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GOVERNMENT RELATIONS

214626

August 29, 2005

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

FEE RECEIVED
AUG 29 2005
SURFACE
TRANSPORTATION BOARD



Re: Santa Clara Valley Transportation Authority – Abandonment Exemption – In
Santa Clara County, California and Alameda County, California (San Jose
Industrial Lead) (WP Milpitas Line); Docket No. AB-980 X

Dear Sir:

I am enclosing an original and ten (10) copies of the Petition for Exemption of Santa Clara Valley Transportation Authority in the above referenced matter. An extra copy is enclosed for date stamp and return to our messenger. In addition, we are enclosing a diskette with this document.

No filing fee is included for this document pursuant to 49 C.F.R. § 1002.2(e)(1) because it is filed on behalf of Santa Clara Valley Transportation Authority which is a local government entity.

FILED
AUG 29 2005
SURFACE
TRANSPORTATION BOARD

Sincerely,

Alex Menendez

Enclosure

cc: All parties on the Certificate of Service

ENTERED
Office of Proceedings
AUG 31 2005
Part of
Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD



DOCKET NO. AB-980X

SANTA CLARA VALLEY TRANSPORTATION AUTHORITY
-ABANDONMENT EXEMPTION -
IN SANTA CLARA COUNTY, CALIFORNIA AND ALAMEDA COUNTY, CALIFORNIA
(SAN JOSE INDUSTRIAL LEAD)
(WP MILPITAS LINE)

PETITION FOR EXEMPTION
OF
SANTA CLARA VALLEY TRANSPORTATION AUTHORITY

FILED

AUG 29 2005

SURFACE
TRANSPORTATION BOARD

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San Jose, CA 95134

Attorneys for Santa Clara Valley
Transportation Authority

FEE RECEIVED

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SURFACE
TRANSPORTATION BOARD

Dated: August 29, 2005

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DOCKET NO. AB-980X

SANTA CLARA VALLEY TRANSPORTATION AUTHORITY
-ABANDONMENT EXEMPTION -
IN SANTA CLARA COUNTY, CALIFORNIA AND ALAMEDA COUNTY, CALIFORNIA
(SAN JOSE INDUSTRIAL LEAD)
(WP MILPITAS LINE)

**PETITION FOR EXEMPTION
OF
SANTA CLARA VALLEY TRANSPORTATION AUTHORITY**

I.

INTRODUCTION

Santa Clara Valley Transportation Authority ("VTA"), a non-carrier, hereby petitions the Board, pursuant to 49 U.S.C. §10502, to grant an exemption from 49 U.S.C. §10903 in order to permit abandonment and discontinuance of all residual common carrier obligations it may have with respect to the: 1) San Jose Industrial Lead from milepost 16.3 to milepost 17.49, a distance of 1.19 miles in Santa Clara County, California (the "Industrial Line"); and 2) the Milpitas Line from mile post 2.61 near Paseo Padre Drive to milepost 5.38 near Grimmer Boulevard a distance of 2.77 miles in and near Fremont, Alameda County, California (the "Milpitas Line").

On or about August 10, 2004 the Union Pacific Railroad Company ("UP") sought an exemption under 49 U.S.C § 10502 from the prior approval requirements of 49 U.S.C. § 10903 to abandon and discontinue service over the Industrial Line, *Union Pacific Railroad Company – Abandonment Exemption – in Santa Clara County, California*, STB Docket No. AB-33 (Sub-No. 221X) (August 10, 2004) ("Industrial Line Proceeding"). On November 18, 2004 this Board

granted UP's petition for exemption *vis-a-vis* the Industrial Line. *See Id.* (served November 26, 2004). On October 23, 2003, UP filed a notice of exemption under 49 CFR 1152 Subpart F—*Exempt Abandonments* to abandon the Milpitas Line.¹ The notice of the exemption was served and published in the *Federal Register* on November 12, 2003. In an order issued on December 10, 2003 and served on December 11, 2003, this Board gave UP the authority to consummate the abandonment and discontinue service and trackage rights and UP's freight easement over the Milpitas Line, *Id.* (served December 11, 2003). On April 15, 2004 UP filed a consummation notice indicating that with respect to the notice of exemption it had consummated the abandonment and discontinued service and trackage rights and UP's freight easement for that portion of the Milpitas line between mileposts 2.61 and 5.38. On November 3, 2004 UP filed a consummation notice indicating that with respect to the notice of exemption it had consummated the abandonment and discontinued service and trackage rights and UP's freight easement for that portion of the Milpitas line between mileposts 0.00 and milepost 2.61 ("Milpitas Line Proceeding").

