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November 30, 2007

By e-filing

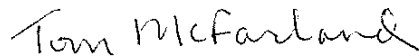
Vernon A. Williams, Secretary
Surface Transportation Board
395 E Street, S.W., Suite 1149
Washington, DC 20024

Re: Finance Docket No. 35101, *Chicago Terminal Railroad -- Lease and Operation
Exemption -- Soo Line Railroad Company d/b/a Canadian Pacific Railway*

Dear Mr. Williams:

Hereby transmitted is Comments of Railroad Properties, LLC, for filing with the Board in the above referenced matter.

Very truly yours,



Thomas F. McFarland
Attorney for Commentor

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BEFORE THE
SURFACE TRANSPORTATION BOARD

CHICAGO TERMINAL RAILROAD --)
LEASE AND OPERATION EXEMPTION) FINANCE DOCKET
-- SOO LINE RAILROAD COMPANY) NO. 35101
D/B/A CANADIAN PACIFIC RAILWAY)

COMMENTS OF RAILROAD PROPERTIES, LLC

RAILROAD PROPERTIES, LLC
110 North Jefferson Court, Suite 315B
Chicago, IL 60661

Commentor

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Attorney for Commentor

Date Filed: November 30, 2007

BEFORE THE
SURFACE TRANSPORTATION BOARD

CHICAGO TERMINAL RAILROAD --	)	
LEASE AND OPERATION EXEMPTION	)	FINANCE DOCKET
-- SOO LINE RAILROAD COMPANY	)	NO. 35101
D/B/A CANADIAN PACIFIC RAILWAY	)	

COMMENTS OF RAILROAD PROPERTIES, LLC

Pursuant to 49 C.F.R. § 1117.1, RAILROAD PROPERTIES, LLC ("RP") hereby files comments regarding a Notice of Exemption filed on November 16, 2007 by Chicago Terminal Railroad ("CTR") for CTR's lease from Soo Line Railroad Company d.b.a. Canadian Pacific Railway ("CP") and operation, of a rail line at Bensenville Industrial Park, Bensenville, IL, consisting of approximately 3.47 miles.

As briefly explained below, CP does not have an ownership interest or any other property interest in the railroad right-of-way land at Bensenville Industrial Park that would entitle CP to lawfully lease that land to CTR. Instead, RP owns the majority of that land in fee, and has an exclusive easement to provide rail service over the remainder of such land.

RP recognizes that an Illinois Court, rather than the Board, has jurisdiction to determine whether CP has a legitimate property interest in the Bensenville Industrial Park railroad right-of-way land sufficient to lease that land to CTR. RP intends to raise that issue in an Illinois Court. If that Court were to determine that CP does not have such a sufficient property interest, RP would bring that determination to the attention of the Board, and would petition on that basis for revocation of CTR's exemption for lease of that land and operation of a rail line on that land.

CTR is not RP's choice to operate that rail line. Following revocation of CTR's exemption, RP would contract with a different rail operator for operation of the rail line.

CMC Real Estate Corporation (CMC) succeeded to ownership of the land of the Chicago, Milwaukee, St. Paul and Pacific Railroad Company (Milwaukee Road) after the Milwaukee Road's bankruptcy and liquidation. RP is the successor of CMC.

CMC conveyed most of the former Milwaukee Road land to CP, but the railroad right-of-way land at Bensenville Industrial Park was not so conveyed. RP has commitments for title insurance issued by Chicago Title Insurance Company stating that fee simple title to the majority of that land is in Milwaukee Road (now in RP as successor of Milwaukee Road). Milwaukee Road (now RP) has an exclusive easement to provide rail service over the remainder of such land.

RP recognizes that an exemption that the Board may issue to CTR for lease and operation of the rail line at Bensenville Industrial Park would be permissive, not mandatory. As such, that exemption would be subject to revocation if it were to be shown that CP lacks a legitimate property interest in the railroad right-of-way land at the Industrial Park to be entitled to lawfully lease that land to CTR. RP intends to seek such a determination in an Illinois Court. If RP were

to be successful in that respect, RP would then file a petition with the Board for revocation of the exemption for lease and operation of the rail line.

Respectfully submitted,

RAILROAD PROPERTIES, LLC
110 North Jefferson Court, Suite 315B
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Commentor

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CERTIFICATE OF SERVICE

I hereby certify that on November 30, 2007, I served the foregoing document, Comments of Railroad Properties, LLC, by e-mail on John D. Heffner, Esq., John D. Heffner, PLLC, 1750 K Street, N.W., Suite 350, Washington, DC 20006, j.heffner@verizon.net, and by UPS overnight mail on David S. Drach, Real Estate Department, Soo Line Railroad Company, d/b/a Canadian Pacific Railway, 501 Marquette Ave. South, Minneapolis, MN 55402.



Thomas F. McFarland