 500
Washington, DC 20006
(202) 887-1400

Counsel for Jackson County, Missouri

Dated: January 19, 2016

CERTIFICATE OF SERVICE

I hereby certify that on this 19th day of January 2016, I served a copy of the foregoing via email and first class mail upon:

Brown, Sandra L.
Thompson Hine LLP
1919 M Street, Suite 700
Washington, DC 20036

Counsel for CenturyLink Communications, LLC


Justin J. Marks

Counsel for Jackson County, Missouri

SURFACE TRANSPORTATION BOARD

Docket No. FD 35982

JACKSON COUNTY, MO.—ACQUISITION AND OPERATION EXEMPTION—UNION
PACIFIC RAILROAD COMPANY

Decided: January 21, 2016

On December 23, 2015, Jackson County, Mo. (Jackson County), filed a verified notice of exemption under 49 C.F.R. § 1150.31 to acquire from Union Pacific Railroad Company (UPRR) and to operate, approximately 17.7 miles of rail line between milepost 288.3 and milepost 270.6, in Jackson County, Mo. (the Line). In its verified notice, Jackson County states that upon consummation of the transaction, it would become a Class III carrier and that, if a customer requires service, Jackson County would provide service by engaging a contract operator. The notice of exemption was served and published in the Federal Register on January 8, 2016 (81 Fed. Reg. 992). The exemption is scheduled to become effective on January 22, 2016.

On January 15, 2016, CenturyLink Communications, LLC (CenturyLink), filed a petition for a housekeeping stay of the notice of exemption to acquire and operate the Line, arguing that the Board needs more information to determine whether the notice of exemption process is appropriate for this transaction. CenturyLink is a global communications, hosting, cloud, and information technology services company and maintains a fiber optic telecommunications network that, in part, runs along the Line, pursuant to a confidential Easement Agreement with UPRR's predecessor, Southern Pacific Transportation Company. CenturyLink expresses concern that its rights under the Easement Agreement (and a related court order) could be affected by UPRR's sale to Jackson County and are, thus, inextricably intertwined with rail transportation issues that need to be resolved prior to this exemption becoming effective. CenturyLink also alleges that "the issue of whether the [Line] will remain an operating rail line by a bona fide railroad, or whether UPRR will retain any interest therein, is critical to CenturyLink." CenturyLink suggests that Jackson County may not be a bona fide railroad because of reports that it intends to use the Line for trail purposes.

In a reply filed on January 19, 2016, Jackson County contends that CenturyLink's contract claims under the Easement Agreement and the related court order are not within the Board's jurisdiction. Jackson County also argues that, although it plans to use the Line for a recreational trail and possibly commuter rail service, neither of those uses are inconsistent with its freight service obligation. Jackson County states that it has no plans to remove track for the trail, and it specifically reiterates that it "will provide service if a freight customer requires service, through a contract operator."

To provide sufficient time for the Board to address the arguments presented, the effective date of the exemption will be postponed until further order of the Board. The Board anticipates issuing a decision by February 4, 2016.

It is ordered:

1. The effective date of the exemption is postponed until further order of the Board.
2. This decision is effective on its service date.

By the Board, Rachel D. Campbell, Director, Office of Proceedings.

SURFACE TRANSPORTATION BOARD

DECISION

Docket No. FD 35982

JACKSON COUNTY, MO.—ACQUISITION AND OPERATION EXEMPTION—UNION
PACIFIC RAILROAD COMPANY

Digest:¹ The Board denies the motion of CenturyLink Communications, LLC, for a stay of the effective date of the exemption in this proceeding.

Decided: February 4, 2016

On December 23, 2015, Jackson County, Mo. (Jackson County), filed a verified notice of exemption under 49 C.F.R. § 1150.31 to acquire from Union Pacific Railroad Company (UPRR) and to operate, approximately 17.7 miles of rail line between milepost 288.3 and milepost 270.6, in Jackson County, Mo. (the Line). The notice of exemption was served and published in the Federal Register on January 8, 2016 (81 Fed. Reg. 992). The exemption was scheduled to become effective on January 22, 2016. On January 15, 2016, CenturyLink Communications, LLC (CenturyLink),² filed a motion for a housekeeping stay of the exemption's January 22 effective date.³

In its motion,⁴ CenturyLink states that it “does not necessarily oppose the transaction” (CenturyLink Mot. 9), but argues that more information is needed before an exemption becomes effective, (*id.* at 2, 9-11). CenturyLink expresses concern that its rights under a confidential Easement Agreement with UPRR's predecessor, Southern Pacific Transportation Company (and

¹ The digest constitutes no part of the decision of the Board but has been prepared for the convenience of the reader. It may not be cited to or relied upon as precedent. See Policy Statement on Plain Language Digests in Decisions, EP 696 (STB served Sept. 2, 2010).

² CenturyLink is a global communications, hosting, cloud, and information technology services company and maintains a fiber optic telecommunications network that, in part, runs along the Line, pursuant to a confidential Easement Agreement with UPRR's predecessor, Southern Pacific Transportation Company.

³ In response, the Board's Director of the Office of Proceedings issued a decision postponing the effective date of the exemption to provide sufficient time for the Board to address the arguments presented.

⁴ Despite titling its motion as one for a housekeeping stay, CenturyLink substantively argues for a traditional stay as well.

a related court order) could be affected by UPRR's sale to Jackson County and argues that its contract rights are thus inextricably intertwined with rail transportation issues. (*Id.* 5-7.) CenturyLink also suggests that Jackson County may not be a bona fide railroad because of reports that it intends to use the Line for trail purposes. (*Id.* at 3-4.) CenturyLink is concerned that its rights under the Easement Agreement could be diminished if the Line ceases to be used by a railroad for freight railroad purposes. (*Id.* at 13.)

Jackson County filed a reply on January 19, 2016. Jackson County contends that CenturyLink's contract claims under the Easement Agreement and the related court order are not within the Board's jurisdiction. (Jackson Cty. Reply 5-8.) Jackson County also argues that, although it plans to use the Line for a recreational trail and possibly commuter rail service, neither of those uses is inconsistent with its freight service obligation. (*Id.* at 9.) It states that it has no plans to remove track for the trail, and it specifically reiterates that it "will provide service if a freight customer requires service, through a contract operator," thus making it a licensed rail carrier. (*Id.* at 8.)

DISCUSSION AND CONCLUSIONS

Under 49 U.S.C. § 721(b)(4), the Board may issue an appropriate order, such as a stay, when necessary to prevent irreparable harm. In ruling on a petition for a stay, the Board considers: (1) whether the party seeking the stay has made a strong showing that it is likely to prevail on the merits; (2) whether the party seeking the stay will suffer irreparable harm in the absence of a stay; (3) whether other interested parties will be substantially harmed by a stay; and (4) the public interest in granting or denying the stay. *See Wash. Metro. Area Transit Comm'n v. Holiday Tours, Inc.*, 559 F.2d 841, 843 (D.C. Cir. 1977); *Va. Petroleum Jobbers Ass'n v. Fed. Power Comm'n*, 259 F.2d 921, 925 (D.C. Cir. 1958). For the reasons discussed below, the Board denies CenturyLink's request and will permit the exemption to become effective.

Success on the Merits. CenturyLink has failed to demonstrate that more information is needed as its concerns do not merit rejection of Jackson County's notice of exemption. CenturyLink has not supported its claim that the issues involving the Easement Agreement and the related court order are rail transportation issues and are thus within the Board's jurisdiction. *See, e.g., Pyco Indus., Inc.—Feeder Line Application—Lines of S. Plains Switching, Ltd.*, FD 34890, slip op. at 10 (STB served Sept. 8, 2008) (interpretation of the terms of a purchase and sale agreement is a matter for a court applying state contract law); *City of Peoria—Adverse Discontinuance—Pioneer Indus. Ry.*, AB 878, slip op. at 6 (STB served Aug. 10, 2005) ("the Board does not undertake to interpret or enforce operating agreements or contracts. . ."); *see also Sierra R.R. & Sierra N. Ry. v. Sacramento Valley R.R.*, NOR 42133, slip op. at 4 n.12 (STB served Nov. 28, 2012) (questions of contractual obligations are a matter of state law). Further, any rights that CenturyLink seeks to enforce under the Easement Agreement or the related court order can be brought before the state court.

CenturyLink also suggests that Jackson County is not a bona fide common carrier because it has expressed a desire to use the Line as a recreational trail. (CenturyLink Mot. 3.) While admitting to its desire to use the right-of-way as a trail and potentially for commuter rail service, Jackson County accurately describes its obligations as a common carrier and commits to reestablishing rail service through a contract operator if a freight customer requires such service. (Jackson Cty. Reply 8-9; see also Jackson Cty. Verified Notice 3-4.) In addition, the record does not support CenturyLink's argument that the planned uses of the Line are inconsistent with the freight service obligation Jackson County will assume. Thus, the Line will remain part of the national rail network and available for freight rail service.

Irreparable Harm. CenturyLink has not demonstrated that it will suffer any irreparable harm without the imposition of a stay. The harm that CenturyLink articulates is the diminishment of its rights under the Easement Agreement. (CenturyLink Mot. 13.) As discussed above, this is a matter for a court of competent jurisdiction, not the Board.

Because the above-discussed factors of the stay criteria have not been satisfied, the Board concludes that the requirements for a stay have not been met. See 49 U.S.C. § 721(b)(4); Am. Chemistry Council v. Ala. Gulf Coast Ry., NOR 42129, slip op. at 5 (STB served May 4, 2012). Thus, there is no need for the Board to address the remaining factors.

It is ordered:

1. CenturyLink's motion for a stay is denied.
2. The exemption is effective immediately.
3. This decision is effective on its service date.

By the Board, Chairman Elliott, Vice Chairman Miller, and Commissioner Begeman.



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Kansas City, Missouri 64106

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2463-06

QUITCLAIM DEED

This Quitclaim Deed is made on April 28, 2016, by UNION PACIFIC RAILROAD COMPANY, a Delaware corporation (formerly known as Southern Pacific Transportation Company, a Delaware corporation, successor in interest through merger with Union Pacific Railroad Company, a Utah corporation, successor in interest through merger with SSW Merger Corp., a Delaware corporation, successor in interest through merger with St. Louis Southwestern Railway Company, a Missouri corporation) ("Grantor"), whose address is 1400 Douglas Street, Mail Stop 1690, Omaha, Nebraska 68179, to JACKSON COUNTY, MISSOURI, a Missouri political subdivision ("Grantee"), whose address is 415 E. 12th Street, Kansas City, Missouri 64106.

Grantor, in consideration of the sum of Ten Dollars (\$10.00), and other valuable consideration to it duly paid, the receipt whereof is hereby acknowledged, does hereby REMISE, RELEASE and forever QUITCLAIM unto Grantee, its successors and assigns forever, all of Grantor's right, title, interest, estate, claim and demand, both at law and in equity, of, in, and to the real estate (hereinafter the "Property") situated in Jackson County, State of Missouri, as more particularly described in **Exhibit A**, hereto attached and hereby made a part hereof.