VTa is proposing to abandon its residual common carrier obligations over the Industrial Line and the Milpitas Line. There are no shippers on the Industrial Line and/or the Milpitas Line that will be adversely affected by the proposed abandonment. The only shipper on the Industrial Line is Smurfit Stone Recycling Corporation ("Smurfit"). Smurfit will continue to receive rail service by UP on UP's line of railroad which is just southeast of the San Jose Industrial Lead. There is no practicable possibility for substantial new rail business on the Industrial Line and/or the Milpitas Line. Any overhead traffic can move over an adjacent UP line. VTA seeks exemption of this proposed abandonment from regulation under 49 U.S.C. §10903 in accordance

¹ UP held a freight easement and trackages over track and the right-of-way owned by VTA which made the purchase from UP in December of 2002. *Santa Clara Valley Transportation Authority – Acquisition Exemption – Certain*

with 49 U.S.C. §10502 and the Rules applicable thereto at 49 C.F.R. §1121 and 49 C.F.R. §1152 and the Special Rules at 49 C.F.R. §1152.60.

II.

PETITIONER'S BACKGROUND AND REPRESENTATIVE

VTa is a public agency created under California law. The full name and address of the applicant is as follows:

Santa Clara Valley Transportation Authority
3331 North First Street, Building C-2
San Jose, California 95134-7552

The Applicant's Representative to whom correspondence regarding this transaction should be addressed is:

Charles A. Spitulnik
Alex Menendez
McLeod, Watkinson & Miller
One Massachusetts Avenue, N.W., Suite 800
Washington, D.C. 20001
(202) 842-2345

III.

LINE DESCRIPTIONS, ZIP CODE INFORMATION AND MAP

A. Industrial Line

The proposed action involves the abandonment of VTA's interest in the Industrial Line from milepost 16.3 to milepost 17.49 in Santa Clara County, a distance of 1.19 miles. The Industrial Line from milepost 16.3 to milepost 17.49 is owned by the VTA. A map showing the location of the Industrial Line in conjunction with other rail lines, highways and major roads in the area is attached hereto as Exhibit A and hereby made a part hereof.

The Industrial Line was constructed in 1921 by the Western Pacific Railroad. It is constructed primarily with 100-pound and 115-pound welded rail, with some additional short segments of 75-pound and 100-pound jointed rail. The freight easement and trackage rights transactions with UP occurred in December, 2002. After the UP abandonment of the Industrial Line, the portion of the Industrial Line that was sold to VTA between milepost 16.3 to milepost 17.49 is intended for future inclusion in the BART mass transit system.²

The Industrial Line traverses U.S. Postal Service Zip Codes 95112, 95116 and 95122.

B. Milpitas Line

The proposed action involves the abandonment of VTA's interest in the Milpitas Line from mile post 2.61 near Paseo Padre Drive to milepost 5.38 near Grimmer Boulevard, a distance of 2.77 miles in and near Fremont, Alameda County, California. A map showing the location of the Line in conjunction with other rail lines, highways and major roads in the area is attached hereto as Exhibit B and hereby made a part hereof.

The Line was constructed by the Western Pacific Railroad in 1921. The Line is primarily built with 119 pound welded rail with less than one mile of 100 pound jointed rail. The Milpitas Line traverses U.S. Postal Service Zip Codes 94536, 94538 and 94539.

² VTA acquired a line of railroad from UPRR. VTA filed a Notice of Exemption with respect to that transaction along with a Motion to Dismiss, which the Board granted because VTA did "not hold itself out as a common carrier of freight" and because the "transaction ... [would] not impair UP's ability to fulfill its common carrier obligation." STB Finance Docket No. 34094, *Santa Clara V.T.A. - Acquisition Exemption - Union Pacific R. Co.*, slip op (Service Date November 16, 2001) at 3.

² VTA will not receive any revenues from freight or any other operations that are subject to the Board's jurisdiction. As a result, and as VTA will argue in the Motion to Dismiss and Vacate, neither the regulations at 49 C.F.R. § 1150.33 nor the regulations at 49 C.F.R. § 1150.35 apply here. However, for the purposes of this Notice, VTA is complying with the information requirements of § 1150.33.

IV.

