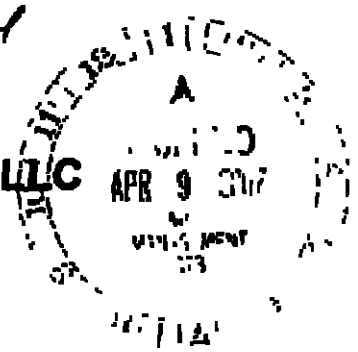


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April 9, 2007

Honorable Vernon A. Williams
Surface Transportation Board
395 E. Street, S.W.
Washington, DC 20423

Re: Surface Transportation Board Finance Docket No. 35003 BNSF Railway Company and Soo Line Railroad Company—Exemption—Joint Relocation Project—Duluth, Minnesota

Dear Secretary Williams

Enclosed for filing are the original and ten (10) copies of this letter amending the Verified Notice of Exemption filed on March 26, 2007, in the above referenced docket. Please amend the Verified Notice of Exemption to include the following milepost identification information.

**MILEPOST IDENTIFICATION
RICE'S POINT, DULUTH MINNESOTA**

Point on Exhibit	DESCRIPTION			
	MILEPOST:		STATION:	
	OLD*	NEW*	OLD*	NEW*
A	BNSF 1 61	CPR 288 10	BNSF 84+80	CPR 1230+70
B	N/A	CPR 287 64	N/A	CPR 1206+10
C***	CPR 288 25, BNSF 1 46	CPR 288 24	CPR 1238+20, BNSF 77+40	CPR 1237+90
D	BNSF 1 49	CPR 287 91	BNSF 78+50	CPR 1220+50
E	N/A	CPR 287 75	N/A	CPR 1211+95
F	N/A	CPR 287 73	N/A	CPR 1210 80
G	N/A	CPR 287 71	N/A	CPR 1209-90
H	N/A	N/A	N/A	N/A
I**	N/A	N/A	N/A	N/A
J	N/A	N/A	N/A	N/A
K	N/A	N/A	N/A	N/A
L***	CPR 288 50, BNSF 1 42	CPR 287 61, BNSF 1 42	CPR 1241+10: BNSF 74+90	CPR 1204+45, BNSF 74+90

M***	BNSF 1 71	BNSF 1 70	BNSF 90+50	BNSF 90+40
N	CPR 288.15	N/A	CPR 1233+10	N/A
O	CPR 287.55	N/A	CPR 1201+35	N/A

N/A Not Applicable (either because the track is yard track or otherwise not designated by mileposts, or because the track will only exist either before or after construction, not both).

* "Old" mileposts/stations are based on the existing track. The "New" descriptions are based on where the new track is proposed to be built.

** Point I is on crossover track between BNSF and CPR. The endpoint of the trackage rights is approximately 350 feet south of Point I.

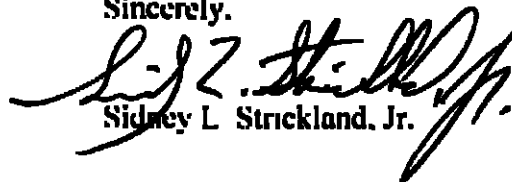
*** Shifts in the milepost/stations from Old to New are based on changes to the overall configuration after construction, even if the Point will not change during construction.

1. The distance between Point A and Point B is approximately 2,500 feet.
2. The distance between Point C and Point D is approximately 825 feet.
3. The distance between Point E and Point I is approximately 350 feet.
4. The distance between Point L and Point M is approximately 1,580 feet.
5. The distance between Point N and Point O is approximately 3,210 feet.

Counsel for Soo Line Railroad Company concurs with the above descriptions.

Please acknowledge receipt of this material by date stamping the enclosed copy of this letter and returning it to me in the enclosed self-addressed stamped envelope.

Sincerely,



Sidney L. Strickland, Jr.

SLS/bbw
Encs

Cc Mr. John Sims
Mr. Michael Galassi
Ms. Leigh K. Currie
Mr. Barry McGrath