EXCEPTING from this quitclaim and RESERVING unto Grantor, its successors and assigns, forever, the following:

- (i) All coal, oil, gas, and the minerals and mineral rights of whatever nature or description, kind or character, like or unlike, known or unknown, and whether occurring in solid, liquid, vaporous or other and different forms in, under,

SKC0007028
Secured Title of Kansas City
111 W. 10th St.
Kansas City, MO 64105

Exhibit 7

or that may be produced from the Property; provided, however, that no operations of investigating, exploring, drilling, prospecting or mining for or storing or transporting said minerals or any of them, shall be conducted or placed upon the Property;

(ii) Two (2) existing signboards and appurtenances thereto, including without limitation wirelines for electrical service to such signboards now located upon, along, under and across the Property, and PERPETUAL EASEMENTS for the construction, maintenance, operation, repair, replacement, renewal and reconstruction of signboards and appurtenances thereto (whether now or hereafter constructed) upon, along, under and across the portions of the Property which are the current locations of the signboards and within a radius five feet (5') outside the perimeter of the land surface directly below the signboards (the "sign shadow") (collectively, the "Signboard Easement Areas", as more particularly described in **Exhibit A** attached hereto and hereby made a part hereof and any poles or footings if outside the sign shadow, together with (a) the right of unobstructed access, ingress and egress to and from the Signboard Easement Areas for the purpose of exercising the rights herein reserved; and (b) an easement for roadway purposes for any existing roadway used for access to signboards;

(iii) A permanent, non-exclusive easement ("Freight Easement") for freight railroad purposes upon, over, under, across, and through a portion of the Property, between MP 270.6 and MP 271.6 ("Freight Easement Area") as more particularly described on **Exhibit A**; and

(iv) An exclusive PERPETUAL EASEMENT ("Fiber Optic Easement") ten feet (10') in width measured from the centerline of the Fiber Optic Improvements (as defined below), in, on, over, under and across the Property ("Fiber Optic Easement Property"), in which areas Grantor (and its current easement holder, lessees, sublessees, licensees, successors or assigns) shall have the right to own, construct, reconstruct, maintain, operate, use and/or remove existing and/or future below surface communication systems, lines and facilities of every kind and nature, including, but not limited to, all existing facilities, telephone, telegraph, television and fiber optic lines and related equipment (the "Fiber Optic Improvements"). Grantor does further reserve unto itself, its successors and assigns, a right-of-way and right of access to the Fiber Optic Easement Property over and across the Property, for the purposes of the use, enjoyment, maintenance, operation and access to the Fiber Optic Easement Property. All Fiber Optic Improvements presently existing on or hereafter constructed on the Fiber Optic Easement Property shall remain the personal property of Grantor (and its easement holder, lessees, sublessees, licensees, successors or assigns). Grantor shall be entitled to all revenues derived from all current and future agreements to which Grantor is a party affecting the Fiber Optic Easement Property. No permanent building or structure and no material or obstruction of any kind or character shall be stored or maintained on the Fiber

Optic Easement Property which would obstruct or interfere with the use and enjoyment of rights herein reserved without the prior written consent of Grantor.

The Fiber Optic Easement reserved by Grantor includes, but is not limited to, all rights granted pursuant to that certain Easement Agreement dated September 30, 1991 (the "SLSR Easement"), as amended, between St. Louis Southwestern Railway ("SLSR"), as Grantor, and Southern Pacific Telecommunications Company ("SPT"), as Grantee, under which SLSR granted to SPT an easement over certain right-of-ways for purposes of constructing, reconstructing, maintaining, repairing, operating, renewing, replacing and relocating components of a fiber optic telecommunication system. As all rights granted pursuant to the SLSR Easement are reserved and not transferred to Grantee, this Quitclaim Deed shall not effect a transfer of any Rail Corridor or Surplus Property on which an Easement Area is located as defined and described in Section 23.3 of the SLSR Easement.

Except as may be otherwise provided in a written assignment or other written agreement between Grantor and Grantee, Grantor reserves all income (including, without limitation, rentals, license fees and royalties) from any existing license and other existing rights to use the Property and renewals thereof granted by Grantor or Grantor's predecessors in interest. Grantee agrees that if Grantee receives any such income, Grantee will promptly forward the income to Grantor.

Covenants.

The Property is quitclaimed by Grantor subject to the following covenants, conditions and restrictions which Grantee by the acceptance of this Deed covenants for itself, its successors and assigns, faithfully to keep, observe and perform:

(a) Restriction on Use. The Property must not be used for any of the following purposes: (i) residential, (ii) lodgings or accommodations (including, without limitation, hotels, motels, boarding houses, dormitories, hospitals, nursing homes, or retirement centers), or (iii) cultural, educational, recreational (other than hike and/or bike trail use) or child-care facilities (including, without limitation, schools, kindergartens, day-care centers, gymnasiums, athletic fields, picnic grounds or parks). The restrictions in this paragraph (a) are collectively known as the "Restricted Uses".

(b) Development of Property. Notwithstanding any other provision herein, if remediation of the Property or any portion thereof is not required by the State of Missouri ("State"), Grantee may request that Grantor review analytical data and other evidence to support a request for modification or release of the Restriction on Use Covenant. Such data and/or other evidence must establish to Grantor's reasonable satisfaction that the Property is suitable for one or more of the Restricted Uses without further remediation. If Grantor, in its sole reasonable discretion, determines that the analytical data and other evidence is sufficient to warrant a modification or release of the Restriction on Use Covenant, then within 120 days of receiving the

request Grantor shall release or otherwise modify the Restriction on Use Covenant, as appropriate, by executing a Release in recordable form and delivering same to Grantee.

(c) Release of Restriction on Use Covenant. Grantee, its successors or assigns, at its sole cost and expense, may perform remediation of the Property to the extent required by the State to qualify for one or more of the Restricted Uses. Any such remediation must be performed by Grantee in accordance with all applicable rules, regulations, ordinances, laws and other requirements of the State, and be sufficient to obtain a certificate of completion or other applicable ruling of the State which shall indicate that the Property is suitable for one or more of the Restricted Uses. Additionally, prior to any remediation, the owner of the Property may present to Grantor a State approved remediation plan for review and comment by Grantor, and Grantor shall provide any comments within 120 days of such request. Upon completion of all remediation required to obtain the certificate, Grantee may request that Grantor release or partially release the Restriction on Use Covenant. In doing so, Grantee must provide Grantor with analytical data and other evidence reasonably satisfactory to Grantor to show that the Property is suitable for one or more of the Restricted Uses. Upon review by Grantor of information sufficient to meet the aforementioned conditions, within 120 days of receiving the request Grantor shall release or partially release the Restriction on Use Covenant by executing a Release in recordable form and delivering same to Grantee. Any request for release along with supporting documentation should be sent to the following address:

Union Pacific Railroad Company
Attn: Assistant Vice President-Real Estate (Folder: 2463-06)
1400 Douglas Street, Mail Stop 1690
Omaha, Nebraska 68179-1690

(d) Clarification Procedure. Should any owner of the Property ever need clarification of whether the Restricted Uses is/are allowed or prohibited, then owner may inquire to the address noted above for written confirmation from Grantor of whether a use is allowed or not, and such owner shall provide a recordable document to Grantor with the clarification requested by such owner. Grantor agrees to execute such recordable document, or provide specific changes to such document, or deny such document (by explaining the use is a "Restricted Use") within 20 days of receipt of a request for clarification from any owner.

(e) Fence Covenant. In the event that the Property is used for a public use, Grantee, or its successors or assigns, at its sole cost and expense, shall install before such public use, and thereafter maintain fencing or other barriers to prevent access to or encroachment on the railroad right-of-way of Grantor adjacent to the easterly boundary of the Property between MP 287.8 and MP 288.3. The fencing or barrier must be of a design and type satisfactory to Grantor, and in compliance with applicable building codes. Grantee shall submit the plans for the fencing or barrier construction to:

Union Pacific Railroad Company
Attn: Assistant Vice President-Real Estate (Folder No. 2463-06)
1400 Douglas Street, Mail Stop 1690
Omaha, Nebraska 68179

for review and approval. Grantor shall complete such review and make appropriate response to Grantee within twenty (20) days after receipt of such plans by Grantor. Grantor shall not unreasonably withhold its approval of such plans. Such approval does not constitute a guarantee or warranty that such plans comply with applicable governmental laws, rules, regulations or ordinances, or that the fence as constructed will be structurally sound.

The foregoing and following covenants, conditions and restrictions shall run with the Property, and a breach of the foregoing and following covenants, conditions and restrictions, or the continuance thereof, may, at the option of Grantor, its successors or assigns, be enjoined, abated or remedied by appropriate proceedings.

As Is. Grantee acknowledges and agrees that the Property has been sold and quitclaimed to and accepted by Grantee in an "as is" condition with all faults. Grantee further acknowledges that the Property was used for railroad right-of-way purposes, and that the Property contains encroachments, including fencing and other physical structures. Grantor makes no representation or warranties of any kind whatsoever, either express or implied, with respect to the Property; in particular, but without limitation, Grantor makes no representations or warranties with respect to the use, condition, title, occupation or management of the Property, or compliance with applicable statutes, laws, codes, ordinances, regulations, requirements, covenants, conditions and restrictions (whether or not of record). Grantee acknowledges and agrees that the Property has been sold and conveyed on the basis of Grantee's own investigation of the physical and environmental conditions of the Property, including the subsurface conditions, and Grantee assumes the risk that adverse physical and environmental conditions may not have been revealed by its investigation.

Release. GRANTEE, FOR ITSELF, ITS SUCCESSORS AND ASSIGNS, INCLUDING ANY SUCCESSOR OWNER OF ANY INTEREST IN THE PROPERTY, HEREBY WAIVES, RELEASES, REMISES, ACQUITS AND FOREVER DISCHARGES GRANTOR, ITS AFFILIATES, THEIR EMPLOYEES, AGENTS, OFFICERS, SUCCESSORS AND ASSIGNS, OF AND FROM ANY AND ALL CLAIMS, SUITS, ACTIONS, CAUSES OF ACTION, DEMANDS, RIGHTS, DAMAGES, COSTS, EXPENSES, PENALTIES, FINES OR COMPENSATION WHATSOEVER, DIRECT OR INDIRECT, WHICH GRANTEE NOW HAS OR WHICH GRANTEE MAY HAVE IN THE FUTURE ON ACCOUNT OF OR IN ANY WAY ARISING OUT OF OR IN CONNECTION WITH THE KNOWN OR UNKNOWN PHYSICAL OR ENVIRONMENTAL CONDITION OF THE PROPERTY (INCLUDING, WITHOUT LIMITATION, ANY CONTAMINATION IN, ON, UNDER OR ADJACENT TO THE PROPERTY BY ANY HAZARDOUS OR TOXIC SUBSTANCE OR MATERIAL), OR ANY FEDERAL, STATE OR LOCAL LAW, ORDINANCE, RULE OR REGULATION APPLICABLE THERETO, INCLUDING, WITHOUT LIMITATION, THE TOXIC SUBSTANCES CONTROL ACT, THE COMPREHENSIVE ENVIRONMENTAL RESPONSE, COMPENSATION AND LIABILITY ACT, AND THE RESOURCE CONSERVATION AND RECOVERY ACT. THE FOREGOING SHALL APPLY REGARDLESS OF ANY NEGLIGENCE OR STRICT LIABILITY OF GRANTOR, ITS AFFILIATES, THEIR EMPLOYEES, AGENTS, OFFICERS, SUCCESSORS OR ASSIGNS.

Indemnity. FROM AND AFTER CLOSING, GRANTEE SHALL, TO THE MAXIMUM EXTENT PERMITTED BY LAW, INDEMNIFY, DEFEND AND SAVE HARMLESS GRANTOR, ITS AFFILIATES, THEIR EMPLOYEES, AGENTS, OFFICERS, SUCCESSORS AND ASSIGNS, FROM AND AGAINST ANY AND ALL SUITS, ACTIONS, CAUSES OF ACTION, LEGAL OR ADMINISTRATIVE PROCEEDINGS, CLAIMS, DEMANDS, FINES, PUNITIVE DAMAGES, LOSSES, COSTS, LIABILITIES AND EXPENSES, INCLUDING ATTORNEY'S FEES, IN ANY WAY ARISING OUT OF OR CONNECTED WITH THE KNOWN OR UNKNOWN PHYSICAL OR ENVIRONMENTAL CONDITION OF THE PROPERTY (INCLUDING, WITHOUT LIMITATION, ANY CONTAMINATION IN, ON, UNDER OR ADJACENT TO THE PROPERTY BY ANY HAZARDOUS OR TOXIC SUBSTANCE OR MATERIAL), OR ANY FEDERAL, STATE OR LOCAL LAW, ORDINANCE, RULE OR REGULATION APPLICABLE THERETO, INCLUDING, WITHOUT LIMITATION, THE TOXIC SUBSTANCES CONTROL ACT, THE COMPREHENSIVE ENVIRONMENTAL RESPONSE, COMPENSATION AND LIABILITY ACT, AND THE RESOURCE CONSERVATION AND RECOVERY ACT. THE FOREGOING SHALL APPLY REGARDLESS OF ANY NEGLIGENCE OR STRICT LIABILITY OF GRANTOR, ITS AFFILIATES, THEIR EMPLOYEES, AGENTS, OFFICERS, SUCCESSORS OR ASSIGNS.

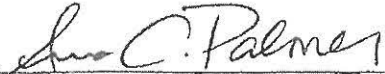
General Allocation of Environmental Responsibility. With respect to any existing or future environmental contamination of the soil and/or groundwater in, on or under the Property, from and after the date of this Deed, Grantee, and its successors and assigns, including any successor owner of any interest in the Property, at no cost to Grantor, agrees to be solely responsible for conducting any investigation, monitoring, remediation, removal, response or other action required by any governmental agency, court order, law or regulation or otherwise necessary to make the Property suitable for Grantee's use of the Property.

