



Mack H. Shumate, Jr.
Senior General Attorney, Law Department

May 7, 2009

VIA E-FILING/U.P.S. OVERNIGHT

The Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

**Re: Abandonment of the Henderson Industrial Lead from M.P. 0.59
near Overton to M.P. 16.28 near Henderson, a distance of
15.69 miles in Rusk County, Texas;
STB Docket No. AB-33 (Sub-No. 275)**

Dear Secretary Quinlan:

Pursuant to 49 CFR 1152.20(a)(1) enclosed is the original and ten (10) copies of a "Notice of Intent to Abandon" for Union Pacific's (UP) Henderson Industrial Lead in Rusk County, Texas.

The notice is in the form prescribed at 49 CFR 1152.21 and outlines action that may be taken concerning the abandonment application, which will be filed on or after May 22, 2009.

Also enclosed is a Certificate of Service in compliance with 49 CFR 1152.20(a)(2) certifying service of the Notice of Intent on Significant Users of the Line, State Officials and Federal Agencies, and Headquarters of Labor Organizations.

The following agency was not served for the reason stated:

Amtrak - 49 CFR 1152.20 (a)(2)(x)
(Does not operate on the Line)

Sincerely,

A handwritten signature in black ink, appearing to read "M. H. Shumate, Jr.", with a stylized flourish at the end.

Enclosures

cc: All Concerned Parties

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STB No. AB-33 (Sub-No. 275)

NOTICE OF INTENT TO ABANDON

Union Pacific Railroad Company ("UP") gives notice that on or after May 22, 2009, it intends to file with the Surface Transportation Board (the "Board"), Washington, D.C. 20423, an application (the "Application") for permission to abandon a line of railroad known as the Henderson Industrial Lead extending from railroad milepost 0.59 near Overton to railroad milepost 16.28 near Henderson (the "Line"), a distance of 15.69 miles in Rusk County, Texas.

The Line traverses U. S. Postal Service Zip Code 75652.

The Line includes the station of Henderson. No agency exists at the Henderson station.

The reasons for the proposed abandonment are Traffic on the Line has declined significantly in recent years. Not only is revenue from current traffic insufficient to cover day to day operating expenses of the Line, the estimated cost for necessary rehabilitation of the Line required to bring the Line back to an FRA Class I standard substantially exceeds the potential revenue that will be generated on the Line under current projections. There is no imminent location of new rail oriented industry that would justify either the Line's continued operation nor rehabilitation. Based on information in UP's possession, the Line does not contain federally granted rights-of-way. Any documentation in the UP's possession regarding this issue will be made available promptly to those requesting it.

The Line has appeared on the system diagram map or has been included in the narrative in category 1 since **September 19, 2008**.

The interest of UP's railroad employees will be protected as required by 49 U.S.C. 10903(b)(2).

The Application will include the UP's entire case for abandonment (case in chief). Any interested person, after the Application is filed on or after **May 22, 2009**, may file with the Board written comments concerning the proposed abandonment and discontinuance or protests to it. These filings are due 45 days from the date of filing of the Application. All interested persons should be aware that following any abandonment of rail service and salvage of the Line, the Line may be suitable for other public use, including interim trail use. Any request for a public use condition under 49 U.S.C. 10905 (§1152.28 of the Board's rules) and any request for a trail use condition under 16 U.S.C. 1247(d) (§1152.29 of the Board's rules) must also be filed within 45 days from the date of filing of the Application. Persons who may oppose the abandonment but who do not wish to participate fully in the process by appearing at any oral hearings or by submitting verified statements of witnesses, containing detailed evidence, should file

comments. Persons interested only in seeking public use or trail use conditions should also file comments. Persons opposing the proposed abandonment that do wish to participate actively and fully in the process should file a protest.