SHIPPER INFORMATION

A. Industrial Line

Plant relocations and changes in logistical patterns have eliminated rail activity on the Industrial Line except for service to Smurfit. There is no practicable possibility for substantial new rail business on the Industrial Line. The only customer on the Industrial Line (Smurfit) and its associated rail shipment activity levels are as follows:

Smurfit Stone Recycling
205 East Alma Avenue
San Jose, CA 95112

2002: Scrap or Waste Paper, STCC 4024115, 138 cars, 8632 tons.

2003: Scrap or Waste Paper, STCC 4024115, 123 cars, 7001 tons.

First Quarter 2004: Scrap or Waste Paper, STCC 4024115, 26 cars, 1588 tons.

Base Year and Forecast Year: Scrap or Waste Paper, STCC 4024115, 99 cars, 5823 tons.

The abandonment will have no adverse effect on Smurfit because Smurfit will continue to receive direct rail service from UP via a new spur connection to Smurfit's facility from a nearby UP line. The City of San Jose will continue to receive rail service from UP lines adjacent to or in the vicinity of the Line. The San Jose area is served by numerous major highways including Interstates 880, 280, and 680. It is unlikely that new rail-oriented customers would locate along the Industrial Line since development trends are moving away from such locations. Any overhead traffic through San Jose can move over an adjacent UP line.

B. Milpitas Line

MTA certifies that no local traffic has moved over the Milpitas Line for at least five years; and that no formal complaint filed by a user of rail service on the Milpitas Line (or filed

by a state or local governmental entity acting on behalf of such user) regarding cessation of service over the Milpitas Line either is pending with this Board or any U.S. District Court or has been decided in favor of the complainant within the two-year period. The Milpitas Line has not been used as an overhead route for the past five years.

V.

REASONS FOR THE ABANDONMENT

A. Industrial Line

There appears to be no reasonable alternative to the abandonment. There will be minimal or no adverse effect on shippers on the Industrial Line because the sole provider of direct rail service has already secured authority to discontinue operations. Development in the area of San Jose served by the San Jose Industrial Lead is shifting away from rail oriented industries, decreasing the likelihood that a major new rail oriented shipper would be interested in locating on the Industrial Line. Any overhead traffic through San Jose can move over an adjacent UP line.

The Industrial Line is located entirely within central San Jose proper. As a result, the Industrial Line is surrounded by existing streets, highways, mass transportation services, utilities and public parks. The segment of the Industrial Line between milepost 16.3 and 17.49 (William Street), over which VTA will give up its residual common carrier obligation, is intended for future inclusion in the Bay Area Rapid Transit ("BART") system. VTA does not believe the right-of-way on that portion of the Industrial Line from milepost 17.49 to milepost 19.6 is suited for other public purposes including roads or highways, other forms of mass transportation, conservation, energy production or transmission, or recreation.

VTA is of the opinion that the proposed abandonment would be beneficial to the public in general, to VTA and to interstate commerce.

B. Milpitas Line

No local traffic has moved over the portion of the Milpitas Line described in this petition, in the past five years, and there is no overhead traffic on the Milpitas Line. Based on information in the Applicant's possession, the Milpitas Line proposed for abandonment does not contain federally granted right-of-way. The title to the property in the proposed abandonment is non-reversionary. The property includes a portion of right-of-way that was sold by UP to the VTA in December, 2002 for future extension of the BART mass transit system. At that time UP retained a freight easement which it has discontinued over the portion described in this petition.

The portion of the right-of-way from Niles Junction to approximately 200 feet north of Paseo Padre Parkway was not included in the sale to VTA and may be suitable for recreational purposes. In some instances, UP property may be used in conjunction with development of adjacent ownership or sold to adjacent homeowners. There will be no effect on regional or local transportation systems and patterns and no diversion of traffic to other transportation systems or modes. The Milpitas Line has not been used for freight traffic for at least five years. After abandonment all overhead traffic will move over an adjacent parallel rail route on the UP line which is no more than one eighth (1/8) mile from the Milpitas Line.

VI.

REASONABLE ALTERNATIVE: VIABILITY

There is no reasonable alternative to the abandonment of the Industrial Line and the Milpitas Line. There will be no adverse effect on the former shippers on the Industrial Line and the Milpitas Line in that, except for Smurfit, they have all already ceased using the Industrial

Line and/or the Milpitas Line. Smurfit will continue to receive direct rail service from UP via a new rail spur connection to Smurfit's facility on the Industrial Line. The City of San Jose will continue to receive rail service from UP lines adjacent to or in the vicinity of the Industrial Line. Given the absence of current rail activity and the low probability of any future business, abandonment is warranted. Except for that portions of the Industrial Line and the Milpitas Line owned by VTA that will be used for the BART mass transit system, the property is generally not suitable for other public purposes including roads or highways, other forms of mass transportation, conservation, energy production or transmission, or recreation.