(REMAINDER OF PAGE LEFT INTENTIONALLY BLANK
SIGNATURE PAGES TO FOLLOW)

IN WITNESS WHEREOF, the Grantor has caused this deed to be duly executed on the date first written above.

Attest:

UNION PACIFIC RAILROAD COMPANY,
a Delaware corporation


Printed Name: Anna C. Palmer
Assistant Secretary

By: 
Printed Name: TONY K. LOVE
Title: Assistant Vice President - Real Estate

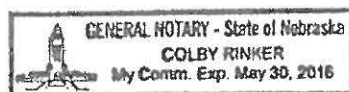
(Seal)

ACKNOWLEDGMENT

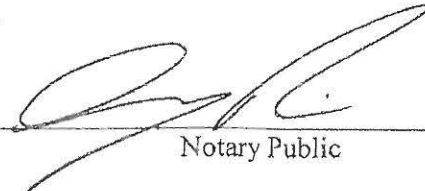
STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 28 day of April, 2016, before me, Colby Rinker,
Notary Public in and for said County and State, personally appeared
TONY K. LOVE and Anna C. Palmer
who are the Assistant Vice President - Real Estate and the Assistant Secretary,
respectively, of Union Pacific Railroad Company, a Delaware corporation, and who are
personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons
whose names are subscribed to in the within instrument, and acknowledged to me that they
executed the same in their authorized capacities, and that by their signatures on the instrument
the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.



(Seal)


Notary Public

Grantee hereby accepts this Deed and agrees for itself, its successors and assigns, to be bound by the covenants set forth herein.

Dated this 28 day of April, 2016.

JACKSON COUNTY, MISSOURI,
a Missouri political subdivision

By: [Signature]
Frank White Jr., County Executive

Approved as to form:

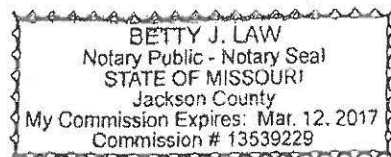
By: [Signature]
Judge Steve Nixon

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

On this 27th day of April, 2016, before me, Betty J. Law, ~~Notary Public~~ Ex-892,
Notary Public in and for said County and State, personally appeared FRANK WHITE, JR.
who is the JACKSON COUNTY EXECUTIVE of Jackson County, Missouri, a Missouri
political subdivision, and who is personally known to me (or proved to me on the basis of
satisfactory evidence) to be the person whose name is subscribed to in the within instrument, and
acknowledged to me that he/she executed the same in his/her authorized capacity, and that by
his/her signature on the instrument the person, or the entity upon behalf of which the person
acted, executed the instrument.

WITNESS my hand and official seal.

(Seal)



Betty J. Law
Notary Public

EXHIBIT A

**LEGAL DESCRIPTION OF PROPERTY
TO BE ATTACHED**

Union Pacific Railroad Company

Jackson County, Missouri

Exhibit "A"

All right, title and interest in and to that part of the Wingate to Leeds Branch of the Union Pacific Railroad Company (formerly the Chicago, Rock Island and Pacific Railway Co.), as now located, said part extends northwesterly from a point at milepost 270.6, said point being 530 feet northwesterly, as measured along the centerline of the main track of said Branch, from the South Line of the Northwest Quarter of Section 21, Township 47 North, Range 31 West of the 5th Principal Meridian, to a point at milepost 288.3, said point being 2,066 feet northeasterly, as measured along the main track of said Branch from the South Line of the Northeast Quarter of Section 13, Township 49 North, Range 33 West of the 5th Principal Meridian, said part being situate in, over and across the following legal subdivisions of Jackson County, Missouri:

Subdivision	Section	Township	Range	Meridian
NW 1/4	21	47N	31W	5 th P.M.
NE 1/4	20	47N	31W	5 th P.M.
SE 1/4	17	47N	31W	5 th P.M.
SW 1/4	17	47N	31W	5 th P.M.
SE 1/4	18	47N	31W	5 th P.M.
NE 1/4	18	47N	31W	5 th P.M.
NW 1/4	18	47N	31W	5 th P.M.
SW 1/4	7	47N	31W	5 th P.M.
SE 1/4	12	47N	32W	5 th P.M.
SW 1/4	12	47N	32W	5 th P.M.
NW 1/4	12	47N	32W	5 th P.M.
NE 1/4	11	47N	32W	5 th P.M.
SE 1/4	2	47N	32W	5 th P.M.
SW 1/4	2	47N	32W	5 th P.M.
NW 1/4	2	47N	32W	5 th P.M.
NE 1/4	3	47N	32W	5 th P.M.
SE 1/4	34	48N	32W	5 th P.M.
NE 1/4	34	48N	32W	5 th P.M.
NW 1/4	34	48N	32W	5 th P.M.
SW 1/4	27	48N	32W	5 th P.M.
SE 1/4	27	48N	32W	5 th P.M.
NE 1/4	27	48N	32W	5 th P.M.
SE 1/4	22	48N	32W	5 th P.M.
NE 1/4	22	48N	32W	5 th P.M.
NW 1/4	23	48N	32W	5 th P.M.
SW 1/4	14	48N	32W	5 th P.M.
SE 1/4	15	48N	32W	5 th P.M.
NE 1/4	15	48N	32W	5 th P.M.
NW 1/4	15	48N	32W	5 th P.M.
SW 1/4	10	48N	32W	5 th P.M.
SE 1/4	9	48N	32W	5 th P.M.
NE 1/4	9	48N	32W	5 th P.M.
NW 1/4	9	48N	32W	5 th P.M.
SW 1/4	4	48N	32W	5 th P.M.
SE 1/4	5	48N	32W	5 th P.M.
NE 1/4	5	48N	32W	5 th P.M.
SE 1/4	32	49N	32W	5 th P.M.

NE 1/4	32	49N	32W	5 th P.M.
SE 1/4	29	49N	32W	5 th P.M.
SW 1/4	29	49N	32W	5 th P.M.
NW 1/4	29	49N	32W	5 th P.M.
NE 1/4	30	49N	32W	5 th P.M.
SE 1/4	19	49N	32W	5 th P.M.
SW 1/4	19	49N	32W	5 th P.M.
NW 1/4	19	49N	32W	5 th P.M.
NE 1/4	24	49N	33W	5 th P.M.
SE 1/4	13	49N	33W	5 th P.M.
NE 1/4	13	49N	33W	5 th P.M.

Reserving unto Grantor, its successors and assigns, an easement for railroad and transportation purposes over, through and across a portion of the hereinabove described property, said portion extends northwesterly from a point at milepost 270.6, said point being 530 feet northwesterly, as measured along the centerline of the main track of said Branch, from the South Line of the Northwest Quarter of Section 21, Township 47 North, Range 31 West of the 5th Principal Meridian, to a point on the east right of way line of Missouri Highway No. 291 at milepost 271.65, said point being 1,485 feet northwesterly, as measured along the centerline of the main track of said Branch, from the East Line of the Southwest Quarter of Section 17, Township 47 North, Range 31 West of the 5th Principal Meridian, said portion being situate in, over and across the following legal subdivisions of Jackson County, Missouri:

NW 1/4	21	47N	31W	5 th P.M.
NE 1/4	20	47N	31W	5 th P.M.
SE 1/4	17	47N	31W	5 th P.M.
SW 1/4	17	47N	31W	5 th P.M.

Also reserving unto Grantor, its successors and assigns, an easement for signboard purposes over a portion of the hereinabove described property, said portion being the southwesterly 50 feet of the 175 feet wide railroad right of way located in the Northwest Sixteenth of the Southwest Quarter of Section 19, Township 49 North, Range 32 West, 5th Principal Meridian, Jackson County, Missouri.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.

Folder 0246306
March 30, 2016

of
**Union Pacific Railroad Company
and
Jackson County, Missouri**

WHEREAS, Jackson County initiated discussions with Union Pacific in October 2012 and signed a Memorandum of Understanding with Union Pacific in November 2013 concerning the purchase of the portion of the Rock Island Rail Corridor from Mile Post 270.5 near Greenwood to Mile Post 288.3 at Leeds Junction (the "Rock Island Rail Corridor"); and

WHEREAS, Jackson County and Kansas City Area Transit Authority agreed to share equally in the purchase cost of the Rock Island Rail Corridor in September, 2015; and

WHEREAS, Jackson County and Union Pacific signed a Purchase and Sale agreement in December, 2015; and

WHEREAS, Jackson County and Union Pacific agree that sale and transfer of the Rock Island Rail Corridor is in the mutual interest of Union Pacific and the Kansas City area; and

WHEREAS, Jackson County and Union Pacific are now prepared to close the transaction and transfer ownership of the Rock Island Rail Corridor to Jackson County;

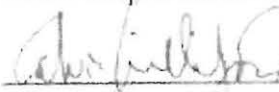
NOW, THEREFORE BE IT RESOLVED AND AGREED by the undersigned that all conditions precedent for the sale and transfer have been met, and that the Rock Island Rail Corridor will be transferred to Jackson County by deed on this Second Day of May, 2016.



Frank White, Jr.
Jackson County Executive

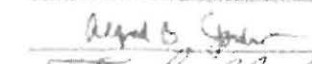


Greg Garrison
Regional Vice President
Northern Region Union Pacific

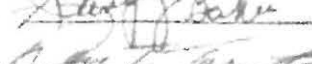


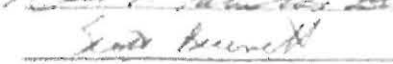
Calvin Willford

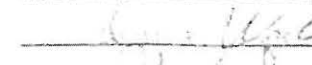


Thomas Garcia


David B. Spahr


Frank Miller


Gregory Baker


Robert L. Hammett


David Bennett


David L. White

THE STAR'S EDITORIALS

KC area bicyclists and hikers will benefit from plan

Keep new promise on vital Katy Trail link

Kansas City
area
residents

just got an encouraging and long-awaited pledge from Missouri Gov. Jay Nixon: A vital local link to the scenic, rolling Katy Trail will be finished by late 2016.

Longtime advocates of the 47.5-mile extension — from Pleasant Hill to Windsor — praised the recent announcement.

"It's good news that we have an actual commitment out of the governor's mouth," said Brent Hugh, executive director of the Missouri Bicycle and Pedestrian Federation.

The well-organized biking community can be counted on to keep track of the progress — or lack of it — that Missouri State Parks officials make in keeping Nixon's promise.

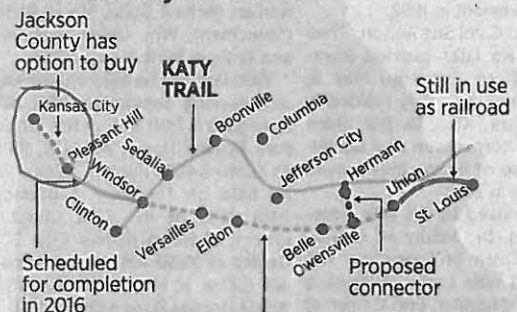
The governor correctly pointed out that these trails reap economic benefits for Missouri towns while benefiting active people all year round.

The Pleasant Hill to Windsor link, Nixon noted, will "provide Missourians and visitors alike with an outstanding opportunity to enjoy the beauty of the Show-Me State."

Those aren't empty words, as anyone who has enjoyed biking, hiking or running along the Katy Trail can attest.

The new link will be a great addition to the trail, providing a smooth and often-level pathway for people to use where railroad tracks used to be. The utility giant Ameren is ripping out those

MISSOURI'S PROGRESS ON BIKING, HIKING



ROCK ISLAND TRAIL

The federal government has opened the way for a new hiking-biking trail built in future years across the state.

THE KANSAS CITY STAR

tracks as part of an agreement with state officials, making it possible for Missouri to install the new portion of the trail.

In the future, Jackson County leaders hope to raise the money needed to buy property from the Union Pacific Railroad so a trail can be built from near the Truman Sports Complex out to Pleasant Hill. That would make it more convenient for additional Kansas City area residents to get to the Katy Trail.

Ultimately, the state hopes to complete the Rock Island Trail, which would go across mid-Missouri, getting close to the St. Louis area.

Those dreams will take more time and money to accomplish. For now, we're counting on the meaningful progress that Nixon has promised will be made on a crucial part of the Katy Trail.

