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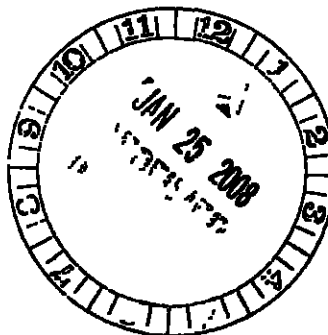
# ROCHESTER

— Minnesota —



January 24, 2008

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



TERRY L. ADKINS  
City Attorney  
201 4th Street SE, Room 247  
Rochester, MN 55904-3780  
(507) 328-2100  
FAX #(507) 328-2121

RE: Finance Docket No. 35081, Canadian Pacific Railway Company, et al.  
Control – Dakota, Minnesota & Eastern Railroad Corporation, et. al.

Dear Secretary Williams:

The City of Rochester, Minnesota, intends to participate as a party in the above-entitled proceeding. Accordingly, please include the following individual as counsel of record on behalf of the City of Rochester and add him to your Service List. Any decisions, motions, notices, pleadings, statements or other filings in this proceeding should be served upon:

Terry L. Adkins  
Rochester City Attorney  
201 Fourth Street S.E., Room 247  
Rochester, MN 55904

In accordance with the Board's order in this proceeding served September 21, 2007, and in recognition of the fact that I am in-house counsel for the City of Rochester, I am enclosing copies of Exhibit A, Undertaking – Confidential Material as signed by me. A copy of this executed document has been provided to counsel for applicants.

Thank you for your assistance.

Sincerely,

TERRY L. ADKINS  
Rochester City Attorney

ENTERED  
Office of Proceedings

JAN 28 2008

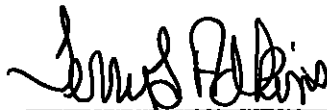
Part of  
Public Record

Enclosures

Cc: Individuals Listed on Certificate of Service

## **CERTIFICATE OF SERVICE**

I hereby certify that on this 24th day of January, 2008, a copy of the City of Rochester's Notice of Intent to Participate in Finance Docket No 35081, Canadian Pacific Railway Company, et al – Control – Dakota, Minnesota & Eastern Railroad Corporation, et al , were served upon every party listed below by first-class mail, postage prepaid



Terry L. Adkins

**Secretary of Transportation**

**Secretary of Transportation  
1200 New Jersey Avenue, S E  
Washington, D C 20590**

**Attorney General**

**Attorney General of the United States  
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Antitrust Division  
Room 3109  
Department of Justice  
Washington, D C 20530**

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Railroad Corporation**

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29 North Wacker Drive  
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**Canadian Pacific  
Railway Company**

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City of Owatonna, Minnesota**

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**Wisconsin Electric Power Company  
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**ADDITIONAL PARTIES OF RECORD**

**Terry J. Voss  
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P O Box 2047  
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Iowa Traction Railroad Company  
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Chair, Mitchell County  
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and Modal Division  
Iowa Department of Transportation  
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**Gerald W Fauth III  
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G.W Fauth & Associates, Inc  
116 S Royal Street  
Alexandria, VA 22314**

**Karla L. Engle  
Office of Legal Counsel  
South Dakota  
Department of Transportation  
700 East Broadway Avenue  
Pierre, SD 57501**

**Exhibit A**

**UNDERTAKING – CONFIDENTIAL MATERIAL**

I, Terry L. Adkins, 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: Terry L. Adkins

Affiliation: City of Rochester, MN

Dated: 1/24/08