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BEFORE THE
SURFACE TRANSPORTATION BOARD

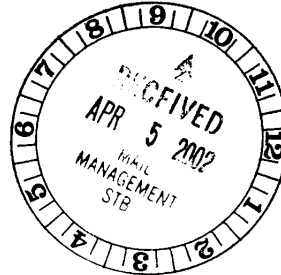
STB Finance Docket No. 34180

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Office of the Secretary

APR 08 2002

Part of
Public Record

SOO LINE RAILROAD COMPANY
-- TRACKAGE RIGHTS --
I & M RAIL LINE, LLC



SOO LINE RAILROAD COMPANY'S
VERIFIED NOTICE OF TRACKAGE RIGHTS EXEMPTION

MOTION FOR PROTECTIVE ORDER

March 25, 2002

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BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 34180

SOO LINE RAILROAD COMPANY
-- TRACKAGE RIGHTS --
I & M RAIL LINK, LLC

SOO LINE RAILROAD COMPANY'S
VERIFIED NOTICE OF TRACKAGE RIGHTS EXEMPTION

MOTION FOR PROTECTIVE ORDER

Pursuant to 49 C.F.R. § 1104.14(b), Soo Line Railroad Company d/b/a Canadian Pacific Railway Company, Inc. ("CPR") hereby submits to the Board under seal a copy of the Trackage Rights Agreement that is being submitted as an Exhibit to CPR's above-captioned notice of trackage rights exemption. CPR hereby moves for a protective order with respect to the Trackage Rights Agreement. The proposed protective order is necessary to protect the commercially sensitive data contained in the document. With this motion, a redacted version of the Agreement is submitted for inclusion in the public record.

Accordingly, CPR requests that the Board enter a protective order providing that the Trackage Rights Agreement, Exhibit to the subject notice of exemption, be kept confidential and not be made part of the public docket.

Attached to this motion are an original and ten copies of the Trackage Rights Agreement, enclosed in an envelope marked "Confidential Material Subject to a Request for Protective Order", pursuant to 49 C.F.R. § 1104.14(a). Also enclosed are an original and ten copies of the redacted version of the Agreement.

Respectfully submitted,



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