GOVERNMENT & POLITICS SEPTEMBER 30, 2015 2:12 PM

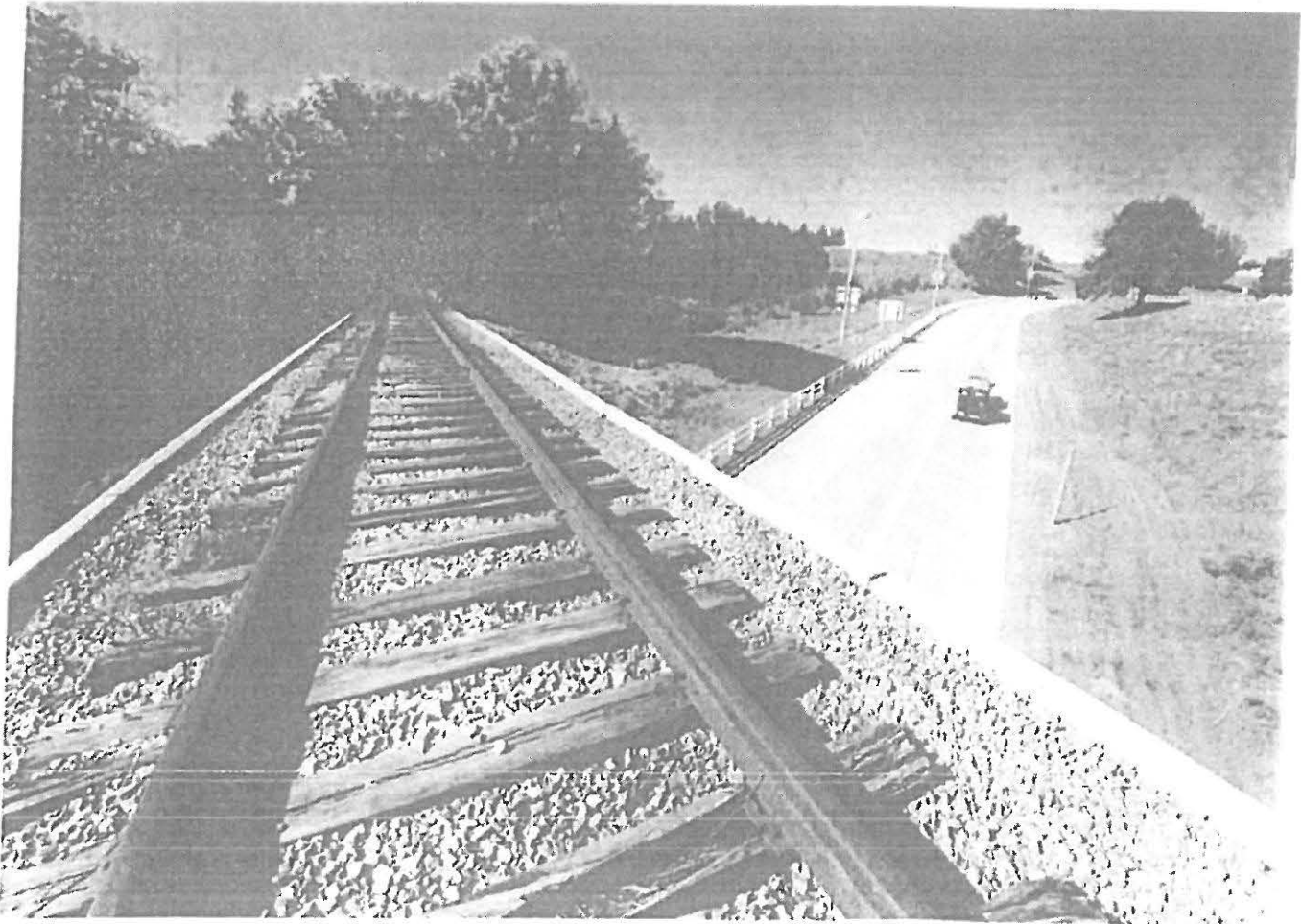
Jackson County, ATA to buy rail corridor to connect with Katy Trail

HIGHLIGHTS

Line would run from Lee's Summit to near Truman Sports Complex

\$52 million deal would help link KC with Katy Trail

Commuter rail could run alongside trail someday



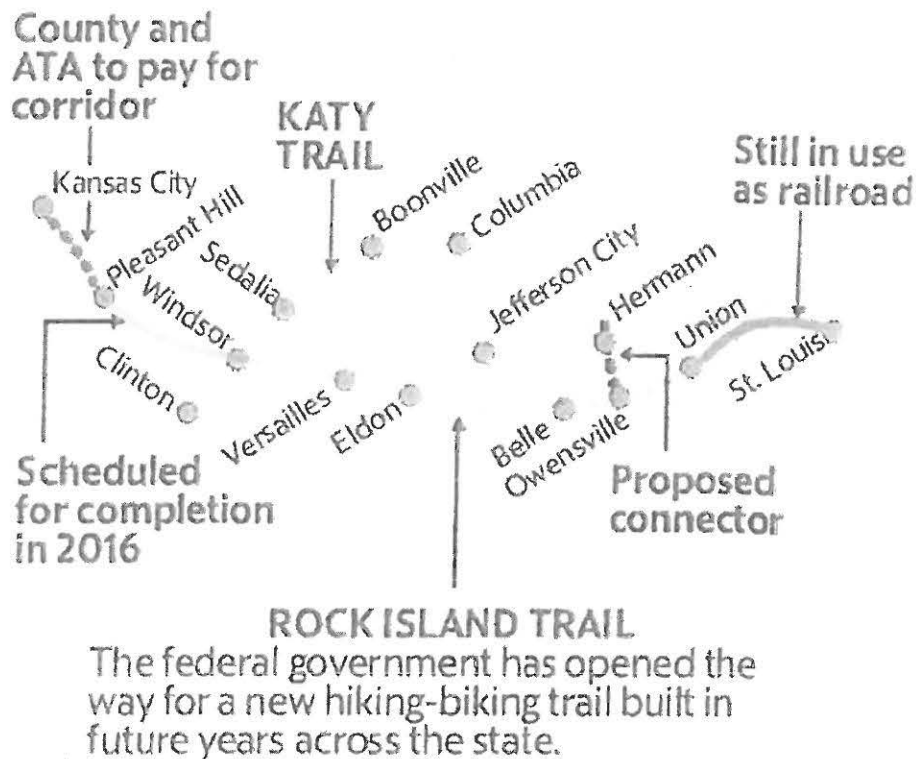


BY MIKE HENDRICKS
 mhendricks@kcstar.com

A decades-old dream of connecting Kansas City with Missouri's cross-state Katy Trail gained major momentum Wednesday when Jackson County and the area's transit agency announced the purchase of a rail corridor from Lee's Summit to near the Truman Sports Complex.

Should the \$52 million deal go through, the new link would make it possible to someday hop on a bike almost anywhere in the metro area, connect to the new trail on existing paths and ride all the way to St. Louis.

Commuter rail service could also use the current corridor, when and if financing is found for that project.

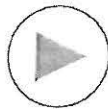


For now, the possibility of a trail later this decade was enough to delight trail enthusiasts.

"A trail system stretching across the state, connecting St. Louis and Kansas City, has been our dream," said Brent Hugh at the Missouri Bicycle and Pedestrian Federation. "This is the last major piece needed to turn that dream into a real cross-state trail."

Officials chose Arrowhead Stadium to announce what they called a historic partnership between the county and the Kansas City Area Transportation Authority, which coordinates and manages most area bus service.

The bistate transportation agency's involvement is new. Jackson County has had a \$60 million option since early 2014 to buy 19 miles of unused rail corridor from the Union Pacific Railroad Co. Some 17.7 miles of it is along the former Rock Island line between the stadiums and Lee's Summit. The rest included two pieces in Independence.



Jackson County, KCATA fund purchase of rail corridor

deulitt@kcstar.com

The newly announced deal does not include the Independence track, which reduced the price.

Under the agreement, Jackson County will borrow the money to buy the rail corridor, but the ATA will share equally in making debt payments totaling \$2.8 million annually for 30 years.

The county Legislature set aside money for its first payment months ago in the county budget, long before the partnership with the ATA was brokered.

No tax increases are anticipated, officials said. Jackson County's share will come from property taxes already collected annually for the county road and bridge fund. The ATA's share will come from local tax dollars set aside in a capital fund that pays for buses, bus stops and the like.

"It won't affect existing (bus) services whatever," ATA President Joe Reardon said.

The corridor might eventually produce revenue of its own to pay some of the money being borrowed. The ATA might lease space beneath the corridor to companies to run fiber-optic cables. Also, the authority hopes to rent land on the edge of the corridor to complementary businesses, such as bike and coffee shops.

The corridor is 100 feet across at its widest point, County Executive Mike Sanders said.

Sanders expects the purchase to be finalized within four weeks. But it will take another six months to a year to get federal approval from the Surface Transportation Board, he said, after which work can begin on the trail.

Earlier estimates put the cost of building at \$15 million. Some \$10 million in federal transportation funds were set aside last year for the project through the Mid-America Regional Council.

Kansas City Mayor Sly James praised Sanders and Reardon for partnering the project, which he said will improve the city's transportation network.

Trains haven't run down those tracks since the Rock Island went bankrupt three decades ago. When the Union Pacific took ownership through a merger with another railroad, it considered reinstating freight service. Although that never happened, the UP for many

years rebuffed proposals from trail advocates, who saw that corridor as one of the best ways to connect Kansas City with the Katy Trail, which now runs nearly 240 miles, from the St. Louis suburbs to Clinton.

But in 2012, the railroad changed course and started negotiating a purchase with Jackson County. Separately, the state of Missouri began building a trail along the Rock Island from Pleasant Hill in the southeastern corner of the metro area to where the Katy passes through the town of Windsor. That 47-mile stretch known as the Rock Island Trail is set for completion next year.

Jackson County and the ATA hope to be building their trail section in 2016, as well. Pleasant Hill is already closing a short gap between where the state's trail ends and the county/ATA trail would begin.

Trail advocates were thrilled with Wednesday's announcement.

Eric Rogers, executive director of the advocacy group BikeWalkKC, called the news "awesome" and said, "It'll be a big step forward for transportation, economic development and bicycle tourism."

It was also welcome news to proponents of rail mass transit.

Several years ago, Sanders considered asking voters to approve a 1-cent sales tax to finance a \$650 million, multimodal transportation system that would have included that trail extension, express buses and commuter rail from eastern Jackson County to Third and Main streets in Kansas City, where it would connect with the streetcar.

The project stalled in 2013 when Sanders failed to get the track usage agreements needed from multiple railroads to make it work.

But purchasing the corridor could revive that project, Sanders said, making it possible to reopen those discussions. Having the land in hand might also make receiving federal transportation dollars more likely, U.S. Rep. Emanuel Cleaver said.

"This partnership shows the federal government what local communities can do with leaders like Mike Sanders and Joe Reardon," the Kansas City Democrat said in a prepared statement. "Now it is time for the federal government to do its part...."

Longtime Kansas City rail transit advocate Kite Singleton thinks the new streetcar will have residents clamoring for additional rail options once it's up and running.

"When people feel the flesh and kick the tires," they'll be willing to pay for more, he said.

There's one immediate benefit of the deal, Sanders told a business group last week in anticipation of its announcement. Lee's Summit and Raytown residents living near the corridor no longer have to fear that the Union Pacific will ever run noisy freight trains through their neighborhoods.

"The great fear was 'click and clack, click and clack' and there's nothing you can do about it," Sanders was quoted in the Lee's Summit Journal as saying.

To reach Mike Hendricks, call 816-234-4738.

EXHIBIT B



Purchase of rail corridor could pave way for commuter line in Jackson County

Posted: Sep 30, 2015 5:01 PM EDT

Updated: Oct 30, 2015 10:56 PM EDT

By Chris Oberholtz, Digital Producer **CONNECT**

By DeAnn Smith, Digital Content Manager **CONNECT**

By Josh Marshall, News Reporter **CONNECT**

KANSAS CITY, MO (KCTV) - In the near term, there will be more trails for bicyclists and hikers. In the long term, there could be commuter rail connecting the Truman Sports Complex with cities throughout Jackson County.

On Wednesday, Jackson County Executive Mike Sanders and officials with the Kansas City Area Transportation Authority made a landmark announcement.

The two government entities will provide the funds to purchase 17.7 miles of the Rock Island Corridor from Union Pacific Railroad. The county will sell \$52 million in bonds while there is \$10 million in federal transportation funds earmarked for the project.

