



KAPLAN KIRSCH ROCKWELL

June 25, 2007

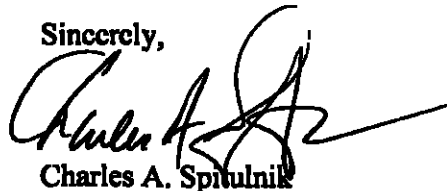
Via E Filing
Honorable Vernon A. Williams
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

**Re: *Savage, Bingham & Garfield Railroad Company – Acquisition and Operation
Exemption – Union Pacific Railroad Company, Finance Docket No. 35002* 2/9615**
***Utah Transit Authority – Acquisition Exemption – Union Pacific Railroad
Company in Salt Lake County, Utah, Finance Docket No. 35008* 2/9616**

Dear Sir:

I am enclosing the Reply of Utah Transit Authority to Appeal of Utah Shipper Coalition in the above referenced proceedings.

Sincerely,



Charles A. Spitulnik

Enclosure

133652

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**Before the
SURFACE TRANSPORTATION BOARD**

**Finance Docket No. 35002
SAVAGE, BINGHAM & GARFIELD RAILROAD COMPANY - -
ACQUISITION AND OPERATION EXEMPTION - -
UNION PACIFIC RAILROAD COMPANY**

**Finance Docket No. 35008
UTAH TRANSIT AUTHORITY - -
ACQUISITION EXEMPTION - - UNION PACIFIC RAILROAD COMPANY
IN SALT LAKE COUNTY, UTAH**

**REPLY OF UTAH TRANSIT AUTHORITY
TO APPEAL OF UTAH SHIPPER COALITION**

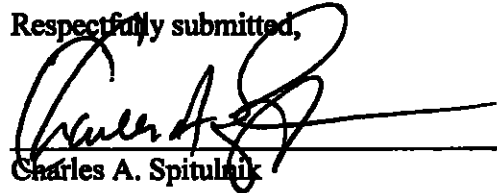
The Utah Transit Authority ("UTA") hereby submits its response to the Appeal of Decision submitted by the Utah Shipper Coalition ("Coalition") on June 22, 2007. UTA confirms that counsel for the Coalition was authorized to state that UTA does not object to the imposition of an oversight condition in Finance Docket No. 35002. However, because the Coalition submitted its Appeal in both proceedings, UTA is submitting this response to emphasize that the oversight requested by the Coalition is only to be imposed in Finance Docket No. 35002, and not in Finance Docket No. 35008. The oversight is not requested in Finance Docket No. 35008, and for reasons explained in UTA's previous submissions in this proceeding, the parties to the Settlement Agreement have agreed that oversight is neither necessary nor appropriate in Finance Docket No. 35008.

WHEREFORE, and in light of all of the foregoing and of the pleadings previously submitted in these two proceedings, UTA respectfully requests this Board to expeditiously issue an order:

- (1) In Finance Docket No. 35002, imposing the limited oversight condition agreed upon by the parties; and
- (2) In Finance Docket No. 35008, granting UTA's Motion to Dismiss.

Dated: June 25, 2007

Respectfully submitted,



Charles A. Spitulnik

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Certificate of Service

I hereby certify that I have this day caused a copy of the foregoing Reply of Utah Transit Authority to Appeal of Utah Shipper Coalition to be served by first class mail, properly addressed and with postage prepaid, and by email upon the following parties of record to this proceeding:

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Charles A. Spitalnik

Dated: June 25, 2007