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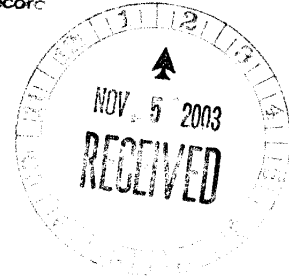
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Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D. C. 20423

RE: Docket No. AB-441 (Sub-No. 3X), *SWKR Operating Co.—Abandonment
Exemption—in Cochise County, AZ*

Dear Secretary Williams:

SWKR Operating Co. ("SWKR") respectfully requests the Surface Transportation Board (the "Board") to vacate the decision served in the above-entitled proceeding on November 4, 2003 (the "*Decision*"), and to dismiss the petition for exemption filed in the above-entitled proceeding on July 7, 2003 (the "*Petition*").

On October 31, 2003, SWKR consummated the sale of its railroad assets to San Pedro Railroad Operating Company, LLC ("SPROC") pursuant to the notice of exemption filed on October 24, 2003, in *San Pedro Railroad Operating Company, LLC-Acquisition and Operating Exemption- SWKR Operating Co., Inc.*, Finance Docket No. 34430. SPROC acquired all of the railroad assets of SWKR, including the 19.9-mile rail line between near Curtis, milepost 7.00 (formerly milepost 1040.15), and near Charleston, the end of the line, milepost 26.9 (formerly milepost 1055.8), all in Cochise County, AZ (the "Line"), that is the subject of the above-entitled abandonment proceeding.

SWKR is requesting the Board to vacate the *Decision* and dismiss the *Petition* because SWKR no longer owns the Line and to avoid any possible confusion as to SPROC's ownership and rights concerning the Line.

Enclosed are the original and 10 copies of this letter. Please time and date stamp the additional copy of this letter and return it with our messenger. Thank you for your assistance. If you have any questions, call or email me.

Sincerely yours,

Louis E. Gitomer
Attorney for SWKR Operating Co.