VII.

THE EXEMPTION STANDARDS HAVE BEEN MET

A. The abandonment requires an exemption from 49 U.S.C. §10903.

Abandonment of rail lines requires authorization and approval of the Board pursuant to 49 U.S.C. §10903. However, 49 U.S.C. §10502 requires the Board to exempt a transaction when it finds: (1) continued regulation is not necessary to carry out the Rail Transportation Policy of 49 U.S.C. §10101; and (2) either the transaction is of limited scope or Board regulation is not necessary to protect shippers from an abuse of market power. VTA's proposal for abandonment and discontinuance of operations clearly satisfies the standards for exemption under 49 U.S.C. §10502.

Detailed scrutiny by the Board under 49 U.S.C. §10903 is not necessary to carry out the Rail Transportation Policy of 49 U.S.C. §10101. The Board has already reviewed the circumstances surrounding cessation of freight service on these lines in the Industrial Line Proceeding and Milpitas Line Proceeding, the two proceedings in which UP received authorization to discontinue its freight operations. An exemption will:

1) minimize VTA's administrative expense and the cost, preparation and review associated with progressing the proposed abandonment in a full application proceeding;

2) expedite regulatory action and reduce regulatory barriers to exit from the Industrial Line and the Milpitas Line consistent with 49 U.S.C. §§ 10101(2) and (7) and

3) foster sound economic conditions in the transportation industry consistent with Section 10101(5), by permitting VTA's abandonment of the Industrial Line and the Milpitas Line and avoiding the need to retain and operate a rail line that will not be used by any shipper.

The proposed abandonment is clearly a transaction of "limited scope." The Industrial Line is only 1.19 miles long and will have no recurring local traffic except the Smurfit traffic which will continue to receive direct rail service from UP in a new spur connection to Smurfit's facility on the Industrial Line. The Milpitas Line is only 2.77 miles long, it has no local traffic and it has not been used as an overhead route for the past five years.

In addition, regulation of this abandonment is not needed to protect shippers from an abuse of market power. Shipper plant relocations, the freight carriers' discontinuance of its service obligations, and changes in logistical patterns and the establishment of a new rail spur connection have eliminated rail activity on both segments that are the subject of this Petition.

VIII.

LAND AREA, FEDERAL GRANT INFORMATION, AND PUBLIC USE

A. Industrial Line

The right-of-way is approximately 1.19 miles in length. The terrain surrounding this Industrial Line is essentially flat and all urban in nature. Right-of-way between milepost 16.3 and William Street (which belongs to VTA) is mostly 60 feet in width with some 80 foot wide stretches. An examination of the applicable original acquisition deeds that could be located revealed no title restrictions or reversionary interests affecting non-rail use of the property. Based on information in VTA's possession, the Line does not contain federally granted right-of-way. Any documentation in VTA's possession will be made available to those requesting it.

B. Milpitas Line

Based on information in the Applicant's possession, the Milpitas Line proposed for abandonment does not contain federally granted right-of-way. The title to the property in the proposed abandonment is non-reversionary. The property includes a portion of right-of-way that was purchased by VTA from UP in December, 2002 for future extension of BART. At that time UP retained a freight easement which it subsequently discontinued. The southern part of the right-of-way will be used for passenger light rail purposes. There will be no effect on regional or local transportation systems and patterns and no diversion of traffic to other transportation systems or modes. Except for the minimal overhead traffic which has moved over the Milpitas Line, the subject Line has not been used for freight traffic for at least five years.

IX.

LABOR

The labor protection conditions imposed in abandonment proceedings as prescribed in *Oregon Short Line R. Co. -- Abandonment -- Goshen*, 360 ICC 91 (1979) will apply to this proceeding.

X.

