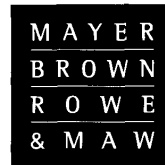


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May 15, 2003

BY HAND DELIVERY

The Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, NW  
Washington, DC 20423-0001

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**MAY 15 2003**

**Part of**  
**Public Record**

Re: Finance Docket No. 34330, The Burlington  
Northern and Santa Fe Railway Company --  
Acquisition and Operation Exemption --  
Montana Western Railway Company, Inc.

Dear Secretary Williams:

Although it was apparently not served on BNSF, we are in possession of a letter filed with the Board on May 13, 2002, by Louisiana Pacific Corporation (LP) seeking another 30-day extension of time (to June 14, 2003) to file a reply in this proceeding. The reason given is that LP seeks "to gain a better understanding from the BNSF and the UP of the consequences resulting from this transaction."

BNSF objects to LP's request for an additional 30-day extension. The Union Pacific Railroad (UP) currently has pending with the Board a request for extension until May 27, 2003 for its reply. BNSF has agreed to that request and has no objection to an extension for LP as well to May 27, 2003. BNSF has been working with UP to put to rest any remaining concerns that UP and LP may have, and an extension until May 27 is more than ample for that purpose.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read 'RMJ', followed by the printed name 'Robert M. Jenkins III'.

Counsel for The Burlington Northern  
and Santa Fe Railway Company

RMJ/bs

cc: Ric Chavez (by FAX and first-class mail)  
Louisiana Pacific Corporation

MAYER, BROWN, ROWE & MAW

Vernon A. Williams

May 15, 2003

Page 2

Carolyn Corwin (by FAX and first-class mail)  
Covington & Burling

Robert T. Opal (by FAX and first-class mail)  
Union Pacific Railroad Company