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January 23, 2008

Honorable Chairman Charles D Nottingham
Surface Transportation Board
395 E Street, SW
Washington, D.C 20423-0001

Honorable Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 E Street, SW
Washington, D C 20423-0001



Re: FD 35081, Canadian Pacific Railway Co., et al – Control – Dakota, Minnesota & Eastern Railroad Corp , et al

Notice of Intent to Participate

Dear Chairman Nottingham and Acting Secretary Quinlan.

Please accept this letter as notice that Olmsted County, Minnesota, intends to participate in the above-referenced proceeding. Accordingly, please show the following as counsel of record on behalf of Olmsted County and add the same to your Service List. Any pleadings or statements filed by other parties to this proceeding should be served upon Olmsted County and addressed as follows:

Mark A. Ostrem
Olmsted County Attorney
151 4th St. SE
Rochester, MN 55904
ostrem mark@co.olmsted.mn.us
(507) 328-7600

In accordance with the Board's September 21, 2007 Order, signed copies of Exhibit A, Undertaking-Confidential materials and Exhibit B, Highly Confidential Material, have been provided to Applicants.

Very truly yours,

Mark A. Ostrem
Olmsted County Attorney
Enclosure

ENTERED
Office of Proceedings

JAN 24 2008

Part of
Public Record

cc Individuals listed on Certificate of Service



Exhibit A**UNDERTAKING – CONFIDENTIAL MATERIAL**

I, Mark A. Ostrem, have read the Protective Order served on September 21, 2007, governing the production and use of Confidential Information and Confidential Documents concerning STB Finance Docket No. 35081, understand the same, and agree to be bound by its terms. I agree not to use or to permit the use of any Confidential Information or Confidential Documents obtained pursuant to that Protective Order, or to use or to permit the use of any methodologies or techniques disclosed or information learned as a result of receiving such data or information, for any purpose other than the preparation and presentation of evidence and argument in STB Finance Docket No. 35081, any related proceedings before the Surface Transportation Board (Board), and/or any judicial review proceedings in connection with STB Finance Docket No. 35081 and/or with any related proceedings. I further agree not to disclose any Confidential Information, Confidential Documents, methodologies, techniques, or data obtained pursuant to the Protective Order except to persons who are also bound by the terms of the Order and who have executed Undertakings in the form hereof, and that, at the conclusion of this proceeding (including any proceeding on administrative review, judicial review, or remand), I will promptly destroy any documents containing or reflecting materials designated or stamped as "CONFIDENTIAL," other than file copies, kept by outside counsel, of pleadings and other documents filed with the Board.

I understand and agree that money damages would not be a sufficient remedy for breach of this Undertaking and that Applicants or other parties producing Confidential Information or Confidential Documents shall be entitled to specific performance and injunctive and/or other equitable relief as a remedy for any such breach, and I further agree to waive any requirement for the securing or posting of any bond in connection with such remedy. Such remedy shall not be deemed to be the exclusive remedy for breach of this Undertaking but shall be in addition to all remedies available at law or equity.

Signed: Mark A. Ostrem

Affiliation: Olmsted County Attorney

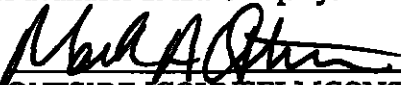
Dated: 1-23-08

Exhibit B**UNDERTAKING – HIGHLY CONFIDENTIAL MATERIAL**

I, Mark A. Ostrem, am outside [counsel][consultant] for Olmsted County, MN, for whom I am acting in this proceeding. I have read the Protective Order served on September 21, 2007, governing the production and use of Confidential Information and Confidential Documents concerning STB Finance Docket No. 35081, understand the same, and agree to be bound by its terms. I agree not to use or to permit the use of any Confidential Information or Confidential Documents obtained pursuant to that Protective Order, or to use or to permit the use of any methodologies or techniques disclosed or information learned as a result of receiving such data or information, for any purpose other than the preparation and presentation of evidence and argument in STB Finance Docket No. 35081, any related proceedings before the Surface Transportation Board (Board), or any judicial review proceedings in connection with STB Finance Docket No. 35081 and/or with any related proceedings. I further agree not to disclose any Confidential Information, Confidential Documents, methodologies, techniques, or data obtained pursuant to the Protective Order except to persons who are also bound by the terms of the Order and who have executed Highly Confidential Undertakings in the form hereof.

I also understand and agree, as a condition precedent to my receiving, reviewing, or using copies of any information or documents designated or stamped as "HIGHLY CONFIDENTIAL," that I will take all necessary steps to ensure that said information or documents be kept on a confidential basis by any outside counsel or outside consultants working with me, that under no circumstances will I permit access to said materials or information by employees of my client or its subsidiaries, affiliates, or owners, and that, at the conclusion of this proceeding (including any proceeding on administrative review, judicial review, or remand), I will promptly destroy any documents containing or reflecting information or documents designated or stamped as "HIGHLY CONFIDENTIAL," other than file copies kept by outside counsel of pleadings and other documents filed with the Board.

I understand and agree that money damages would not be a sufficient remedy for breach of this Undertaking and that Applicants or other parties producing Confidential Information or Confidential Documents shall be entitled to specific performance and injunctive and/or other equitable relief as a remedy for any such breach, and I further agree to waive any requirement for the securing or posting of any bond in connection with such remedy. Such remedy shall not be deemed to be the exclusive remedy for breach of this Undertaking but shall be in addition to all remedies available at law or equity.

Signed 
OUTSIDE [COUNSEL] [CONSULTANT]

Dated. 1-23-08

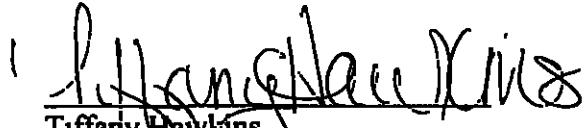
AFFIDAVIT OF SERVICE BY MAIL

STATE OF MINNESOTA)
)
COUNTY OF OLMSTED)

Tiffany Hawkins, of the City of Rochester, County of Olmsted, in the State of Minnesota, being duly sworn on oath, says that on January 23, 2008, she served the attached Notice of Intent to Participate upon:

All parties of record as specified in Docket #FD-38081_0 Service List as of January 23, 2008.

The interested parties in this matter, by mailing to him/her copies thereof, enclosed in an envelope, postage prepaid, and by depositing same in the post office box at Rochester, Minnesota


Tiffany Hawkins

Subscribed and sworn to me this
23rd day of January, 2008



Notary Public

