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MAYER, BROWN & PLATT

1909 K STREET, N.W.

WASHINGTON, D.C. 20006-1101

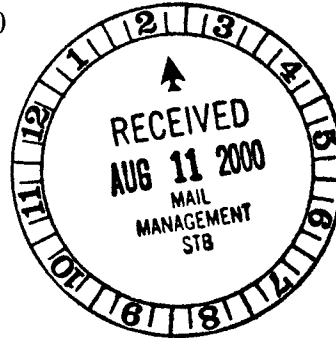
ERIKA Z. JONES
DIRECT DIAL (202) 263-3232
ejones@mayerbrown.com

MAIN TELEPHONE
202-263-3000
MAIN FAX
202-263-3300

August 11, 2000

By Hand

Surface Transportation Board
Office of the Secretary
Case Control Unit
1925 K Street, NW
Washington, DC 20423-0001
ATTN: STB Docket No. 42052



Re: STB Docket No. 42052, Union Pacific Railroad Company -- Petition for
Declaratory Order -- Unilaterally Imposed Interchange Charges

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are the original and ten (10) copies of the Comments of The Burlington Northern and Santa Fe Railway Company.

I would appreciate it if you would date-stamp the enclosed extra copy of this submission and return it to the messenger for our files. Thank you for your assistance.

Sincerely,


Erika Z. Jones

Enclosures

cc: Robert T. Opal
Edward J. Krug
Mark Bubenik
Roger A. Serpe
William C. Sippel
Thomas J. Litwiler

1994/86

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Docket No. 42052

UNION PACIFIC RAILROAD COMPANY
- DECLARATORY ORDER -
UNILATERALLY IMPOSED INTERCHANGE CHARGES

COMMENTS OF THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY



Richard E. Weicher
Michael E. Roper

The Burlington Northern
and Santa Fe Railway Company
2500 Lou Menk Drive
Third Floor
Fort Worth, Texas 76131-0039
(817) 352-2368 or (817) 352-2353

Erika Z. Jones
Robert M. Jenkins III
Adrian L. Steel, Jr.

Mayer, Brown & Platt
1909 K Street, NW
Washington, DC 20006
(202) 263-3000

Attorneys for The Burlington Northern and Santa Fe Railway Company

August 11, 2000

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Docket No. 42052

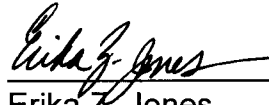
UNION PACIFIC RAILROAD COMPANY
- DECLARATORY ORDER -
UNILATERALLY IMPOSED INTERCHANGE CHARGES

COMMENTS OF THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY

Pursuant to the Board's orders in this proceeding served on June 13, 2000, and July 7, 2000, The Burlington Northern and Santa Fe Railway Company ("BNSF") hereby submits these comments with respect to the issues raised by the petition seeking a declaratory order filed by Union Pacific Railroad Company ("UP") in this proceeding on February 14, 2000. BNSF concurs that the issues presented by UP's petition raise questions that have broad and current applicability within the railroad industry and that the entry of a declaratory order by the Board resolving those questions is appropriate.

BNSF reserves the right to reply to the comments filed by other parties in this proceeding no later than September 1, 2000, as set forth in said orders.

Respectfully submitted,



Erika Z. Jones
Robert M. Jenkins III
Adrian L. Steel, Jr.

Richard E. Weicher
Michael E. Roper

The Burlington Northern
and Santa Fe Railway Company
2500 Lou Menk Drive
Third Floor
Fort Worth, Texas 76131-0039
(817) 352-2368 or (817) 352-2353

Mayer, Brown & Platt
1909 K Street, NW
Washington, DC 20006
(202) 263-3000

Attorneys for The Burlington Northern and Santa Fe Railway Company

August 11, 2000

CERTIFICATE OF SERVICE

I hereby certify that copies of the Comments of The Burlington Northern and Santa Fe Railway Company have been served this 11th day of August 2000, on the following:

Union Pacific Railroad Company
Robert T. Opal, General Commerce Counsel
1416 Dodge Street, Room 830
Omaha, NE 68179

Iowa Interstate Railroad, Ltd.
Edward J. Krug
Krug & Beckelman, P.L.C.
401 First Street S.E., Suite 330
P.O. Box 186
Cedar Rapids, IA 52406-0186

City of Tacoma Public Utilities, d/b/a Tacoma Rail
Mark Bubenik, Chief Assistant City Attorney
P.O. 11007
Tacoma, WA 98411-0007

Roger A. Serpe
General Counsel
Indiana Harbor Belt Railroad Company
111 West Jackson Boulevard, Suite 1128
Chicago, IL 60604-3502

William C. Sippel
Thomas J. Litwiler
Fletcher & Sippel LLC
Two Prudential Plaza, Suite 3125
180 North Stetson Avenue
Chicago, IL 60601-6710


Daniel O'Connell