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March 22, 2012

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

Re: STB Finance Docket No. 35607, *Manning Rail, Inc. -- Acquisition and Operation Exemption -- Manning Grain Company*

Dear Ms. Brown:

In a decision served March 20, 2012, the Notice of Exemption in the above proceeding was voluntarily held in abeyance pending investigation of the history of the Fairmont-Burress, NE rail line.

This is to respectfully request that the Notice of Exemption be restored to active status, to become effective no earlier than April 20, 2012, which is the scheduled effective date of a Notice of Exemption in Finance Docket No. 35612, *Manning Grain Company -- Acquisition and Operation -- Fillmore Western Railway Company*.

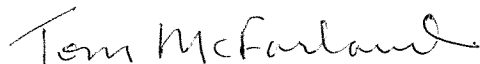
The Notice of Exemption in Finance Docket No. 35612 was filed, and the Notice of Exemption in Finance Docket No. 35607 was held in abeyance, in order to correct the chain of carrier status as to the Fairmont-Burress rail line. When Manning Grain Company acquired that rail line from Fillmore Western Railway Company in 2005, Manning Grain unknowingly became a rail carrier. The Notice of Exemption in Finance Docket No. 35612 seeks an exemption for that acquisition and operation. The Notice of Exemption in Finance Docket No. 35607 seeks an exemption for Manning Rail, Inc.'s acquisition from Manning Grain Company and operation of that rail line. In order to correct the chain of carrier status, Manning Grain Company's

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acquisition of the rail line should become effective before Manning Rail, Inc.'s acquisition of the rail line from Manning Grain Company becomes effective.

Very truly yours,

A handwritten signature in black ink that reads "Tom McFarland". The signature is written in a cursive, slightly slanted style.

Thomas F. McFarland
Attorney for Manning Rail, Inc.

TMcF:kl:wp5X\1533-A\lrstb3

cc: Mr. Kent Manning, *manninggrain@stewireless.com*
Courtney Biery Estes, Esq., *courtney.estes@bnsf.com*