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DECISION ID NO.: 45153

DECIDED DATE: 5/16/16

SERVICE DATE: 5/17/16

APPROVED: Rachel D Campbell



BEFORE THE
SURFACE TRANSPORTATION BOARD

INGREDION INCORPORATED –
PETITION FOR DECLARATORY ORDER

STB Finance Docket No. 36014

240465

ENTERED

Office of Proceedings

April 12, 2016

Part of

Public Record

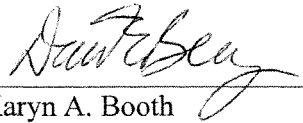
ERRATA TO
PETITION FOR DECLARATORY ORDER AND
MOTION FOR PROTECTIVE ORDER

Petitioner Ingredion Incorporated (“Ingredion”) hereby files this Errata to Petition for Declaratory Order and Motion for Protective Order (“Errata”). Ingredion filed its Petition for Declaratory Order (“Petition”) and Motion for Protective Order (“Motion”) on March 24, 2016 in this docket. The Petition was provided in both Public and Confidential Versions. In the various documents filed on March 24th, Ingredion used the name “Ingredion, Inc.” in the case caption and when referring to itself. This was a mistake. The correct name for Ingredion is “Ingredion Incorporated”.

Ingredion respectfully requests that the Surface Transportation Board (“Board”) take notice of the correct name – “Ingredion Incorporated”. To assist the Board, Ingredion has corrected the name in the relevant pages of the Petition (cover page, pages 1 and 19, and Verified Statement page 1) and Motion (pages 1 and 2, and Protective Order at page 1); these corrected pages are attached to this Errata as Exhibit A and can be used to replace the corresponding pages from the Petition and Motion. The only change reflected in these corrected pages is replacement of “Ingredion, Inc.” with “Ingredion Incorporated”. Please note that the Confidential Version corrected pages are being filed under seal.

Correcting Ingredion's name inevitably requires revising the case caption, and Ingredion has used the corrected name in the caption shown above. Ingredion respectfully requests that the Board accept this Errata into the record in this proceeding and take notice of Ingredion's correct name.

Respectfully submitted,



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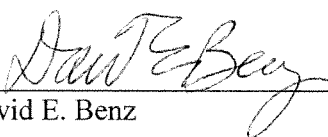
Counsel for Ingredion Incorporated

April 12, 2016

CERTIFICATE OF SERVICE

I hereby certify that on this 12th day of April 2016, I served a copy of the foregoing upon counsel for the entities listed below via U.S. first-class mail, postage prepaid.

John M. Touhy John C. McIlwee Baker & Hostetler LLP 191 North Wacker Drive, Suite 3100 Chicago, IL 60606 Katharine E. Heitman Baker & Hostetler LLP Washington Square, Suite 1100 1050 Connecticut Ave. N.W. Washington, DC 20036 <i>Counsel for Coulas Viking Partners LP</i>	Thomas I. Matyas Rebecca Dircks Locke Lord LLP 111 South Wacker Drive Chicago, IL 60606 <i>Counsel for The Belt Railway Company of Chicago</i>
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David E. Benz

Exhibit A

PUBLIC VERSION – CONFIDENTIAL MATERIAL REDACTED

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

INGREDION INCORPORATED –
PETITION FOR DECLARATORY ORDER

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STB Finance Docket No. _____

PETITION FOR DECLARATORY ORDER

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filing contains color image (satellite view)

March 24, 2016

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB Finance Docket No. _____

Ingredion Incorporated (“Ingredion”) hereby petitions the Surface Transportation Board (“STB” or “Board”), pursuant to 5 U.S.C. § 554(e) and 49 U.S.C. § 721, for an order declaring that certain relief sought by Coulas Viking Partners (“Coulas Viking”) under Illinois state law is preempted by 49 U.S.C. § 10501(b) and the Board’s exclusive jurisdiction over rail operations. Coulas Viking has filed a complaint in Illinois state court seeking to permanently prevent rail service provided by The Belt Railway Company of Chicago (“BRC”), a common carrier railroad, to Ingredion’s corn processing facility located near Chicago. The relief sought by Coulas Viking would disrupt interstate commerce, interfere with Ingredion’s right to receive rail service on reasonable request, and otherwise impermissibly intrude into matters exclusively reserved for the Board under federal law.