The corridor extends from the Truman Sports Complex southeast to Lee's Summit. With plans already in place to extend the Katy Trail from Windsor to Pleasant Hill, only a small gap will remain to connect the corridor with the Katy Trail.

"This is an historic step forward for our entire community. The significance of this announcement, and its potential to shape our county's growth for generations to come, cannot be overstated," Sanders.

Dozens of supporters attended the announcement Wednesday at the Truman Sports Complex, including community leaders, proponents of walking and biking, trail enthusiasts and transit supporters.

Kansas City Mayor Sly James, Raytown Mayor Mike McDonough and Lee's Summit Mayor Randy Rhoads, whose communities will be directly affected, also attended the announcement.

The hope is to tie eastern Jackson County with downtown Kansas City.

"Imagine being able to leave your seat at the top of Arrowhead Stadium and get home before most cars leave the parking lot," Sanders said. "Imagine the economic development in Kansas City, Raytown and Lee's Summit spurred by trailheads and transit stops. Imagine connecting to the Katy Trail so that you can ride a bike from the Truman Sports Complex to the St. Louis Arch."

The Rock Island project has received federal support in the past, and is ready for even more.

U.S. Congressman Emanuel Cleaver, D-Kansas City, hopes support comes soon.

"This announcement is a major step forward for our community," Cleaver said. "This partnership shows the federal government what local communities can do with leaders like Mike Sanders and Joe Reardon. Now it is time for the federal government to do its part and support worthy projects like the Rock Island corridor."

KCATA will provide part of the funding to acquire the corridor, which runs through Raytown and Lee's Summit and stops shy of Greenwood.

"The opportunity to secure this invaluable corridor for public access and future transportation and development will benefit our entire region for years to come. We are excited about our partnership with Jackson County. I applaud Mike Sanders for his efforts to secure the Rock Island Corridor over the last four years without which we would not be where we are today," Kansas City Area Transportation Authority President and CEO Joe Reardon said.

While discussions with Union Pacific continue, a final agreement may soon come. Union Pacific hasn't used the corridor in decades.

Sanders has been working on the issue for several years, but his efforts have hit some bumps in the road in the past.

"All major issues involving the acquisition of the Rock Island corridor have been agreed to. We anticipate having a final agreement very soon," Sanders said. "In addition, \$10 million in federal funds has already been set aside to help clear the way for future construction on the trail."

Connecting the Rock Island corridor to the Katy Trail will make that trail one of the longest in the country Sanders said.

"The economic impact of the Katy Trail on mid-Missouri has been immense, generating almost \$20 million annually for local economies," he said.

Over 56,000 residents, 23,000 households and 25,000 jobs are within one mile of the Rock Island corridor.

The goal is to connect Kansas City with the St. Louis area.

"Commuter rail is certainly a possibility long term," said Ron Achelpohl of the Mid-America Regional Council. "It might be a good possibility to start a bus rapid transit system like the MAX in Kansas City."

The bike and hike trails should be finished by 2017. A commuter rail or light rail system is still light years away.

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Jackson County, KCATA Agree To Funding Deal To Purchase Rock Island Corridor



Jackson County Mike Sanders announces agreement between the county and KCATA to purchase Rock Island corridor.

Jackson County Nears Deal With Union Pacific

WEDNESDAY, SEPTEMBER 30, 2015

Jackson County Executive Mike Sanders and Kansas City Area Transportation Authority President and CEO Joe Reardon announced a cooperative agreement today that will provide the financing necessary for the future acquisition of the 17.7 miles of the Rock Island Corridor from Union Pacific Railroad.

"This is an historic step forward for our entire community. The significance of this announcement, and its potential to shape our county's growth for generations to come, cannot be overstated," said Sanders.

Dozens of supporters attended the announcement at the Truman Sports Complex, including community leaders, proponents of walking and biking, trail enthusiasts and transit supporters. Kansas City Mayor Sly James, Raytown Mayor Mike McDonough and Lee's Summit Mayor Randy Rhoads, whose communities will be directly affected, attended the announcement to show their support.

"Imagine being able to leave your seat at the top of Arrowhead Stadium and get home before most cars leave the parking lot," said Sanders. "Imagine the economic development in Kansas City, Raytown and Lee's Summit spurred by trailheads and transit stops. Imagine connecting to the Katy Trail so that you can ride a bike from the Truman Sports Complex to the St. Louis Arch."

<http://www.jacksongov.org/railcorridor/>



ATA

Kansas City Area Transportation Authority

Trails:

Trail development in corridor will bring \$1.3 million in economic activity per year

Trail development will generate 245 construction jobs

Over 19,000 bicyclists will use the corridor

17.7 mile corridor connects cities

EXHIBIT

tabbles

11

The Rock Island project has received federal support in the past, and is ready for even more. U.S. Congressman Emanuel Cleaver hopes support comes soon.

"This announcement is a major step forward for our community," said Cleaver. "This partnership shows the federal government what local communities can do with leaders like Mike Sanders and Joe Reardon. Now it is time for the federal government to do its part and support worthy projects like the Rock Island corridor."

KCATA will provide part of the funding to acquire the corridor. The KCATA Board of Commissioners approved the cooperative agreement at a meeting shortly before the announcement.

"The opportunity to secure this invaluable corridor for public access and future transportation and development will benefit our entire region for years to come. We are excited about our partnership with Jackson County. I applaud Mike Sanders for his efforts to secure the Rock Island Corridor over the last four years without which we would not be where we are today," said Reardon.

While discussions with Union Pacific continue, the parties announced that they are nearing a final agreement.

"All major issues involving the acquisition of the Rock Island corridor have been agreed to. We anticipate having a final agreement very soon," said Sanders. "In addition, \$10 million in federal funds has already been set aside to help clear the way for future construction on the trail."

"Union Pacific is proud to be a partner in this project with Jackson County," said Lindsey Douglas, Director of Public Affairs - KS & MO for Union Pacific. "We have addressed the major points related to the purchase of the Rock Island line and expect to finalize the agreement soon."

The corridor extends from the Truman Sports Complex southeast to Lee's Summit. With plans already in place to extend the Katy Trail from Windsor to Pleasant Hill, only a small gap will remain to connect the corridor with the Katy Trail.

"Connecting the Rock Island corridor to the Katy Trail will make that trail one of the longest in our country," said Sanders. "The economic impact of the Katy Trail on mid-Missouri has been immense, generating almost \$20 million annually for local economies."

Over 56,000 residents, 23,000 households and 25,000 jobs are within one mile of the Rock Island corridor.



KCATA President and CEO Joe Reardon shakes hands with Kansas City Mayor Sly James and Jackson County Executive Mike Sanders.

of Kansas City, Raytown and Lee's Summit

Provides for potential of a Kansas City connection to the KATY Trail

40% of trail users are expected to be daily work commuters

Economic Development:

- More than \$300 million in public and private investments planned within ½ mile of corridor through 2020
- Trail: \$1 invested generates between \$1.06 and \$1.74 in benefits for local economy
- Within 1 mile of corridor
 - Over 25,000 jobs
 - Over 23,000 households
 - Over 56,000 residents

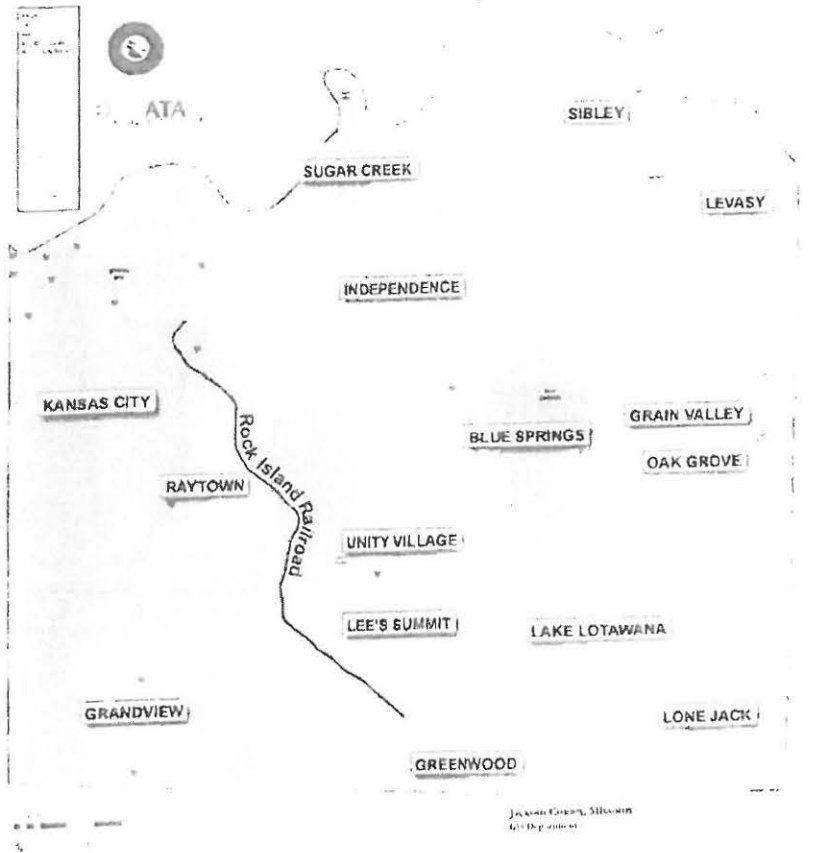
Transit:

- \$1 invested in the corridor will generate approximately \$4 in economic benefit
- Transit and trails will connect regional users to Arrowhead and Kauffman Stadiums
- Provides for potential of connecting future rail transit to the River Market
- Transit in corridor will connect with greater regional KCATA bi-state network
- Over time dedicated transit corridor has potential to reduce commute times and lessen traffic on existing highways

Environmental Impact:

- Over 14 million fewer vehicle-miles will be traveled in 20-year period due to trail development
- New transportation options offered will save the region 477,000 gallons in gasoline over 20 years
- Trail development will clean up existing eyesores, safety hazards and contamination

Sources: Parsons Brinckerhoff, Groundswell Consulting, Jackson County GIS Department



- > [Rock Island Railroad Map \(PDF\)](#)
- > [Map With Activities \(Medical, Libraries, Schools, etc.\) Around The Corridor \(PDF\)](#)

**GOVERNMENT & POLITICS**

Rock Island Line trail project is filled with promise — and obstacles

BY MIKE HENDRICKS
mhendricks@kcstar.com

November 25, 2015 07:18 AM

Updated November 26, 2015 05:27 PM

Addy Martin is not entirely sure when he erected that chain-link security fence across the rusty railroad tracks running alongside his commercial property in Lee's Summit. Fifteen years ago, maybe?

But ask him why he fenced off the tracks without asking permission and he doesn't apologize.

"Gotta keep the two-legged varmints out," the general contractor says.

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And besides, it's been more than three decades since trains quit running down the the Rock Island Line. What difference would a fence make?

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Except now it does make a difference.

Recently, Martin and others who have encroached on the overgrown rail corridor through eastern Jackson County received stern letters from Union Pacific, which has owned the right of way since the mid-1990s.

Tear down the fences, Union Pacific said. Haul off the junk cars, the 50-gallon drums of waste oil and other stuff parked on or near the tracks between south Lee's Summit and the Truman Sports Complex.

Because within a year, Jackson County expects to complete its \$52 million purchase of the 17.7-mile corridor and begin construction on what would be the final leg of a cross-state hiking and biking path connecting Kansas City with St. Louis.

Officials have for years touted the Katy Trail connection as both a boon for recreation and the local economy, and it may well turn out that way.

But it's also clear from The Star's review of public records and interviews with project officials that there are far more daunting challenges:

- **Regulatory hurdles:** No rails-to-trail conversion is simple, even when the buyer has the full cooperation of the railroad that controls the corridor. Before this friendly sale can go through, the federal Surface Transportation Board must sign off on it after a complex process that could take six months to a year. Potential objections raised by owners of the 532 properties bordering the right of way could prolong things.
- **Potential cost overruns:** County officials estimate it will cost roughly \$1 million a mile to convert the trash-strewn and overgrown rail corridor, which averages 100 to 200 feet wide over most of its length, into a trail safe and accessible for hikers and bicyclists. But they also acknowledge that there is no way of knowing what the final bill will be until work begins.

"We don't know what we don't know yet," said Calvin Williford, the county staffer ramrodding the project.

- **Lost connections:** While 13 bridges along the route remain intact, at least two will likely be torn down and replaced over Chipman Road and Missouri 350. Another might have to be built due to a road realignment in Raytown several years ago.