Protests must contain that party's entire case in opposition (case in chief) including the following:

- (1) Protestant's name, address and business.
- (2) A statement describing protestant's interest in the proceeding including:
 - (i) a description of protestant's use of the Line;
 - (ii) if protestant does not use the Line, information concerning the group or public interest it represents; and
 - (iii) if protestant's interest is limited to the retention of service over a portion of the Line, a description of the portion of the Line subject to protestant's interest (with milepost designations if available) and evidence showing that the UP can operate the portion of the Line profitably, including an appropriate return on its investment for those operations.
- (3) Specific reasons why protestant opposes the Application including information regarding protestant's reliance on the involved service (this information must be supported by affidavits of persons with personal knowledge of the facts).
- (4) Any rebuttal of material submitted by Applicant.

In addition, a commenting party or protestant may provide a statement of position and evidence regarding:

- (i) Intent to offer financial assistance pursuant to 49 U.S.C. 10904;
- (ii) Environmental impact;
- (iii) Impact on rural and community development;
- (iv) Recommended provisions for protection of the interests of employees;
- (v) Suitability of the properties for other public purposes pursuant to 49 U.S.C. 10905; and
- (vi) Prospective use of the right-of-way for interim trail use and rail banking under 16 U.S.C. 1247(d) and §1152.29.

A protest may demonstrate that: (1) the protestant filed a feeder line application under 49 U.S.C. 10907; (2) the feeder line application involves any portion of the Line involved in the Application; (3) the feeder line application was filed prior to the date the Application was filed; and (4) the feeder line application is pending before the Board.

Written comments and protests will be considered by the Board in determining what disposition to make of the Application. The commenting party or protestant may participate in the proceeding as its interests may appear.

If an oral hearing is desired, the requester must make a request for an oral hearing and provide reasons why an oral hearing is necessary. Oral hearing requests must be filed with the Board no later than 10 days after the Application is filed.

Those parties filing protests to the proposed abandonment should be prepared to participate actively either in an oral hearing or through the submission of their entire opposition case in the form of verified statements and arguments at the time they file a protest. Parties seeking information concerning the filing of protests should refer to §1152.25.

Written comments and protests, including all requests for public use and trail use conditions, should indicate the proceeding designation STB No. AB-33 (Sub-No. 275) and must be filed with the Secretary, Surface Transportation Board, Washington, D.C. 20423, no later than **July 6, 2009**. Interested persons may file a written comment or protest with the Board to become a party to this abandonment and discontinuance proceeding. A copy of each written comment or protest shall be served upon the representative of UP, Mack H. Shumate, Jr., Senior General Attorney, 101 North Wacker Drive, Chicago, IL 60606, Telephone (312) 777-2055, FAX (312) 777-2065. The original and 10 copies of all comments or protests shall be filed with the Board with a certificate of service. Except as otherwise set forth in part 1152, each document filed with the Board must be served on all parties to the abandonment proceeding. 49 CFR 1104.12(a).

The Line sought to be abandoned will be available for subsidy or sale for continued rail use, if the Board decides to permit the abandonment, in accordance with applicable laws and regulations (49 U.S.C. 10904 and 49 CFR 1152.27). No subsidy arrangement approved under 49 U.S.C. 10904 shall remain in effect for more than 1 year unless otherwise mutually agreed by the parties (49 U.S.C. 10904(f)(4)(B)). UP will promptly provide upon request to each interested party an estimate of the subsidy and minimum purchase price required to keep the Line in operation. The UP representative to whom inquiries may be made concerning sale or subsidy terms is Mack H. Shumate, Jr., Senior General Attorney, 101 North Wacker Drive, Chicago, IL 60606.

Persons seeking further information concerning abandonment procedures may contact the Board or refer to the full abandonment or discontinuance regulations at 49 CFR part 1152. Questions concerning environmental issues may be directed to the Board's Section of Environmental Analysis.

A copy of the Application will be available for public inspection on or after **May 22, 2009** at each agency station or terminal on the Line proposed to be abandoned or discontinued. If there is no agency station on the Line (and there is none) the Application shall be deposited at any agency station through which business for the Line is received or forwarded, which is Union Pacific Center, located at 1400 Douglas Street, Omaha, NE 68179. The telephone number is (402) 544-5000. Business hours are Monday through Friday, from 8 a.m. to 5 p.m., Central Time. UP shall furnish a copy of the Application to any interested person proposing to file a protest or comment, upon request.

