

LAW OFFICE
THOMAS F. MCFARLAND, P.C.
208 SOUTH LASALLE STREET - SUITE 1890
CHICAGO, ILLINOIS 60604-1112
TELEPHONE (312) 236-0204
FAX (312) 201-9695
mcfarland@aol.com

THOMAS F. MCFARLAND

April 23, 2007

By e-filing

Vernon A. Williams, Secretary
Surface Transportation Board
395 E Street, S.W., Suite 1149
Washington, DC 20024

Re: Finance Docket No. 35008, *Utah Transit Authority -- Acquisition Exemption --
Union Pacific Railroad Company in Salt Lake County, UT*

Dear Mr. Williams:

In view of the filing of a Motion to Dismiss by Utah Transit Authority (UTA) on April 20, 2007, Utah Shipper Coalition (USC)¹ hereby:

- (1) respectfully requests that the Board consolidate the proceedings in Finance Docket Nos. 35002 and 35008, and continue the stay of the transactions until USC can be heard, and a reasoned decision can be reached on the issue of whether rail freight shippers would receive adequate rail service if the proposed transactions were to be implemented (the one-sided presentation in the motion certainly is not reasonably dispositive of that issue). The proposed UTA acquisition of rail line assets in Finance Docket No. 35008 and the proposed acquisition of a retained easement for freight operation in Finance Docket No. 35002 are part of a single overall transaction; they should be handled together; and
- (2) respectfully requests that the Board adopt a procedural schedule in the matter, allotting sufficient time for USC to (1) thoroughly review and respond to the extensive Administration and Coordination Agreement and Dispatching and Track Access Protocols, as well as the Verified Statement of George Sturm, all of which were attached to UTA's Motion; and (2) conduct discovery of underlying documents that may bear on the issue expressed above. USC respectfully

¹ Utah Shipper Coalition consists of rail freight shippers on the involved rail lines as follows: American Welding & Tank; Frito-Lay, Inc.; Mastercraft Cabinets; SME; BMC Lumber; Interstate Brick; and US Navy-Alliant Techsystems.

THOMAS F. MCFARLAND

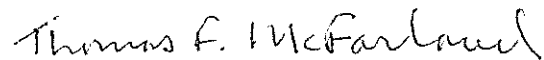
Vernon A. Williams

April 23, 2007

Page 2

suggests that a minimum of 60 days is required for USC to file its initial evidence and argument (or longer depending upon responses to discovery).

Respectfully submitted,



Thomas F. McFarland

Attorney for Utah Shipper Coalition

TMcF:kl:wp8.0\1211\efileSTB2

cc: Charles Spitulnik, Esq., *by e-mail to cspitulnik@kaplankirsch.com*
Robert vom Eigen, Esq., *by e-mail to RvomEigen@foley.com*
Robert T. Opal, Esq., *by e-mail to RTOPAL@up.com*
Mr. Gary Hunter, *by e-mail to gvh@railroadindustries.com*