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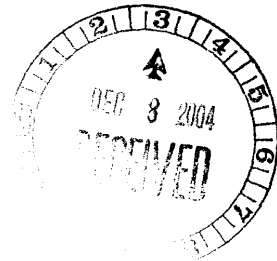
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FIFTH FLOOR
WASHINGTON DC 20036 1609
TEL 202 628 2000
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ENTERED
Office of Proceedings

DEC 08 2004

Part of
Public Record

December 8, 2004



BY HAND

Hon. Vernon A. Williams
Secretary
1925 K Street, NW
Washington, DC 20423

212722

Re: Finance Docket No. 34627, Northern Lines Railway, LLC -- Lease and Operation Exemption -- The Burlington Northern and Santa Fe Railway Company ✓

Finance Docket No. 34628, Peter A. Gilbertson, et al. and Anacostia Rail Holdings Company -- Control Exemption -- Northern Lines Railway, LLC

Dear Secretary Williams:

Yesterday, we filed a verified notice of exemption in each of the above-referenced proceedings. The Verification page and the Certificate of Revenue of Peter A. Gilbertson in Finance Docket No. 34627, and the Verification page of Peter A. Gilbertson and Anacostia Rail Holdings Company in Finance Docket No. 34628, contained facsimile signature(s).

Enclosed for filing in Finance Docket No. 34627 is a Verification page and a Certificate of Revenue containing an original signature of Peter A. Gilbertson. Enclosed for filing in Finance Docket No. 34628 is a Verification page containing an original signature of Peter A. Gilbertson and Anacostia Rail Holdings Company.

Please acknowledge receipt of this letter by date-stamping the enclosed acknowledgment copy and returning it to our messenger.

Very truly yours,

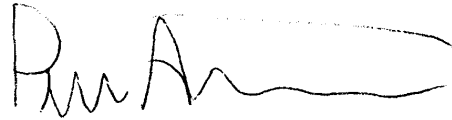
Rose-Michele Weinryb

Enclosure

VERIFICATION

I, Peter A. Gilbertson, certify under penalty of perjury that the foregoing notice of exemption is true and correct to the best of my knowledge, information and belief.

Further, I certify that I am qualified and authorized to cause this Verified Notice of Exemption to be filed.

A handwritten signature in black ink, appearing to read 'P. A. Gilbertson', written over a horizontal line.

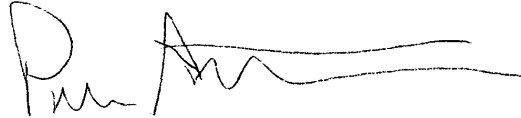
Peter A. Gilbertson, Secretary

Northern Lines Railway, LLC

Dated: December 7, 2004

CERTIFICATE OF REVENUE

In accordance with 49 C.F.R. § 1150.33(g), I do hereby certify that the revenue projected for NLR as a result of this transaction does not exceed that which would qualify it as a class III carrier.

A handwritten signature in black ink, appearing to read 'Peter A. Gilbertson', written over a horizontal line.

Peter A. Gilbertson, Secretary

Northern Lines Railway, LLC

Dated: December 7, 2004