An environmental assessment ("EA") (or environmental impact statement ("EIS"), if necessary) prepared by the Section of Environmental Analysis will be served upon all parties of record and upon any agencies or other persons who commented during its preparation. Any other persons who would like to obtain a copy of the EA or EIS may contact the Section of Environmental Analysis. EAs in these abandonment proceedings normally will be made available within 33 days of the filing of the Application. The deadline for submission of comments on the EA will generally be within 30 days of its service. The comments received will be addressed in the Board's decision. A supplemental EA or EIS may be issued where appropriate.

CERTIFICATE OF SERVICE
OF
NOTICE OF INTENT TO ABANDON

The undersigned hereby certifies that a copy of the foregoing Notice of Intent to Abandon in Docket No. AB-33 (Sub-No. 275), Henderson Industrial Lead, from M.P. 0.59 near Overton to M.P. 16.28 near Henderson in Rusk County, Texas, was served via first class mail (or by certified mail, if indicated) on the 7th day of May, 2009 on the following:

Significant Users

[49 CFR 1152.20(a)(2)(i)]

West Fraser Timber Co., Ltd.
858 Beatty Street, Suite #501
Vancouver, B.C.
Canada V6B 1C1

Boral Bricks
1309 Kilgore Drive
Henderson, Texas 75652

State Officials and Federal Agencies

[49 CFR 1151.20(a)(2)(ii)-(xii)]

(Via Certified Mail)

Honorable Rick Perry
Governor
State Insurance Building
1100 San Jacinto
Austin, TX 78701

Mr. James Randall
Director of Transportation, Planning & Prog.
Texas Department of Transportation
118 East Riverside Plaza
Austin, TX 78704

Public Utility Commission of Texas
1701 N. Congress Avenue
P.O. Box 13326
Austin, TX 78711-3326

Director, Multi-Modal Transportation
Transportation Planning & Programming
Texas Department of Transportation
125 E. 11th Street
Austin, TX 78701-2483

U.S. Railroad Retirement Board
844 Rush Street
Chicago, IL 60611

Rusk County Commissioners
115 North Main Street
County Courthouse
Henderson, TX 75652-3147

Chairman
Railroad Commission of Texas
1701 N. Congress Avenue
Austin, TX 78701

U.S. Department of Transportation
Federal Railroad Administration
400 Seventh Street, S.W.
Washington, DC 20590

MTMCTEA
Attn: Railroads for National Defense
720 Thimble Shoals Blvd., Suite #130
Newport News, VA 23606-2574

U.S. Department of the Interior
National Park Service
Recreation Resources Assistance Divn.
P.O. Box 37127
Washington, DC 20013-7127

U.S. Department of Agriculture
Chief of the Forest Service
4th Floor N.W., Auditors' Building
14th Street & Independence Ave., S.W.
Washington, DC 20250

Headquarters of Labor Organizations Representing Employees

[49 CFR 1152.20 (a)(2)(xiii)]

BLET
1370 Ontario
Cleveland, OH 44113

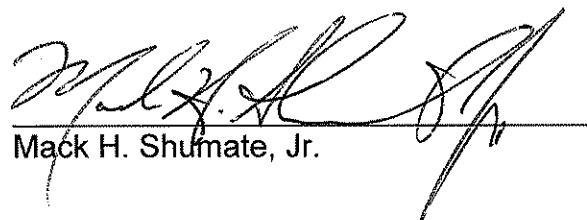
BRS
917 Shenandoah Shores Road
Front Royal, VA 22630

UTU
14600 Detroit Avenue
Cleveland, OH 44197

BMWED
20300 Civic Center Drive, Suite #320
Southfield, MI 48076-4169

Headquarters - Railway Labor
Executive Association
400 N. Capitol St., Suite #850
Washington, DC 20001

Dated this 7th day of May, 2009.



Mack H. Shumate, Jr.