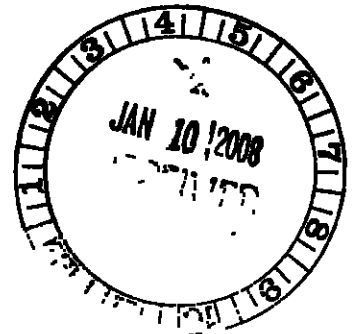


**AKIN GUMP
STRAUSS HAUER & FELD LLP**

Attorneys at Law



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January 10, 2008

RONALD M. JOHNSON
202 887 4114/fax 202 887 4288
rmjohnson@akingump.com

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

Re *Denver & Rio Grande Railway Historical Foundation – Adverse Abandonment --
In Mineral County, CO, Docket No. AB-1014*

Dear Secretary Williams

On December 17, 2007, the City of Creede filed an Application for Adverse Abandonment in the above docket. The Declaration of Clyde Dooley, City Manager, is Exhibit 5 to the City's Application, pages 77-88. We recently noticed that, in the process of making copies of the Application and Exhibits, page 2 of his Declaration (which is paginated as page 78 of the Exhibits) was inadvertently omitted. Enclosed please find 11 copies of page 2 to his Declaration. We have also served copies of the omitted page on the parties in this proceeding.

Also, since the filing of the City's Application, the City received another comment from a State agency, the Colorado Department of Public Health and Environment, on the City's combined Environmental Historic Report, which was filed concurrently with the Application. The original and ten copies of this letter are enclosed for filing in this docket.

Sincerely yours,

Enclosures

cc Thomas McFarland, Esq
Donald H. Shank
The Honorable Governor Bill Ritter
Doug Dean, CPUC

CERTIFICATE OF SERVICE

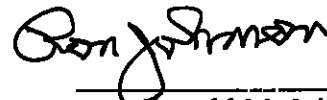
I hereby certify that I have caused a true and correct copy of page 2 from the Declaration of Clyde Dooley, letter of the Colorado Department of Public Health and Environment, and the foregoing transmittal letter to be served upon the following individuals via UPS overnight delivery this 10th Day of January, 2008

Thomas McFarland
208 South LaSalle Street
Suite 1890
Chicago, IL 60604-1112
Attorney For the Denver & Rio Grande Railway
Historical Foundation

Donald H. Shank
Denver & Rio Grande Railway
Historical Foundation
20 North Broadway
Monte Vista, CO 81144

Office of the Governor of Colorado
Bill Ritter, Governor
136 State Capitol
Denver, CO 80203-1792

Colorado Public Utilities Commission
Doug Dean, Director
1560 Broadway, Suite 250
Denver, CO 80202



Ronald M. Johnson

STATE OF COLORADO

Bill Ritter, Jr., Governor
James B. Martin, Executive Director

Dedicated to protecting and improving the health and environment of the people of Colorado

4300 Cherry Creek Dr. S
Denver, Colorado 80246-1530
Phone (303) 692-2000
TDD Line (303) 691-7700
Located in Glendale, Colorado
<http://www.cdpho.state.co.us>

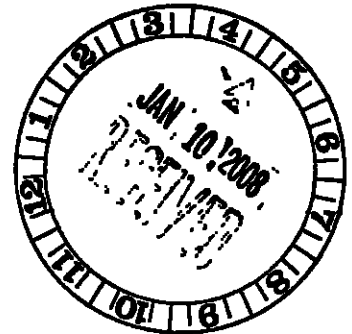
Laboratory Services Division
8100 Lowry Blvd
Denver, Colorado 80230-6928
(303) 692-3090



Colorado Department
of Public Health
and Environment

December 20, 2007

Mr. Clyde Dooley, City Manager
City of Creede
PO Box 457
Creede, CO 81130



Re, Proposed Right of Way Abandonment

Dear Mr. Dooley

Based on a site visit conducted on 12/5/07 and after reviewing the report dated 11/15/07 regarding the abandonment of approximately 1 mile of railroad right of way the Colorado Department of Public Health and Environment concludes that the abandonment will not substantially change the situation that has existed for the past 36 years with respect to public health and the environment. Based on this, we do not expect any adverse effects on public health to arise from the act of right of way abandonment.

Although no data exists to substantiate the contention, Creede should be aware of the likelihood of the presence of contaminants within the railroad right of way from past railroad operations. Additionally, parts of the right of way cross areas of the Willow Creek floodplain which has been adversely impacted by past mining operations.

If you have any questions regarding this letter, please contact me at 303 692-3449.

Sincerely,

Mark E. Walker

Hazardous Materials & Waste
Management Division

the population of Creede was estimated to be 10,000. With the repeal of the Sherman Act, the demand for silver plummeted. The population likewise sharply declined. By 1900, the population had dropped to 1,173. By 1910, the population was only 741. The last mine closed in 1985.

4. Creede decided that if it were to have a future, and not turn into another ghost town, it needed to reorient itself towards seasonal tourism and outdoor activities. Today seasonal tourism is the main stay of the economy of Creede and Mineral County. The area around Creede already attracted hunters and fishermen. The town also looked for other ways to attract visitors. One such way was the Creede Repertory Theater, which was founded in 1966. It is now considered one of the finest repertory theaters in the nation, and is a very important part of the town's economy. The town also has a historic hotel, a motel, and a variety of rooms and cabins that can be rented. There are several art galleries, gift shops, restaurants, and a combined gas and convenience store. We also have several churches and two taverns. There is a hardware store, a grocery store, and a bank. Many of the town's businesses are oriented towards tourists and seasonal residents and close in the Fall and do not reopen until Spring.

5. Creede also attracts people with summer homes in Creede or in the mountains around Creede. Outside of town there are several dude ranches and RV parks. Creede also attracts people who like to hike, camp, hunt and fish as well as other outdoor activities.

6. The railroad was an important part of Creede's early history. But, as the mining was winding down, so too did the railroad. The former Denver & Rio Grande Western Railroad Company ("D&RGW") sold its train station to Mineral County in 1965. The station has since housed the Creede Historical Society. The D&RGW abandoned about a mile of the northernmost part of its track in Creede in 1969. After 1969, the D&RGW essentially stopped any