ENVIRONMENTAL AND HISTORIC REPORT

By way of background, on September 22, 2003 UP filed a Combined Environmental and Historic Report relating to the Milpitas Line ("Milpitas Historic Report"). On July 13, 2004, UP filed a Combined Environmental and Historic Report in the context of an abandonment exemption they pursued relating to the Industrial Line ("Industrial Historic Report"). To that end, the required environmental and historic information is in the following:

1. The Milpitas Line this information is contained in the Combined Environmental and Historic report to the *Union Pacific Railroad Company -- Abandonment Exemption -- In Alameda County, California*, STB Docket No. AB-33 (Sub-No. 211X) filed on October 28, 2003...
2. For the Industrial Line this information is contained in the Combined Environmental and Historic Report which was served on July 14, 2004 by UP in the proceedings styled *Union Pacific Railroad Company -- Abandonment Exemption -- In Santa Clara County, California*, STB Docket No. AB-33 (Sub-No. 221X).

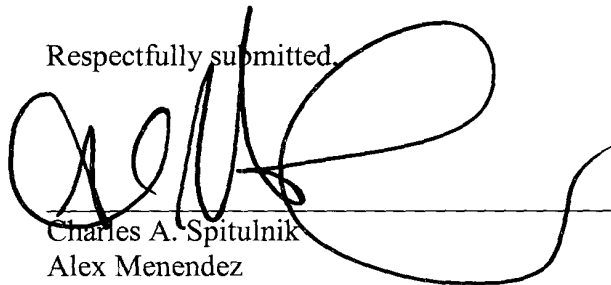
Furthermore, VTA has, pursuant to the Board's regulations at 49 C.F.R. Part 1152, and the environmental regulations at 49 C.F.R. Part 1105.7, sent to the necessary parties a request for

assistance in identifying any potential effects of this abandonment action that may have arisen subsequent to the filing of the Milpitas Historic Report and Industrial Historic Report. To the extent that any party submits a written response, VTA will forward those responses to the Board.

WHEREFORE, Santa Clara Valley Transportation Authority respectfully requests that the Board issue a decision exempting the proposed abandonment from the provisions of 49 U.S.C. §10903 and direct that the exemption be effective on the date of the Board's decision.

Dated this August 29, 2005

Respectfully submitted,

A large, stylized handwritten signature in black ink, appearing to read 'CS', is written over a horizontal line.

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Kevin Allmand
Santa Clara Valley Transportation Authority
3331 North First Street, Building C-2
San Jose, CA 95134

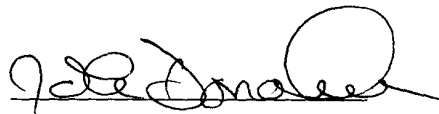
Attorneys for Santa Clara Valley
Transportation Authority

VERIFICATION

STATE OF CALIFORNIA)
) ss:
COUNTY OF SANTA CLARA)

I, JOHN DONAHUE, declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing document and that its assertions are true and correct to the best of my knowledge, information and belief. I further declare that I am qualified and authorized to submit this verification on behalf of Santa Clara Valley Transportation Authority. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. § 1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, I know that these misstatements are punishable as perjury under 18 U.S.C. 1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

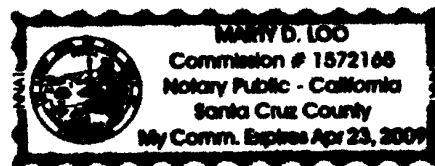
Dated August 26, 2005



SUBSCRIBED AND SWORN TO
before me this 26th DAY OF AUGUST, 2005

Mark D. Loo
Notary Public

My Commission expires: APRIL 23, 2009



DRAFT FEDERAL REGISTER NOTICE
49 C.F.R. § 1152.60(c)1

STB No. DOCKET NO. AB-980

Notice of Petition for Exemption to Abandon or
to Discontinue Service

On August 29, 2005, Santa Clara Valley Transportation Authority filed with the Surface Transportation Board, Washington, D.C. 20423, a petition for exemption for the abandonment and discontinuance of service over

1. The San Jose Industrial Lead from milepost 16.3 to milepost 17.49, a distance of 1.19 miles in Santa Clara County, California (the "Industrial Line"). VTA is proposing to discontinue its trackage rights and abandon its residual common carrier obligation over this portion of the Line. There are no shippers on the Line that will be adversely affected by the proposed abandonment.
2. The Milpitas Subdivision from milepost 2.61 near Paseo Padre Drive to milepost 5.38 near Grimmer Boulevard, a distance of 2.77 miles in and near Fremont, Alameda County, California (the "Milpitas Line"). VTA is proposing to discontinue its trackage rights and abandon its residual common carrier obligation over this portion of the Line. There are no shippers on the Line that will be adversely affected by the proposed abandonment.

