



Via Electronic Filing

September 22, 2009

Honorable Anne Quinlan,
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Re: Docket No. 42111, *Oklahoma Gas & Electric Company v. Union Pacific Railroad Company*

Dear Secretary Quinlan,

Enclosed for filing in the above-captioned docket are an original and ten copies of the Notification of Compliance of Union Pacific Railroad Company.

Thank you for your assistance.

Sincerely,

A handwritten signature in cursive script that reads "Louise A. Rinn".

Louise A. Rinn

cc: Parties shown on Certificate of Service

Louise Anne Rinn
Associate General Counsel

UNION PACIFIC RAILROAD
1400 Douglas St., Stop 1580, Omaha, NE 68179-1580
ph. (402) 544-3309 fx. (402) 501-0129
larinn@up.com

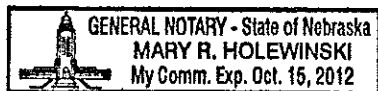
**VERIFIED STATEMENT
OF
JERRY P. KLYM**

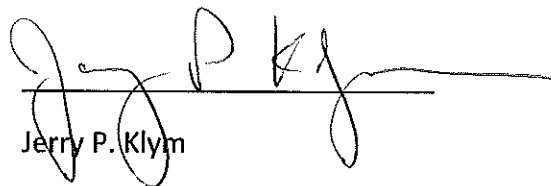
My name is Jerry P. Klym. I am Business Director – Energy Marketing for Union Pacific Railroad Company. Pursuant to 49 C.F.R. Part 1119, I hereby notify the Surface Transportation Board that Union Pacific Railroad Company has reduced its rates on September 22, 2009 for coal shipments subject to the complaint in STB Docket No. 42111, **Oklahoma Gas & Electric Company v. Union Pacific Railroad Company**, in accordance with the Surface Transportation Board's order served July 24, 2009. A copy of UP Tariff 4221 Rate Item 5400-C with the reduced rates is attached.

VERIFICATION

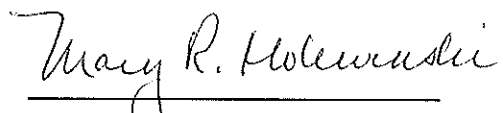
STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

Jerry P. Klym, Business Director-Energy Marketing for Union Pacific Railroad Company,
being first duly sworn, deposes and states that he has read the foregoing verified statement,
knows the facts therein, and that the same are true as stated to the best of his knowledge,
information, and belief.




Jerry P. Klym

Subscribed and sworn to before me this 22nd day of September, 2009.


Notary Public

My Commission Expires: *October 15, 2012*



UP TARIFF 4221

UNIT TRAIN COAL COMMON CARRIER TARIFF

Publication of rates, terms and conditions applying on:

Unit Coal Trains with movement from, to or via the
Union Pacific Railroad Company

Issued By:
G. H. OSLER - MANAGER PRICING SERVICES
K. A. EYMANN - MANAGER PRICING SERVICES

Union Pacific Railroad Company
1400 Douglas Street Omaha, NE 68179

Issued: December 11, 2008
Effective: January 1, 2009

UP 4221



UP 4221

Item: 5400-C

Item Desc: OK, Ft. Gibson, Muskogee Generating Station

Unit Coal Trains from SPRB to Muskogee
Generating Station, Ft. Gibson, OK

For billing purposes use the following rate authority: UP 4221-5400-C

STCC/GROUP STCC DESCRIPTION

11 Coal

GENERAL RULE ITEM 5400

Rates in this item are not subject to fuel surcharge.

The Maximum Volume that Railroad will transport under this item is 7,000,000 Net Tons per calendar year.

Not more than 9 Trainsets may be placed in service for transporting Coal to Destination.

GENERAL APPLICATION RULES FOR ITEM 5400-C

1. Mileage allowance payment on private equipment will not apply.
2. Free time to unload will be 6 hour(s).
3. Applies if minimum tender per shipment is 130 Car(s) and maximum not greater than 135 Car(s).

APPLICATION AND RATES

COLUMN RATE APPLICATION RULES

1. Rates are in U.S. dollars Per Net Ton.
Subject to a minimum lading weight of 118 tons per car.
Applies in Customer/Shipper-owned or -leased equipment bearing private (non-railcarrier) reporting marks.

	Col 1 Rate	Route Code/Group
STCC: 11 Coal		
To: OK, FT GIBSON		
From: WY, ANTELOPE MINE		
WY, BELLE AYR MINE	D 17.07	UP
WY, BLACK THUNDER MINE	D 17.88	UP
WY, BLACK THUNDER SOUTH	D 17.42	UP
WY, CABALLO MINE	D 17.34	UP
WY, CABALLO ROJO MINE	D 17.78	UP
WY, COAL CREEK MINE	D 17.74	UP
WY, CORDERO MINE	D 17.64	UP
WY, JACOBS RANCH MINE	D 17.66	UP
WY, N ANTELOPE MINE	D 17.53	UP
WY, ROCHELLE MINE	D 17.14	UP
WY, THUNDER WEST MINE	D 17.11	UP
	D 17.52	UP

Issued: September 22, 2009
Effective: September 22, 2009
Expiration: December 31, 2025

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APPLICATION AND RATES		
COLUMN	RATE APPLICATION RULES	
1.	Rates are in U.S. dollars Per Net Ton. Subject to a minimum lading weight of 118 tons per car. Applies in railroad-owned or -leased equipment.	
	Col 1 Rate	Route Code/Group
STCC: 11 Coal		
To: OK, FT GIBSON		
From: WY, ANTELOPE MINE	D 19.19	UP
WY, BELLE AYR MINE	D 20.09	UP
WY, BLACK THUNDER MINE	D 19.58	UP
WY, BLACK THUNDER SOUTH	D 19.50	UP
WY, CABALLO MINE	D 19.97	UP
WY, CABALLO ROJO MINE	D 19.93	UP
WY, COAL CREEK MINE	D 19.81	UP
WY, CORDERO MINE	D 19.84	UP
WY, JACOBS RANCH MINE	D 19.69	UP
WY, N ANTELOPE MINE	D 19.28	UP
WY, ROCHELLE MINE	D 19.24	UP
WY, THUNDER WEST MINE	D 19.68	UP

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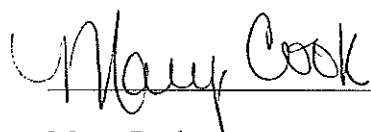
CERTIFICATE OF SERVICE

I hereby certify that on this 22nd day of September, 2009, a copy of the foregoing Notice of Compliance was served by e-mail and by first class United States mail, postage prepaid, upon:

Thomas W. Wilcox, Esq.
GKG Law, P.C.
Canal Square
1054 Thirty-First Street, N.W.
Suite 200
Washington, D.C. 20007-4492

and by first-class mail, postage prepaid, on

Patrick D. Shore, Esq.
Senior Attorney
OGE Energy Corporation
321 N. Harvey
P.O. Box 321, M/C 1208
Oklahoma, OK 73101



Mary Cook