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Gabriel S. Meyer
Assistant General Attorney

March 21, 2006

Via UPS Overnight

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

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Office of Proceedings

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Public Record



**Re: Finance Docket No. 25542; Union Pacific Railroad Company –
Trackage Rights Exemption – BNSF Railway Company**

Dear Secretary Williams:

Union Pacific Railroad Company ("UP") hereby notifies the Board that it intends to cancel the Trackage Rights Agreement ("Agreement") granted pursuant to the above-referenced proceeding.

The cancellation will not result in the discontinuance of the trackage rights. Under the terms of Agreement, UP operates using overhead trackage rights over a rail line of BNSF Railway Company between Forth Worth and Wichita Falls, TX (the "Line"), a distance of approximately 114 miles. Although UP intends to cancel the Agreement, UP will retain these trackage rights pursuant to a separate trackage rights agreement, which is the subject of UP's Verified Notice of Exemption (STB Finance Docket No. 32720 (Sub-No. 1)), filed by UP concurrently with this letter.

Please indicate receipt of this letter by date-stamping and returning the enclosed copy of this letter in the self-addressed, stamped envelope enclosed for this purpose. Thank you for your time and attention to this matter.

Sincerely,

Gabriel S. Meyer

cc: Sarah Whitley Bailiff, Esq. - BNSF