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August 5, 2003



**VIA UPS OVERNIGHT**

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

208641

**Re: Finance Docket No. 34388; Union Pacific Railroad Company – Trackage Rights Exemption – Omaha Public Power District**

Dear Mr. Williams:

This refers to the Notice of Exemption dated August 1, 2003 in the above proceeding.

We have discovered an error in the total mileage of the trackage rights segment stated in the Notice and in the Caption Summary. The trackage rights segment is described as extending from milepost 6.0 near Arbor to milepost 56.3 near College View NE, a distance of 50.3 miles. The correct distance is 56.65 miles.

With this correction, the total distance of 56.65 miles does not match the milepost designations of the endpoints. The reason is that the trackage rights segment includes two line segments with non-contiguous mileposts; a 5.3 mile segment from milepost 6.0 near Arbor to milepost 0.7 near Nebraska City, and a connecting 51.35 mile segment from milepost 4.95 near Nebraska City to milepost 56.3 near College View.

An additional ten (10) copies of this letter are enclosed for the Board's files. Also enclosed are ten (10) copies of a corrected Caption Summary. Please accept my apologies for this error.

Very truly yours,

Robert T. Opal  
General Commerce Counsel  
Direct dial: 402/271-3072  
Fax: 402/271-5610

RTO/mls  
Enclosures

Law Department

UNION PACIFIC RAILROAD  
1416 Dodge Street, Rm. 830, Omaha, NE 68179-0001  
fx. (402) 271-5610

cc: Omaha Public Power District  
Attention: Division Manager - Fuels  
444 South 16<sup>th</sup> Street  
Omaha, NE 68102-2247

**EXHIBIT 3**

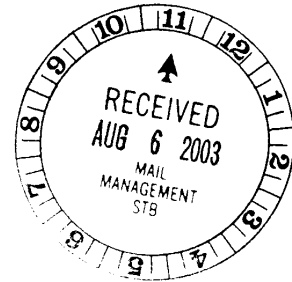
(Corrected 8/5/2003)

**CAPTION SUMMARY**

**SURFACE TRANSPORTATION BOARD**

**NOTICE OF EXEMPTION  
FINANCE DOCKET NO. 34388**

**UNION PACIFIC RAILROAD COMPANY  
-- TRACKAGE RIGHTS EXEMPTION --  
OMAHA PUBLIC POWER DISTRICT**



Omaha Public Power District ("OPPD") has agreed to grant local trackage rights to Union Pacific Railroad Company ("UP") over OPPD's entire line of railroad of between Milepost 6.0 near Arbor and Milepost 56.3 near College View, a distance of approximately 56.65 miles in Otoe and Lancaster Counties, NE. The trackage rights will be effective on January 1, 2004.

This Notice is filed under 49 C.F.R. § 1180.2(d)(7). Petitions to revoke the exemption under 49 U.S.C. § 10505(d) may be filed at any time. The filing of a petition to revoke will not stay the transaction.

Dated:  
By the Board,

Vernon A. Williams,  
Secretary

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