

WILLIAM L. SLOVER
C. MICHAEL LOFTUS
JOHN H. LE SEUR
KELVIN J. DOWD
ROBERT D. ROSENBERG
CHRISTOPHER A. MILLS
FRANK J. PERGOLIZZI
ANDREW B. KOLESAR III
PETER A. PFOHL
DANIEL M. JAFFE
STEPHANIE P. LYONS
JOSHUA M. HOFFMAN

OF COUNSEL
DONALD G. AVERY

SLOVER & LOFTUS
ATTORNEYS AT LAW
1224 SEVENTEENTH STREET, N. W.
WASHINGTON, D. C. 20036-3003



WRITER'S E-MAIL:
kjd@sloverandloftus.com

March 26, 2008

VIA HAND DELIVERY

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

Re: STB Finance Docket No. 35087, *Canadian National Railway Company, et al. – Control – EJ&E West Company*

Dear Ms. Quinlan:

On behalf of Wisconsin Public Service Corporation ("WPSC"), this responds to the letter filed on March 24, 2008 by Union Pacific Railroad Company ("UP") in the referenced docket, which is directed at WPSC's Response to Opening Comments.

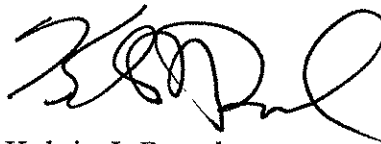
UP's letter was filed out of time, and without regard to the Board's procedural schedule governing the orderly submission of comments by parties. On that basis alone, it should be disregarded. It is also immaterial to the legitimate service issues that WPSC has raised.

WPSC's Response did not misquote or mischaracterize UP's comments or those submitted by any other party. Each reference is supported by a specific record citation, and all points raised by WPSC relate directly to issues arising from the proposed transaction. Histrionics aside, UP's letter neither addresses nor resolves WPSC's stated concerns over the Applicants' operational ability to handle planned increases in traffic without commensurate infrastructure

and operating upgrades. WPSC's service concerns are well documented, and supported in its Comments and Response to Comments.¹

Inexplicably, UP appears to question the rights of interested parties to participate in this proceeding and address the impacts of the subject transaction on essential rail service. WPSC has presented legitimate, well-documented concerns, and has demonstrated that the Board has a specific legal obligation to offer protection against a diminution in railroad service quality as a result of the proposed transaction.² As a shipper directly affected by the Applicant's plans, WPSC is entitled to fair consideration of these concerns.

Respectfully submitted

A handwritten signature in black ink, appearing to read 'Kelvin J. Dowd', written in a cursive style.

Kelvin J. Dowd
An Attorney for
Wisconsin Public Service Corporation

cc: Parties of Record

¹ UP's own March 13, 2008 Reply to Northeast Illinois Regional Railroad Authority, et al. (METRA) highlights some of the same operating and infrastructure challenges on the EJ&E and surrounding Chicago area rail lines that have been raised by WPSC.

² The U.S. Department of Transportation agrees, and is supporting WPSC's request for targeted ameliorative conditions as consistent with prior merger conditions imposed by the Board. (See DOT Comments at 10-12).