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SEP 28 2004

September 27, 2004

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Via Fax (202) 565-9004 and UPS Next Day Air - ATTN: Mark Larsen

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

LATE FILED REQUEST FOR FILING PROTESTS AND WRITTEN COMMENTS

RE: Docket No. AB-838, East St. Louis Junction Railroad Company – Adverse Abandonment – In St. Clair County, IL 212081

Docket No. AB-33 (Sub-No. 199), Union Pacific Railroad Company – Adverse Discontinuance – In St. Clair County, IL 212082

Dear Mr. Williams:

By decisions served March 2, 2004, May 13, 2004 and Late Release July 15, 2004, the Board granted extensions of the due date for filing protests and written comments in the above proceedings to facilitate negotiations by UP, applicant Illinois Department of Transportation ("ILDOT") and other railroads involved in the Illinois Route 3 project. UP and the other railroads are collectively referred to herein as (the "Railroads").

Union Pacific Railroad Company ("UP") respectfully requests an additional extension (from September 30, 2004 to January 14, 2005) of the due date for filing protests and written comments in these proceedings. In support of this request, UP states that the above parties are engaged in ongoing negotiations and that the Railroads have submitted a proposal to ILDOT which ILDOT is currently reviewing, and that such negotiations will not be concluded before the current September 30, 2004 due date. We are requesting an 106 day extension, because, given the multiple parties involved and ILDOT's review of the Railroads' proposal, it may take that period of time for all responses to be analyzed and mediated, if necessary. UP remains hopeful that the negotiations will prove successful, in which case UP would not oppose ILDOT's application.

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Mack H. Shumate, Jr.
Senior General Attorney, Law Department

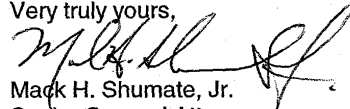
UNION PACIFIC RAILROAD
101 N. Wacker Dr., Rm. 1920, Chicago, IL 60606-1718
ph. (312) 777-2055 fx. (312) 777-2065



Counsel to ILDOT has authorized UP to state that ILDOT has no objection to the requested extension.

An additional ten (10) copies of this letter are attached for the Board's files.

Very truly yours,



Mack H. Shumate, Jr.
Senior General Attorney

Enclosures

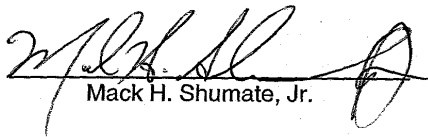
cc: Fritz R. Kahn, Esq.

CERTIFICATE OF SERVICE

I certify that I have this day served a copy of the foregoing document upon the following by fax and by first class United States Mail:

Fritz R. Kahn, Esq.
1920 N Street, N.W.
8th Floor
Washington DC 20036-1601
Fax: 202/ 331-8330

Dated at Chicago, Illinois this 27th day of September, 2004.


Mack H. Shumate, Jr.