The Industrial Line and the Milpitas Line do not contain federally granted rights-of-way. Any documentation in the railroad's possession will be made available promptly to those requesting it.

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

Any offer of financial assistance will be due no later than 10 days after service of a decision granting the petition for exemption.

All interested persons should be aware that following abandonment of rail service and salvage of the Industrial Line and/or the Milpitas Line, the Industrial Line and/or the Milpitas Line may be suitable for other public use, including interim trail use.

Any request for a public use condition and any request for trail use/rail banking will be due no later than 20 days after notice of the filing of the petition for exemption is published in the Federal Register.

Persons seeking further information concerning abandonment procedures may contact the Surface Transportation 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, telephone (202) 565-1545.

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 60 days of the filing of the petition. The deadline for submission of comments on the EA will generally be within 30 days of its service.

CERTIFICATE OF SERVICE AND PUBLICATION

The undersigned hereby certifies that a copy of the foregoing Petition for Exemption in Docket No. AB 980 by Santa Clara Valley Transportation Authority was served on the date indicated below by mailing a copy, first class mail postage prepaid to the following:

Smurfit Stone Recycling 205 East Alma Avenue San Jose, CA 95112	California Public Utilities Commission 505 Van Ness Avenue San Francisco, CA 94102-3298
U.S. Department of Transportation 400 Seventh Street, S.W. Room 4102 C-30 Washington, D.C. 20590	Lucrecia Farfan-Ramirez County Director, Cooperative Extension Alameda County 1131 Harbor Parkway, Suite 131 Alameda, CA 94502
Governor Arnold Schwarzenegger State Capitol Building Sacramento, CA 95814	U.S. Department of Defense OASD(PA)PIA 1400 Defense Pentagon Room 3A750 Washington, D.C. 20301-1400
Maria de la Fuente County Director OCCE Santa Clara County 1553 Berger Drive, Building 1 San Jose, CA 95112	Dale Bosworth Chief of the Forest Service U.S. Department of Agriculture 201 14 th Street, S.W. Washington, D.C. 20024
U.S. Railroad Retirement Board Federal Building, Room 3404 26 Federal Plaza New York, NY 10278-0105	Mack H. Shumate, Jr. Senior General Attorney, Law Department Union Pacific Railroad Company 101 North Wacker Drive, Room 1920 Chicago, IL 60606-1718
W. L. Phillips, General Counsel Brotherhood of Railroad Signalmen 310 South Michigan Avenue, #1310 Chicago, IL 60604	Santa Clara County Supervisors 70 W Hedding, 10 th Floor County Courthouse San Jose, CA 95110
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 Div. 1849 C Street NW Washington, DC 20240

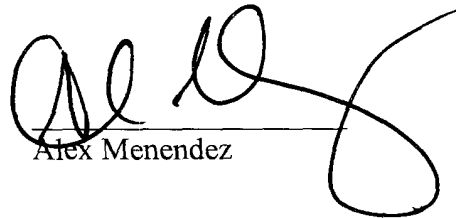
The undersigned further certifies that a notice of the abandonment was published one time in the County where the rail line is located as follows:

<u>County</u>	<u>Newspaper</u>	<u>Date</u>
Santa Clara	<i>San Jose Post</i>	8/10/2005; 8/17/2005; 8/24/2005
Alameda	<i>The Inter City Express</i>	8/10/2005; 8/17/2005; 8/24/2005

The above newspaper is generally circulated in the county where the rail line is located.