Also, over the past three decades, both Lee's Summit and Raytown have paved over some rail crossings and severed others, sometimes without permission from the railroad. Determining who will pay to reconnect the rail bed still must be negotiated.

- **Environmental cleanup:** Two separate preliminary environmental assessment reports, one conducted for Union Pacific in 2011 and the other for the county late last year, raise questions about toxic substances leaking from drums stored on the railroad right of way. They also cite

possible contamination from adjoining business properties.

While those studies raised no major red flags, the latest report noted some areas of contamination for more review. No one knows how much it might cost to clean up any polluted areas and who will end up paying for that.

On top of all these uncertainties, design issues could also add to the trail's estimated \$16 million construction cost.

Still, Jackson County Executive Mike Sanders figures all will be worked out by the time the county takes title.

"Our goal would be that the day that happens, we could begin turning dirt," Sanders said last week, with the goal of having some parts of the trail open by 2017.

The county and the Kansas City Area Transportation Authority announced at the end of September that they will share equally in financing the acquisition, which with interest will total something like \$90 million over 30 years.

But trail construction is the county's responsibility. County taxpayers will kick in \$4.3 million to go along with a \$10 million federal transportation grant awarded the project.

That doesn't cover even the county's most optimistic projections. So the Sanders administration is continuing to seek more outside support, an effort that suffered a disappointing blow about two weeks ago when the county lost out on a \$13.4 million federal TIGER grant it had applied for without much notice.

"We're going to continue to be aggressive in our pursuit of federal funding," Williford said.

Longtime goal

Local efforts to secure the corridor for public use go back decades.

The Rock Island entered its death spiral in the 1960s. So by the time the Rock Island's final bankruptcy wrapped up in 1980, trail advocates were already making plans.

"I've been trying to get some kind of bikeway on this corridor since the late 1970s," said Pete Loughlin, a landscape architect with the Kansas City parks department until his retirement and now a member of the Raytown Main Street Association.

But acquiring the corridor through Jackson County wasn't possible until the late 2000s, when Union Pacific gave up on ever re-establishing freight traffic on the line and Sanders made buying it a priority.

It wasn't the corridor's potential as a Katy Trail extension that intrigued him so much as his belief that the railbed might one day carry commuter trains from the suburbs to downtown. In 2009, he began promoting the corridor as a key element of a billion-dollar, multimodal transportation plan that included trains, express buses and the trail.

"This is the most cutting-edge, cost-effective transit plan in America," he said at the time.

Sanders wasn't able to move the larger plan forward because it will take agreements with multiple railroads. But he never quit talking to Union Pacific, which ultimately cut its asking price by more than half after years of talks.

Sanders hopes the purchase of the Rock Island will help restart talks with those other open railroads. But until there's a breakthrough, the proposed trail will have the corridor to itself, and many along the route are just fine with that.

"The tracks are over there!" Vicki Turnbow, president of the Raytown Area Chamber of Commerce, said when a reporter stopped by recently trying to find the railroad once hailed by bluesman Lead Belly and British pop singer Lonnie Donegan as "a mighty good road." That is, "if you can find it," the song goes.

The rails are all but invisible beneath the branches, brush and fallen leaves immediately behind the chamber office at 5909 Raytown Trafficway. The part of the Rock Island Line that local taxpayers will be buying begins north of the stadiums near U.S. 40 and ends south of Missouri 291 in Lee's Summit.

The corridor runs smack through the heart of Raytown, where civic and business leaders have been meeting off and on for years to decide how best to capitalize on the tourism the trail is expected to generate. A trailhead is anticipated for near 63rd Street and Raytown Trafficway, where travelers might stop to grab a bite or get their bikes fixed.

"It will be a good fit for Raytown," Turnbow said.

It could be a good fit too, proponents believe, for the area in southeast Kansas City known as Knobtown, where more commercial development is planned. Plans are to realign the intersection of Noland Road and Missouri 350 there, which will likely mean taking down the rail bridge over

Missouri 350 and replacing it with a new trail bridge. If commuter rail service is ever added, another bridge will be added.

Farther south, and through a century-old, 446-foot tunnel near the long-gone town of Vale, future trail users will one day reach another likely trailhead near View High Drive and Interstate 470. A developer plans to build a \$200 million sports village and commercial complex there that will pair tournament-quality soccer fields with office and commercial development.

While that development would happen with or without the trail, Sanders sees the trail spurring growth all along the route.

“People want to live in communities with transportation options,” he said, “with green space and trail access. Those are important quality of life issues.”

Tight squeeze

City and county planners also see the county’s purchase of the trail as a benefit. It will help link their trail systems with others in the area and, in Lee’s Summit, get rid of at least one frustrating bottleneck.

For at least 15 years, that city has been wanting to widen Chipman Road where it narrows to one lane under the Rock Island roadbed. But that would have meant getting Union Pacific to allow Lee’s Summit to replace the one-lane tunnel that passes under the Rock Island tracks crossing over Chipman Road.

Until a stoplight was added a few years ago, eastbound and westbound cars would try to squeeze by each other, and not always successfully.

“There’s quite a bit of car paint on the sides there,” public works director Dena Mezger said.

Now it should be easier and maybe less expensive to do the project than it might have been, depending on what sort of bridge the county will require as a replacement.

Ballpark, Mezger said, is \$2 million.

Removing landmarks like that tunnel won’t please everyone.

“I’m sad to lose anything that looks like it did a century ago,” said Clark Vance, who has chronicled all the bridges along that part of the Rock Island and beyond on a site called bridgehunter.com.

But many residents who live near the corridor view the county's acquisition with a sense of relief.

While not all are happy about strangers biking and walking behind their homes, it's better than the alternative, Tom Townsend said.

He was one of those who built his house in a subdivision that butts up to the rail corridor. The Rock Island had ceased operations by then, but then a proposal to restore freight service was floated in the late 1990s.

"It seemed like there was a lot of fear, and kind of an exodus at the time," Townsend said.

He didn't move, but some did even after the immediate threat dissipated because the potential remained.

"What I feel good about now is I don't think there'll ever be a train, if the county gets it," he said.

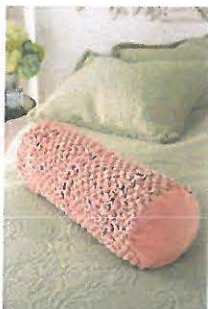
Even if commuter rail becomes a reality, which he thinks is far-fetched, current plans don't have it coming as far south as his neighborhood.

It's called The Crossing, named after a railroad crossing arm that's no longer there.

"Yeah, how about that," Townsend said. "Ironic."

Mike Hendricks: 816-234-4738, @kcmikehendricks

COMMENTS ▼



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Jackson County Acquires Rock Island Corridor

17.7-Mile Line To Be Redeveloped For Trail & Potentially Multi-Modal Transportation

MONDAY, MAY 2, 2016

◦ [Rock Island Corridor Joint Resolution \(PDF\)](#)

This is just the beginning.

Jackson County's acquisition of the Rock Island Corridor was a transaction seven years in the making. But after he and Union Pacific (UP) officials signed a contract during a special ceremony today transferring ownership of the 17.7-mile rail line over to Jackson County, County Executive Frank White, Jr. emphasized, "Now we've got a lot more work to do."

Transforming a portion of the Rock Island Corridor into a hiking/bicycle trail will commence immediately. Corridor planning and design will focus on preservation of the national rail network corridor's integrity, most notably the railroad corridor's unencumbered continuity, and on multi-modal transportation options as the corridor remains available for freight service.

"This project is an investment in our county, in our residents and in our businesses," said County Executive White. "This is about one generation working to provide new opportunities for the next generation."

The new trail will eventually connect Jackson County and the entire metropolitan region to the Katy Trail, creating one continuous trail across Missouri — from St. Louis to Kansas City. Trail development, alone, is expected to generate about \$1.3 million per year in economic activity.

Federal Grant To Construct Trail

A \$10 million federal Surface Transportation Program grant, allocated through Mid-American Regional Council, will cover most of the costs of the new trail — with an additional \$2.5 million match in local funding. During their April 4 meeting, Jackson County Legislators approved issuing up to \$52 million in bonds for the county, in partnership with the Kansas City Area Transportation Authority (ATA), to purchase the Rock Island corridor from Union Pacific Railroad.

The corridor stretches from the Truman Sports Complex south through Raytown and into Lee's Summit. Trains last operated in corridor in 1981.

"The corridor has been dormant the last 35 years," White said following the signing ceremony. "But it's about to come back to life in a big way."



Mass Transit Development

The possibility of also utilizing the corridor for mass transit services prompted the ATA to join the county in securing financing for purchasing the property.

"This is a monumental day for our community," former Jackson County Executive Mike Sanders stated. "The potential of this project is endless. It has the potential to change the way our entire community works, the way it lives, the way we move about for generations to come."

UP Senior Vice President of Corporate Relations called the transaction a "great deal for UP, a great deal for Jackson County, a great deal for the state of Missouri."

Anticipating the full redevelopment of the Rock Island Corridor, with its potential to provide mass transit service to Arrowhead and Kauffman Stadiums, Moore added, "I'm looking forward to someday using the corridor to get to one of the Chiefs' or Royals' games."

An Investment Paying Big Dividends

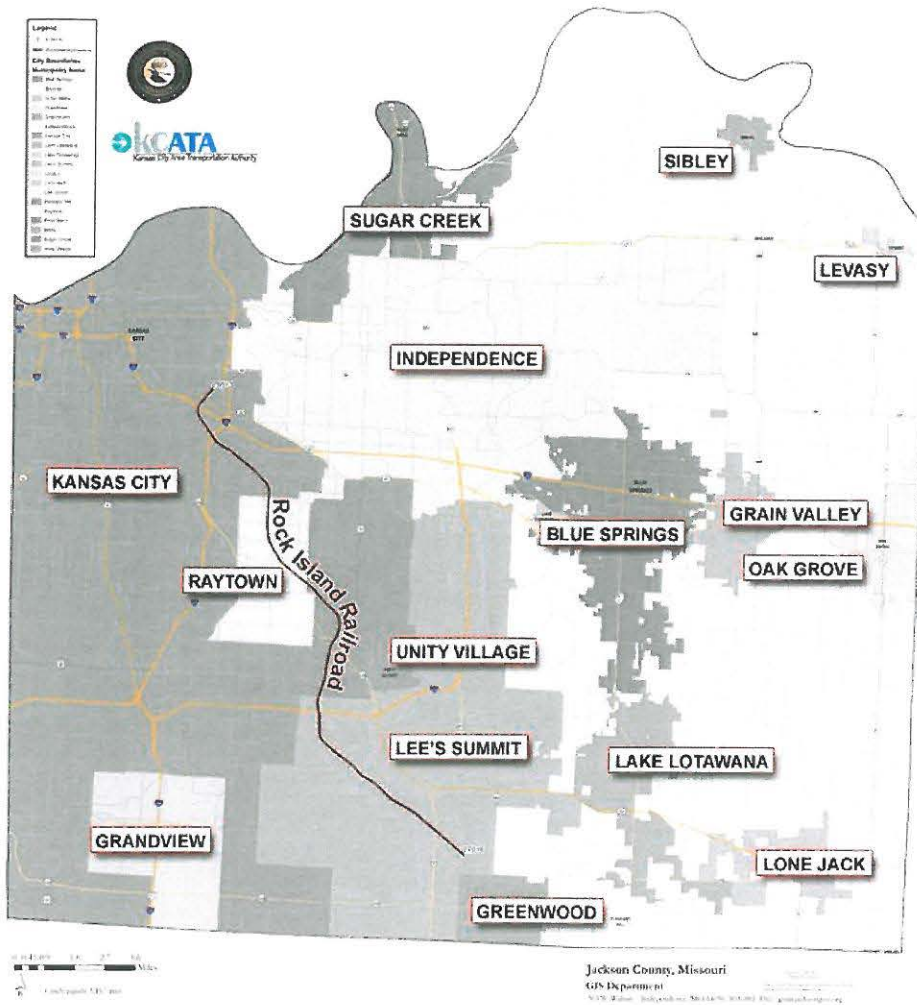
Developing the Rock Island Corridor is expected to be an investment that pays big economic dividends for the Jackson County and the Kansas City region.

