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February 20, 2009

BY E-Filing

The Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street S.W.
Washington, DC 20423-001

Re: STB Docket No. AB-857 (Sub-No. 1X), Great Western Railway of
Colorado, LLC -- Abandonment Exemption -- In Weld County,
Colorado

Dear Acting Secretary Quinlan:

By decision served June 4, 2008, in the above-referenced proceeding, the Board imposed a section 106 condition on the exemption of the abandonment which precluded Great Western Railway of Colorado, LLC ("GWRC") from salvaging the rail line until the section 106 process has been completed.

On October 1, 2008, GWRC's consultant submitted a report and site form to the Colorado State Historic Preservation Officer ("SHPO"). The consultant recommended that GWRC's proposed salvaging of the line and rail-banking will have no adverse effect upon the Welty Branch. See Exhibit 1. By letter dated December 3, 2008, the SHPO concurred with the consultant's recommendation. See Exhibit 2. Under these circumstances, GWRC respectfully urges the Board to remove the section 106 condition or modify that condition in order to allow GWRC to salvage the line and enter into a rail-banking agreement.

If you have any questions, please call me.

Sincerely,

A handwritten signature in black ink, appearing to read "Karl Morell". The signature is fluid and cursive, with the first name "Karl" and last name "Morell" clearly distinguishable.

Karl Morell



EXHIBIT 1

October 1, 2008

Edward C. Nichols
State Historic Preservation Officer
Colorado Historical Society
1300 Broadway
Denver, CO 80203

**RE: Abandonment Exemption of the Welty Branch of the Great Western Railway,
Weld County, Colorado**

Dear Mr. Nichols:

On behalf of the Great Western Railway (GWR), LLC (a subsidiary of OmniTRAX), URS Corporation (URS) is pleased to submit the enclosed report and site form. The GWR has filed for abandonment of its Welty Branch of the GWR, located in Johnstown and south and west in the adjacent farm fields. The area of potential effects (APE or project area) is the Welty Branch right-of-way (ROW), from its start in north Johnstown at Parish Street and 2nd Street to its end at Welty near County Road 5. The project area includes the entire ROW, including the ROW extensions for sidings and spurs, a distance of approximately 6.2 miles. Because the line abandonment falls within the jurisdiction of the Surface Transportation Board (STB), the action is considered a federal undertaking and therefore subject to the provisions of Section 106 of the National Historic Preservation Act (NHPA) of 1966 (16U.S.C. 470 et seq., as amended through 2000). As such, the STB requires that the Great Western Railway, LLC to consider the effects of this undertaking upon historic properties

The survey documented the entire Welty Branch of the GWR (5WL841.15). The branch was constructed in 1902 and 1903 to service the sugar beet industry by transporting harvested beets to the area sugar factories for processing. UR is recommending that the entire Welty Branch be considered eligible for listing in the NRHP for its association with the sugar beet farming and processing context of northeastern Colorado. The Welty Branch is the first branch of the original mainline GWR. The rail was instrumental in helping to establish Johnstown and keep Loveland and the other surrounding communities as a viable agricultural entities. The railway's longevity is marked by its continued use from 1902 through the 1970s. The rail hardware is fairly intact and for the most part the rails, ties, switches, and switch stands are historic but range from the 1900s to the 1960s. Overall, the site retains its integrity of location, setting, feeling, design, workmanship, materials, and association. A few segments have lost aspects of feeling, setting, materials, design and workmanship but not enough to not be able to convey the significance of the branch railroad as it pertains to the railroad as a whole.

It is our understanding that after the abandonment has been approved by the STB, with the exception of a small segment within Johnstown that will remain as is, the GWR plans on pulling the rail and other hardware for salvage and the railroad grade will be rail banked. This will

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preserve it for future use as a railroad or potential trail opportunities. Based upon this proposed action, it is our recommendation that the proposed actions will have no adverse effect upon the Welty Branch. We respectfully seek your concurrence with these recommendations.

If you have any questions about the work performed or the summary report, please contact me by telephone at (303) 796-4617 or Mr. Karl Morrell at (202) 638-3307. Thank you.

Sincerely,

URS CORPORATION

A handwritten signature in black ink, appearing to read "R. Mutaw", written over a horizontal line.

Robert J. Mutaw, Ph.D.
Principal Investigator
Cultural Resources Team Leader

Enclosures

cc: Karl Morell, Ball Janik LLP
Jim Bertram, Great Western Railway LLC

OFFICE of ARCHAEOLOGY and HISTORIC PRESERVATION

EXHIBIT 2

3 December 2008

CHS #50997

Robert J. Mutaw, Ph.D.
Principal Investigator
URS Corporation
8181 East tufts Ave.
Denver, CO 80237

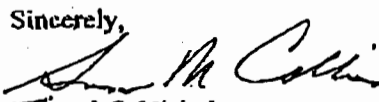
RE: Abandonment Exemption, Welty Branch of the Great Western Railway, Johnstown,
Weld County

Dear Dr. Mutaw:

Thank you for your recent correspondence dated 1 October 2008, concerning the eligibility of a segment of the Great Western Railway's Welty Branch (5WL.841.15). Our office has reviewed the submitted materials. We concur with your assessment that this segment supports the eligibility of the Welty Branch. The Railway's plans to railbank this section of the track will have no adverse effect on the segment.

If you have any questions, please contact Joseph Saldibar, Architectural Services Manager, at (303) 866-3741.

Sincerely,


Edward C. Nichols
State Historic Preservation Officer, and
President, Colorado Historical Society

Post-It Fax Note	7671	Date	12/3/08	# of pages	1
To	ROBERT MUTAW	From	JOSEPH S. SALDIBAR		
Co./Dept.	URS Corp	Co.	CHS/OAHP		
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COLORADO HISTORICAL SOCIETY