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July 23, 2001

The Honorable Vernon A Williams
Secretary
Surface Transportation Board
Case Control Unit
1925 K Street, N.W.
Washington, D.C. 20423-0001

ENTERED
Office of the Secretary

JUL 23 2001

Part of
Public Record



Re: Canadian National Railway Company, Grand Trunk Corporation and WC Merger Sub, Inc. -Control- Wisconsin Central Transportation Corporation, Wisconsin Central Ltd., Fox Valley & Western Ltd., Sault Ste. Marie Bridge Company, and Wisconsin Chicago Link, Finance Docket No. 34000

Dear Secretary Williams:

Enclosed for filing in the above-referenced docket are an original and 25 copies of the Opposition of Great Lakes Transportation LLC to Joint Request for Extension of Time. A certificate of service is attached to the filing. This filing is designated GLT-17.

Also enclosed is a 3.5 inch diskette containing the pleading in Word 2000, which is capable of being read by WordPerfect for Windows 9.0.

Please file-stamp the enclosed copy of the pleading and return it to our messenger. Thank you for your assistance.

Sincerely yours,

Carolyn F. Corwin
Attorney for Great Lakes Transportation LLC

Enclosures

202936

GLT-17

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Finance Docket No. 34000

**CANADIAN NATIONAL RAILWAY COMPANY,
GRAND TRUNK CORPORATION AND WC MERGER SUB, INC.**

-CONTROL-

**WISCONSIN CENTRAL TRANSPORTATION CORPORATION, WISCONSIN
CENTRAL LTD., FOX VALLEY & WESTERN LTD., SAULT STE. MARIE BRIDGE
COMPANY, AND WISCONSIN CHICAGO LINK**



**OPPOSITION OF GREAT LAKES TRANSPORTATION LLC
TO JOINT REQUEST FOR EXTENSION OF TIME**

Great Lakes Transportation LLC ("GLT") hereby opposes the Joint Request for Extension of Time to File Responsive Comments filed by AK Steel Corporation ("AK Steel") and Eveleth Mines, LLC d/b/a/ EVTAC Mining ("EVTAC"). AK Steel and EVTAC provide no reason that would justify grant of a one-week extension for filing of their responsive comments in this proceeding. The request should be denied.

The only justification AK Steel and EVTAC offer for their assertion that they need more time to file responsive comments is that on July 18 GLT filed with the Board the definitive terms of the settlement it had reached with Applicants and that certain persons at AK Steel will be unable to review that document until early this week. However, the comments GLT served on June 25 described the settlement and requested its imposition as a condition of approval of the proposed transaction at that time. GLT attached to its comments the June 22 letter that set out all the substantive terms of an agency arrangement between Canadian National

Railway Company ("CN") and the Duluth Missabe and Iron Range Railway Company ("DM&IR"), as well as a description of other terms of the settlement.¹

While it took longer than GLT and Applicants had hoped to finalize the definitive terms of the settlement agreement, AK Steel and EVTAC have not been prejudiced by the delay. Counsel for these parties had ample opportunity to pose questions about the terms of the settlement, either informally or through formal discovery, in the period after June 25. In fact, another party (United States Steel) noticed depositions of representatives of CN and GLT and inquired at some length about the terms of the settlement at those depositions. Counsel for AK Steel attended both those depositions (held on July 12 and July 17), but chose not to question the witnesses.

Moreover, the settlement agreement as filed on July 18 is not different in substance from the description provided in GLT's June 25 comments. Much of the July 18 agreement consists of general terms of the sort found in many settlement agreements. The other terms are simply more detailed descriptions of the agency arrangement and operational matters described in the June 25 comments.²

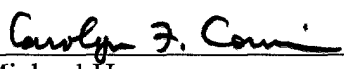
¹ The terms of the settlement relating to rail operations in the Duluth/Superior area were described in less detail in GLT's comments. However, there is no indication that AK Steel and EVTAC have any interest in these operational issues.

² The three "changes" that AK Steel and EVTAC purport to find in the July 18 agreement (see Joint Request, at page 2, note 1) are not changes at all. First, contrary to their characterization, there is nothing in the July 18 agreement that prohibits (or even refers to) a build-in to points served by DM&IR; neither the June 25 comments nor the July 18 agreement say anything about the subject of build-ins. Second, the additional "confidential agreements" contemplated by the July 18 agreement are simply the nuts and bolts forms of transportation agreements, trackage rights agreements, and so forth that may be needed to implement various provisions of the settlement. Parties often choose to treat such documents as confidential. Finally, GLT's June 25 comments did not indicate that the settlement was intended to create (continued...)

In sum, the July 18 agreement provides no reason why AK Steel and EVTAC should need an additional week to prepare their reply comments. Applicants wish to receive a prompt decision on their proposed transaction, and GLT likewise has an interest in a prompt determination by the Board.³ The joint request of AK Steel and EVTAC should be denied.

Respectfully submitted,

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Dated: July 23, 2001

rights for non-parties. Thus, AK Steel and EVTAC cannot claim that they are surprised by the July 18 agreement in this respect.

³ As noted in section IV.A. of the July 18 agreement, the agreement will terminate if the Board fails to rule on the merits of the proposed transaction by October 9, 2001.

CERTIFICATE OF SERVICE

I, Carolyn F. Corwin, certify that, on this 23rd day of July, 2001, I caused a copy of the foregoing Opposition of Great Lakes Transportation LLC to Joint Request for Extension of Time to be served as indicated below:

By Hand:

Paul A. Cunningham
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U.S. Department of Transportation
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Room 4102 C-30
Washington, D.C. 20590

By Overnight Mail:

William C. Sippel
Fletcher & Sippel LLC
180 N. Stetson Avenue
Two Prudential Plaza
Suite 3125
Chicago, IL 60601-6721

I further certify that on this 23rd day of July, 2001, I caused a copy of the foregoing Opposition of Great Lakes Transportation LLC to Joint Request for Extension of Time to be served by first-class mail, postage prepaid, on all other parties of record listed on the official service list, as modified, issued as Appendix A to Decision No. 3 in Finance Docket No. 34000.


Carolyn F. Corwin