Trails Development:

- Trail development in corridor will bring \$1.3 million in economic activity per year
- Over 19,000 bicyclists will use the corridor
- 17.7 mile corridor connects cities of Kansas City, Raytown and Lee's Summit
- Provides for potential of a Kansas City connection to the KATY Trail
- 40% of trail users are expected to be daily work commuters

Economic Impact:

- Hundreds of millions of dollars in public and private investments planned within ½ mile of corridor through 2020
- Trail development will increase property values by about \$45 million for residents within ¼ of corridor
- A National Association of Realtors study found homes near trails sell up to 15% more than



> [Rock Island Corridor Map \(PDF\)](#)

> [Map With Activities \(Medical, Libraries, Schools, etc.\) Around The Corridor \(PDF\)](#)

- homes not near trails
- For every dollar invested significant benefits generated to the local community
- Trail and transit infrastructure projects, more labor intensive than material intensive, create more jobs per dollar spent than highway and bridge projects and are more suitable for small businesses and MBE/WBE enterprises.
- Within 1 mile of corridor
 - Over 25,000 jobs
 - Over 23,000 households
 - Over 56,000 residents

Transit Development:

- \$1 invested in transit and trail in corridor will generate approximately \$3 in economic benefit
- Transit and trails will connect regional users to Arrowhead and Kauffman Stadiums
- Provides for potential of connecting future transit to the River Market
- Transit in corridor will connect with greater KCATA bi-state network

Environmental Impact:

- Over 14 million fewer vehicle-miles will be traveled in 20-year period due to trail development
- New transportation options offered will save the region 477,000 gallons in gasoline over

20 years

- Trail development will clean up existing eyesores, safety hazards and contamination

*Sources: Parsons
Brinckerhoff, Groundswell
Consulting, Jackson County
GIS Department and
University of Maryland*

Government Websites by CivicPlus®

Construction Contract Awarded

Construction on the Rock Island Shared Use Path is expected to begin within the next four weeks following the awarding of the contract to Radmacher Brothers Excavating of Pleasant Hill.

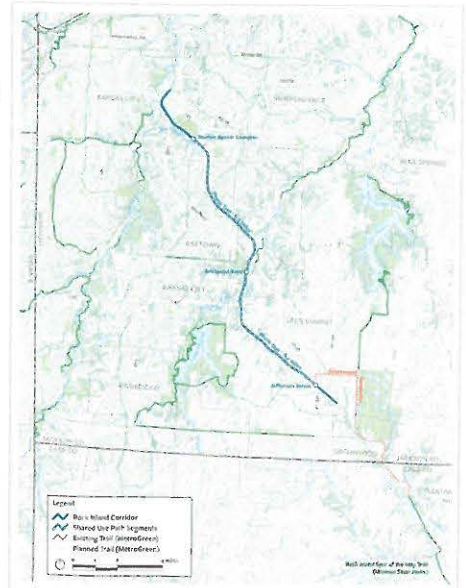


Radmacher's bid of \$3.7 million came in \$1.67 million under the engineer's estimate of \$5.37 million. A Federal Highway Administration grant will pay 80 percent of the cost. "The project savings will allow us to create a better overall asset for Jackson County," Matt Davis, Rock Island Rail Authority Program Coordinator, said. "These savings could go into making the trail longer, improving trailheads or similar benefits."

According to Davis, Radmacher also brings a great deal of experience to the project. They built about half of the Rock Island Spur of the KATY Trail, 27 miles - from Windsor to Chilhowee and also two projects for the city of Kansas City, the Little Blue Trace Extension and the Trolley Trail repair. "So they are a great contractor for this project with experience in trail building."

The 6.4-mile section of the new trail will start on the south end at Jefferson Street in Southern Lee's Summit, which is near the intersection of Jefferson and Scherer. The northern end is Brickyard Road, which is just south of 350 Highway and Noland Road. The first phase will include trail heads at Hartman Park, Paragon Star and Brickyard. A tunnel that runs under Bannister Road is included in this project and will be lighted. An old railroad bridge that crosses over the Little Blue River will also be rehabbed.

Davis said staff is working with Kansas City on trail connections on the north end of the corridor that will reach the Plaza, Zoo and the Indian Creek trail system. Staff is also working with a group of stakeholders on the south end with the goal of connecting to Pleasant Hill and the KATY trail. Additionally there will be a future connection to the Little Blue Trace which will reach to Independence as well as south to Longview Lake.



The county partnered with Kansas City Area Transportation Authority to purchase the 17.7 mile Rock Island Rail Corridor for \$52 million in May of 2016. The corridor stretches from Arrowhead and Kauffman Stadiums south through Raytown and into Lee's Summit. Corridor planning and design has focused on preservation of the national rail network corridor's integrity, most notably the railroad corridor's unencumbered continuity, and on multi-modal transportation options.



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GROUNDBREAKING FOR PHASE 1 OF ROCK ISLAND TRAIL IN JACKSON COUNTY MARCH 8TH

Submitted by Brent Hugh on Mon, 02/12/2018 - 4:54pm

The groundbreaking for Phase 1 of the Jackson County portion of the Rock Island Trail will take place March 8th, 2018, at 10:00 at Hartmann Park, 700 SW Pryor Rd, Lee's Summit.

Phase 1 includes a portion of the 17.7 miles of the Rock Island Corridor purchased by Jackson County and the KCATA in 2016. All of that corridor will eventually be developed into a trail, linking with the existing 47 miles of Rock Island Trail at Pleasant Hill, which connects with the Katy Trail at Windsor.

This section is a key portion of the Rock Island/Katy Trail system that has been envisioned for decades to connect across Missouri state line to state line.

Kudos and congratulations to the [Jackson County Rock Island Rail Corridor Authority](http://www.jacksoncountyrockislandrailcorridorauthority.org) (<http://www.jacksoncountyrockislandrailcorridorauthority.org>) for reaching this important milestone.

In December, Jackson County announced that the contract for Phase 1 of the Rock Island Trail had been let (<http://www.jacksoncountyrockislandrailcorridorauthority.org/CivicAlerts.aspx?AID=462>), with more details about the planned trail and regional connections:

Construction on the Rock Island Shared Use Path is expected to begin within the next four weeks following the awarding of the contract to Radmacher Brothers Excavating of Pleasant Hill.

Radmacher's bid of \$3.7 million came in \$1.67 million under the engineer's estimate of \$5.37 million. A Federal Highway Administration grant will pay 80 percent of the cost. "The project savings will allow us to create a better overall asset for Jackson County," Matt Davis, Rock Island Rail Authority Program Coordinator, said. "These savings could go into making the trail longer, improving trailheads or similar benefits."

(http://mobikefed.org/sites/default/files/rockislandtrail-quadstate-2014-07e-focussedq_0.png)

According to Davis, Radmacher also brings a great deal of experience to the project. They built about half of the Rock Island Spur of the KATY Trail, 27 miles - from Windsor to Chilhowee and also two projects for the city of Kansas City, the Little Blue Trace Extension and the Trolley Trail repair. "So they are a great contractor for this project with experience in trail building."

The 6.4-mile section of the new trail will start on the south end at Jefferson Street in Southern Lee's Summit, which is near the intersection of Jefferson and Scherer. The northern end is Brickyard Road, which is just south of 350 Highway and Noland Road. The first phase will include trailheads at Hartman Park, Paragon Star and Brickyard. A tunnel that runs under Bannister Road is included in this project and will be lighted. An old railroad bridge that crosses over the Little Blue River will also be rehabbed.

Davis said staff is working with Kansas City on trail connections on the north end of the corridor that will reach the Plaza, Zoo and the Indian Creek trail system. Staff is also working with a group of stakeholders on the south end with the goal of connecting to Pleasant Hill and the KATY trail. Additionally there will be a future connection to the Little Blue Trace which will reach to Independence as well as south to Longview Lake.

The county partnered with Kansas City Area Transportation Authority to purchase the 17.7 mile Rock Island Rail Corridor for \$52 million in May of 2016. The corridor stretches from Arrowhead and Kauffman Stadiums south through Raytown and into Lee's Summit.

1st Phase
Rock Island Shared Use Path Groundbreaking

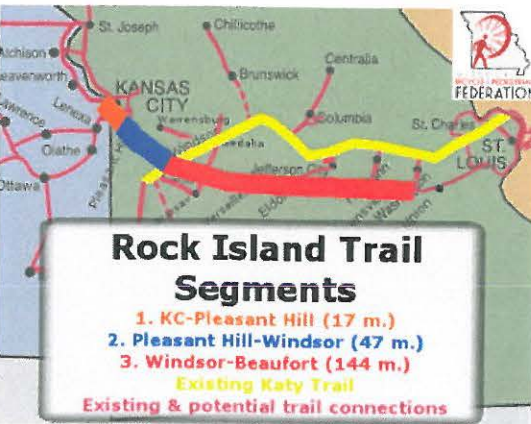
SAVE THE DATE



Date: Thursday, March 8, 2018
Time: 10:00 a.m.
Place: Hartman Park
700 SW Pryor Road, Lee's Summit, MO
RSVP: cijackson@jacksongov.org



Groundbreaking for Rock Island Trail in Jackson County March 8th, 2018



Rock Island Trail Segments

1. KC-Pleasant Hill (17 m.)
2. Pleasant Hill-Windsor (47 m.)
3. Windsor-Beaufort (144 m.)
Existing Katy Trail
Existing & potential trail connections

The Jackson County/KCATA section of the Rock Island Trail is shown in orange on this schematic map
(http://mobikefed.org/sites/default/files/rockislandtrail-quadstate-2014-07e-focussedq_0.png)

Corridor planning and design has focused on preservation of the national rail network corridor's integrity, most notably the railroad corridor's unencumbered continuity, and on multi-modal transportation options.

More information and context about the entire Rock Island/Katy Trail system and how this section fits in, on our [Rock Island Trail page](http://mobikefed.org/rockislandtrail) (<http://mobikefed.org/rockislandtrail>).

Please remember to support the [Missouri Rock Island Trail, Inc.](http://rockislandtrail.org/) (<http://rockislandtrail.org/>)--a grassroots organization currently working to support extension of the Rock Island Trail another 144 miles from Windsor to Washington, MO (the red section shown on the map above).

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esoul — I rode USBR66 E-W through Missouri in 2017. Good route, other than the unpleasantness of the St. Louis suburbs. Loved the hills and beauty. No problems with safety or traffic.

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2 comments • 10 months ago

Brent Hugh — Niles, as the article says, the entire portion is gray is a direct quote from the linked web site, <https://wildwoodvelodrome.com/So> "Why do we need a Velodrome

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News Releases 2018

Posted on: March 5, 2018

Rock Island Groundbreaking Ceremony Announced

Jackson County announces the groundbreaking ceremony for the first phase of the Rock Island Rail Corridor Shared Use Path.

FOR IMMEDIATE RELEASE**March 5, 2018****Contact: Marshanna Hester****(816) 878-1930****mhester@jacksongov.org**

**Jackson County announces groundbreaking ceremony for Rock Island
Shared Use Path**

KANSAS CITY, Mo. – Jackson County is pleased to announce the groundbreaking ceremony for the first phase of the Rock Island Rail Corridor Shared Use Path. Local officials, community members and media are invited to celebrate the beginning of the Corridor's transformation into a valuable community asset.

What: Rock Island Shared Use Path

Phase One Groundbreaking Ceremony

When: Thursday, March 8 at 10:00 a.m.

Where: Charles David Hartman Memorial Park

700 SW Pryor Road

Lee's Summit, MO 64081

Who: Frank White, Jr. – Jackson County Executive

Theresa Galvin – Jackson County Legislator, 6th District

Mayor Randy Rhoads – City of Lee's Summit

Daniel Serda – KCATA Board of Commissioners Chairman

The first 6.4 miles of construction of the shared use path will stretch from Jefferson Street, west of MO-291 in Lee's Summit, to Brickyard Road, south of Blue Parkway in Kansas City. Radmacher Brothers Excavation Company, Inc., contractor for the first phase of the construction, has already begun clearing the corridor of trees and debris. Phase one is expected to be complete later this year.

In addition to a new surface for walking and biking, the construction project will involve the rehabilitation and retrofit of existing rail bridges at 3rd Street, Chipman Road, the Little Blue River, and the old Vale Tunnel below Bannister Road.

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The next phase of construction will stretch 6.9 miles from Brickyard Road to the vicinity of the Truman Sports Complex. Work is expected to begin this summer with an anticipated completion date in 2020.

Meanwhile, Jackson County officials are working with their partners in Kansas City, Raytown, Lee's Summit, Greenwood, Pleasant Hill and Independence to plan and build other trail connections to the Rock Island Corridor, including an eventual connection to the Katy Trail State Park.