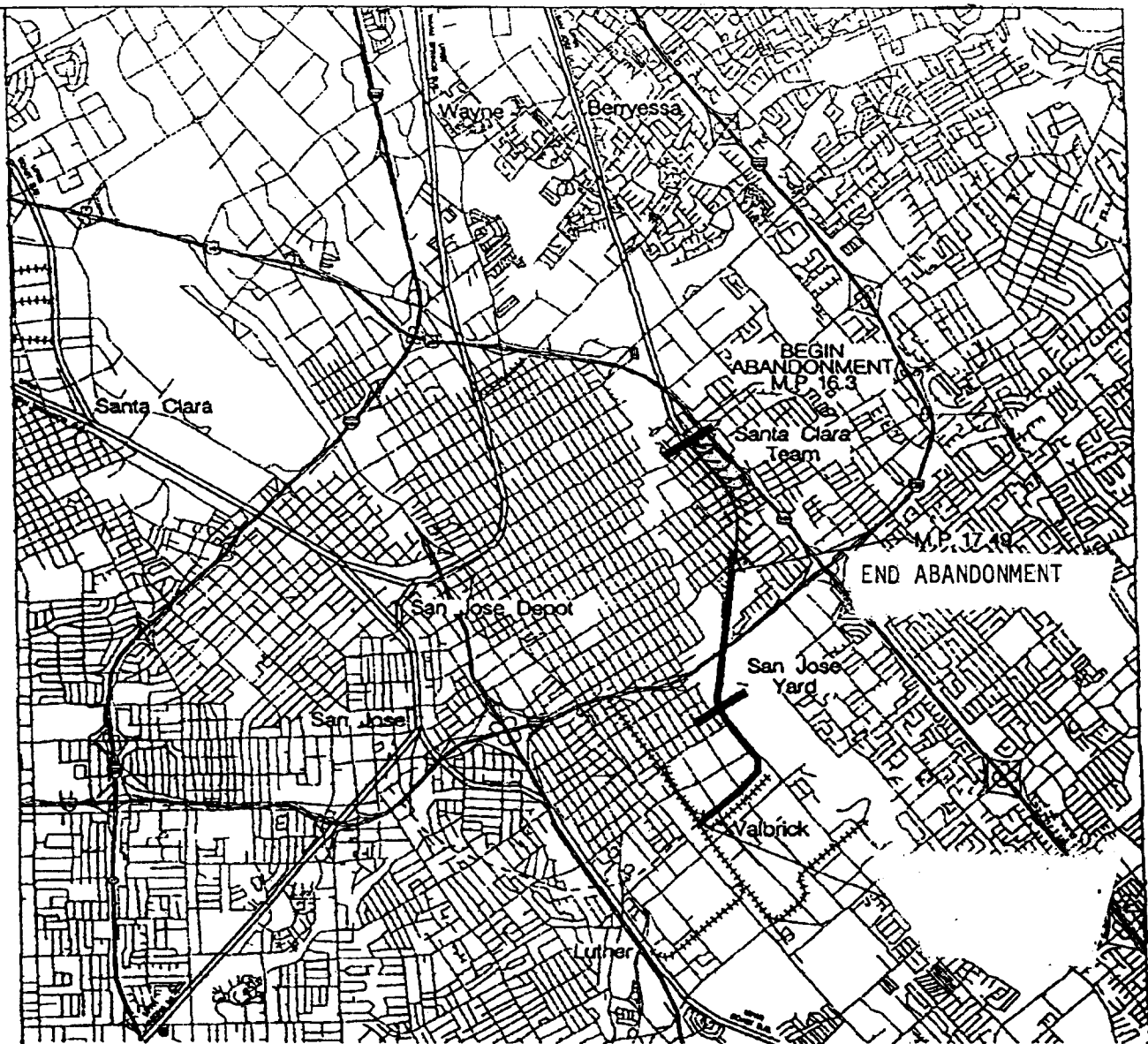
The Notice as published was in the form prescribed by the Board for a Petition for Exemption at 49 CFR 1105.12.

Dated August 29, 2005.



Alex Menendez

Exhibit A



BRIDGE NO.	BRIDGE TYPE	TOTAL LENGTH	DATE
16.32	8 SPAN TPTSD	75	UNKNOWN
16.43	15 SPAN TPTSD	290	UNKNOWN

LEGEND

- UPRR LINES TO BE ABANDONED
- UPRR TRACKAGE RIGHTS OVER SANTA CLARA VALLEY TRANSPORTATION AUTHORITY
- ABANDONED TRACK
- OTHER UPRR LINES
- OTHER RAILROADS
- PRINCIPAL HIGHWAYS
- OTHER ROADS
- 50+ YEAR OLD STRUCTURES