1. BRC rail operations occur pursuant to Board authorization or are otherwise under exclusive Board jurisdiction, and only the Board can authorize cessation of such operations;
2. No court has legal authority to enjoin or prevent such BRC rail service, or otherwise issue any decision causing unreasonable interference with BRC rail service to Ingredion; and

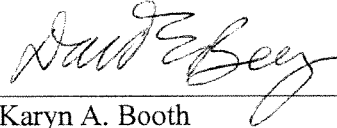
PUBLIC VERSION – CONFIDENTIAL MATERIAL REDACTED

transportation system.”⁴⁶ The intent of Congress is that the Board preserves and protects the use of rail transportation as part of interstate commerce, and the Board should fulfill that role by considering the Petition filed by Ingredion.

VII. Conclusion.

The Board should exercise its discretion and issue the requested declaratory order. A controversy plainly exists regarding the relief sought in the Complaint, which would intrude into matters under the exclusive jurisdiction of the Board, such as rail operations and abandonment, and bar rail service by a Board-licensed carrier. The requested relief strikes at the heart of the Board’s mission to support and protect the national rail system, and prompt Board action is warranted.

Respectfully submitted,



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Attorneys for Ingredion Incorporated

March 24, 2016

⁴⁶ 49 U.S.C. § 10101(4).

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB Finance Docket No.

I. Introduction.

3. I am submitting this Verified Statement (“V.S.”) in support of the Petition for Declaratory Order (“Petition”) submitted by Ingredion to the Surface Transportation Board. The purpose of this V.S. is to provide factual background regarding the Ingredion facility in Bedford

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

**INGREDION INCORPORATED –
PETITION FOR DECLARATORY ORDER**

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STB Finance Docket No. _____

MOTION FOR PROTECTIVE ORDER

Petitioner Ingredion Incorporated (“Ingredion”), pursuant to 49 CFR § 1104.14, respectfully requests that the Surface Transportation Board (“STB” or “Board”) enter a protective order for the above-referenced proceeding in the form provided in Appendix A to this motion. The proposed protective order will facilitate the evaluation and resolution of the issues raised in this proceeding by enabling the parties to include relevant confidential and/or proprietary business information in their filings to the Board. Evidence submitted in this proceeding, including certain figures in Ingredion’s Petition for Declaratory Order filed under separate cover today and other evidence that may be submitted, includes commercially sensitive data and information regarding the use of and reliance on rail transportation by Ingredion. This information includes and/or may include details regarding rail traffic, facility production, sales of products, and other sensitive commercial information. Entry of the requested order will protect the confidentiality of contract terms, financial information, sensitive business details, and other proprietary material that is, and may be later, included in documents and filings submitted to the Board.

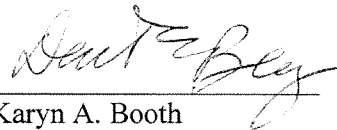
Ingredion does not anticipate a need for discovery in this proceeding and, in fact, Ingredion believes the issues in this proceeding can and should be resolved without discovery.

Nonetheless, the proposed protective order in Appendix A is drafted broadly enough to encompass discovery materials.

The proposed order generally follows the format of the protective order that has been utilized by the Board in complaint proceedings.

Accordingly, Ingredion respectfully requests that the Board enter the protective order in this proceeding in the form provided in Appendix A, hereto, including the forms of undertaking that accompany it. Ingredion requests that the Board enter the proposed order on an expedited basis because Ingredion has included information that the requested order would protect in documents filed under separate cover today in this proceeding.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Karyn A. Booth", written over a horizontal line.

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Counsel for Ingredion Incorporated

March 24, 2016

**PROTECTIVE ORDER
FOR**

STB Finance Docket No. _____

INGREDION INCORPORATED – PETITION FOR DECLARATORY ORDER

1. Any party submitting information, data, documents, or other material (hereinafter collectively referred to as “material”) in filings in this proceeding, or producing material to another party in discovery in this proceeding, that the party in good faith believes reflects proprietary or confidential information, may designate and stamp such material as “CONFIDENTIAL,” and such material must be treated as confidential. Such material, any copies, and any data or notes derived therefrom:

- (a) Shall be used solely for the purpose of this proceeding and any judicial review proceeding arising herefrom, and not for any other business, commercial, or competitive purpose.
- (b) May be disclosed only to employees, counsel, or agents of the party requesting such material who have a need to know, handle, or review the material for purposes of this proceeding and any judicial review proceeding arising herefrom, and only where such employee, counsel, or agent has been given and has read a copy of this Protective Order, agrees to be bound by its terms, and executes the attached Undertaking for Confidential Material prior to receiving access to such materials.