Jackson County acquired the 17.7-mile Rock Island Railroad Corridor in May 2016, in partnership with the Kansas City Area Transportation Authority (KCATA) to preserve the corridor for future generations. Additional information can be found online at www.rockislandcorridor.org.

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Opening of Candidate Filing for the Office of Jackson County Sheriff May 7 to May 14

Posted on: April 26, 2018

Jackson County Executive statement regarding Sheriff

Posted on: April 18, 2018

Jackson County announces groundbreaking ceremony for "Monument to Freedom, Justice & Courage"

Posted on: April 16, 2018



Jackson County Parks + Rec presents Nature Walks at Fort Osage National Historic Landmark

Posted on: April 13, 2018



Jackson County Parks + Rec presents Historic Sibley Cemetery Tour at Fort Osage

Posted on: April 12, 2018

Jackson County Executive statement regarding audit

Posted on: April 11, 2018

Jackson County Parks + Rec presents War of 1812 Symposium

Posted on: March 19, 2018

Executive Appoints Two Women As Department Heads

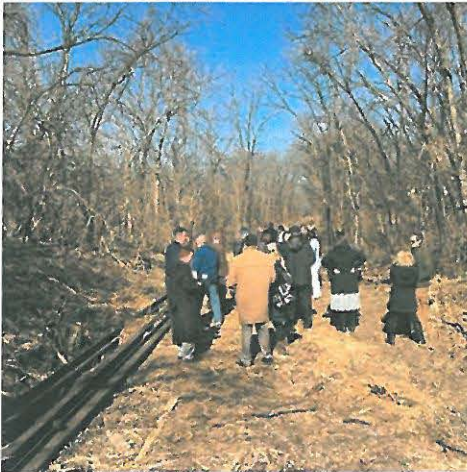
Posted on: March 12, 2018

**Missouri Bicycle & Pedestrian Federation**

March 8 ·

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Groundbreaking for the Jackson County/KCATA portion of the Rock Island Trail today. This is the start of construction on the final link of the Rock Island Trail that will connect the Katy to KC. Congrats and huge thanks to Jackson County, KCATA, and local advocacy groups like BikeWalkKC and Missouri Rock Island Trail, Inc who have worked hard to make this day happen. Thanks to Matt Niewald for the photos!



171

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**Jackson County Regional Rail Coalition**

January 30 ·

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We are excited to report that our first phase of construction on the Rock Island Corridor shared use path has begun! Please note that the corridor is closed to the public as it is an active construction site. Stay tuned for an announcement on a groundbreaking ceremony to be held in the coming weeks.



199

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The original item was published from 3/9/2018 11:31:43 AM to 3/9/2018 12:50:05 PM.

2018

Posted on: March 9, 2018

[ARCHIVED] Rock Island Shared Use Path Groundbreaking

THURSDAY, MARCH 8, 2018

A giant step forward was taken this morning as Jackson County and the Kansas City Area Transit Authority broke ground on the first phase of the Rock Island Shared Use Path.

According to County Executive, Frank White, Jr., the new trail will eventually connect to the Katy Trail allowing people to bike or hike across the state from Kansas City to St. Louis.



"This project will transform a portion of the Rock Island Rail Corridor into a premiere hiking and biking trail that Jackson County citizens can enjoy for generations to come," he said. "Think about all of the exploring, relationships and economic development that can come from that."

White closed his remarks by thanking elected officials, the city of Lee's Summit and Mayor Randy Rhoads for their hard work and for being a partner in hosting the groundbreaking. KCATA, Radmacher Brothers Excavation, MoDOT, TranSystems, Burns and McDonnell, Jackson County Public Works and Josh Boehm and Matt Davis of the Rock Island Rail Corridor Authority for their tireless work.

Theresa Galvin, the 6th District Legislator, expanded on the county executive's remarks and said the trail will also eventually connect to The Little Blue Trace Trail, Lee's Summit Trails, and Bikeway system, KC's Brush Creek and Blue River Trails and Three Trails National Historic Route. Making this shared use path a regional partnership. "This is just the first step in truly connecting Jackson County to other cities and counties throughout Missouri and making our community a sought-after destination for families and business," she said.

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According to Galvin, the development of the shared use path will create a boost in property values. "Trails are one of the most sought-after amenities for potential home buyers. Research shows that trails can add a premium to single-family residential properties of between four and 11 percent. Trails support the economy and bicycle tourism has a real economic benefit."

"I know my family and I already use many of the trails and parks in Jackson County and look forward to utilizing the Rock Island once it is completed," she said.

The Rock Island corridor was identified nearly two decades ago as an ideal bicycle and pedestrian connection to the KATY Trail, and as a commuter corridor linking eastern and southern Jackson County with Downtown Kansas City.

Matt Davis, Rock Island Authority program coordinator, said the corridor its self is over 100 years old, and by purchasing this corridor Jackson County has ensured it will be a community asset for the next 100 years or more. The northern end of the shared use path will connect into the Truman sports complex and run 14 miles south and east to the intersection of Jefferson and Scherer road in southern Lee's Summit.

"The path will connect many vibrant, historic and interesting areas of our County including the Stadium Complex, Downtown Raytown, 350 and Noland Road, The Vale Tunnel (a 460-foot tunnel under bannister road), and the city of Lee's Summit," he said.

"Here at Jackson County, and at the Rock Island Rail Corridor Authority we are proud to bring an amenity such as this to our community. We believe the presence of trails such as this have a profound impact on community health and our economy, and that it makes Jackson County a great place to call home," Davis said.

The first 6.4 miles of construction of the path stretches from Jefferson Street, west of MO-291 in Lee's Summit, to Brickyard Road, south of Blue Parkway in Kansas City. Radmacher Brothers Excavation Company, Inc., contractor for the first phase of the construction, has already begun clearing the corridor of trees and debris. The first phase is expected to be complete later this year.

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Jackson County acquired the 17.7-mile Rock Island Railroad Corridor in May 2016, in partnership with the KCATA to preserve the corridor for future generations.

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Monument to Freedom, Justice and Courage

Posted on: April 19, 2018



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Posted on: April 17, 2018



Women in Corrections: Kiva Hill

Posted on: April 4, 2018



Parks Customer Service Training

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Whitney Miller Appointed Director of Collections

Posted on: March 12, 2018



Diana Turner Named Director of Corrections Department

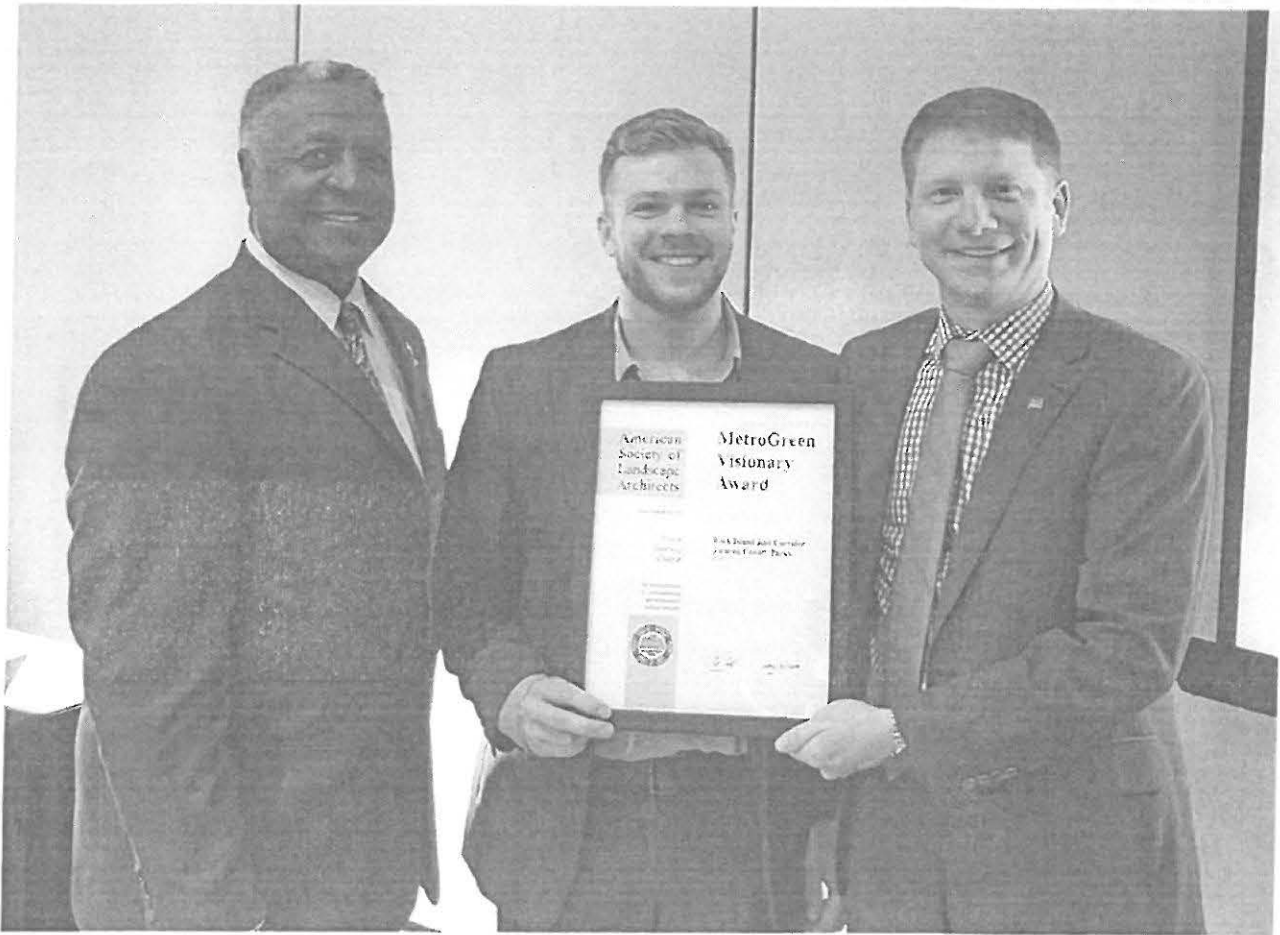
Posted on: March 12, 2018



Serve Weather Symposium

Posted on: March 6, 2018

Rock Island Rail Corridor Authority Honored with MetroGreen Visionary Award



(L-R: Jackson County Executive Frank White, Jr, Rock Island Rail Corridor Authority Development Manager Josh Boehm, and Program Coordinator Matt Davis)

April 13, 2018

Jackson County's Rock Island Rail Corridor Authority was honored by the Prairie Gateway Chapter of the American Society of Landscape Architects (PGASLA) for the MetroGreen Visionary Award. The award is given to a city, county or governmental agency that "conducts outstanding efforts to promote trails and greenways" like the original MetroGreen Plan envisioned.

The MetroGreen Plan was created in 1991 at the ASLA National Annual Meeting in Kansas City as a gift to the City of Kansas City. It identified a regional greenway system for the metro area linking existing parks, urban spaces and rural greenspaces by proposing a system of trails and bike paths.

Chris Cline, President of the Prairie Gateway Chapter of ASLA, was on the original team that produced the MetroGreen Plan. In his remarks, he commended Jackson County's vision in obtaining the Rock Island Rail Corridor to benefit the region, and for the on-going planning and implementation efforts associated with making the corridor into a multi-use trail, while also considering the future potential the corridor has for transportation.

Cline further commented, "This PGASLA Award was provided solely based upon the leadership that Jackson County has provided to secure the right-of-way for this critical linkage in the region, and the efforts the County has undertaken to obtain the necessary funding for planning and construction implementation of a project that perfectly complements the goals identified in the MetroGreen Plan. As President of PGASLA, I am honored to present the MetroGreen Visionary Award to Jackson County on behalf of our Chapter."

Upon receiving the award, Matt Davis, Program Coordinator for the Rock Island Rail Corridor Authority of Jackson County stated: "As we develop the Rock Island Corridor we strive to make our community a more beautiful, connected and vibrant place to live. Receiving this award affirms those goals and is a great honor for the Rock Island team and the County."

The Rock Island Corridor is a 17.7 mile railroad right-of-way acquired by Jackson County and the KCATA in 2016. As well as being the logical local connection to Missouri's Katy Trail, the corridor is also being preserved for future multi-modal transit. The County has been pursuing the development of the property into a working trail since its purchase.



(Rendering of proposed Raytown trailhead of Rock Island Corridor, image provided by Confluence)

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