SAN JOSE INDUSTRIAL LEAD

MP 16.3 TO MP 19.6
TOTAL OF 3.3 MILES
IN SANTA CLARA COUNTY, CALIFORNIA

SAN JOSE INDUSTRIAL LEAD
SANTA CLARA TEAM TO VALBRICK, CALIFORNIA
INCLUDING 50+ YEAR OLD STRUCTURES

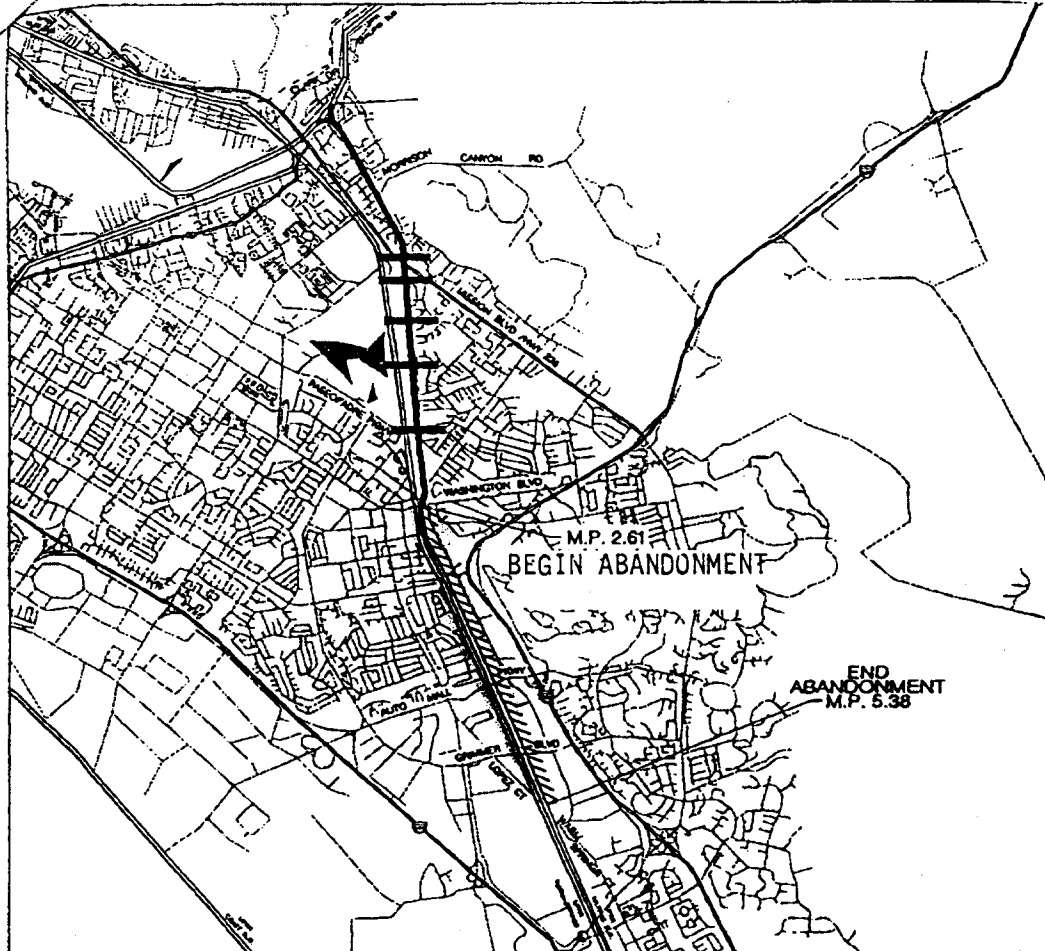
SCALE MILES

FILE: q:\abandonments\ab0343_san_jose.dgn

DATE: 06-May-04 09:40

AB-33(Sub-No. 221X)

Exhibit B



BRIDGE NO.	BRIDGE TYPE	TOTAL LENGTH	DATE
LJB	1 SPAN SP780	87'	UNKNOWN
LJB	1 SPAN SP780	28'	1981
L7B	1 SPAN SP780	28'	UNKNOWN
L8B	2 SPAN SP780	107'	UNKNOWN
L8B	1 SPAN SP780	87'	UNKNOWN - 5.38 MILES

LEGEND

- UPRR LINES TO BE ABANDONED
- //// UPRR TRACKAGE RIGHTS OVER SANTA CLARA VALLEY TRANSPORTATION AUTHORITY
- == OTHER UPRR LINES
- OTHER RAILROADS
- PRINCIPAL HIGHWAYS
- OTHER ROADS
- 50+ YEAR OLD STRUCTURES

MILPITAS SUBDIVISION

MP 0.0 TO MP 5.38
TOTAL OF 5.38 MILES
IN ALAMEDA COUNTY, CALIFORNIA

MILPITAS SUBDIVISION

NILES JCT. TO WARM SPRINGS, CALIFORNIA
INCLUDING 50+ YEAR OLD STRUCTURES

SCALE 0 1 2 MILES

FILE: q:\abandonment\ab0336_milpitas.dgn

DATE: 26-Jun-03 13:41