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March 23, 2009

VIA ELECTRONIC MAILING

Hon. Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 F Street, SW
Washington, DC 20423

224724

Dear Secretary Quinlan:

Attached for filing in Docket No. AB-102 (Sub-No. 13) Missouri-Kansas Texas Railroad Company—Abandonment—in St. Charles, Warren, Montgomery, Callaway, Boone, Howard, Cooper and Pettis Counties, MO is the Petition for Leave to File a Reply of State of Missouri, ex rel. Missouri Attorney General

If you have any question concerning the filing or if I otherwise can be of assistance, please get back to me.

Sincerely yours,

Fritz R. Kahn

cc: Gabriel S. Meyer, Esq.
Charles H. Montange, Esq.
Mr. Bruce A. Morrison

SURFACE TRANSPORTATION BOARD
WASHINGTON DC

224724

Docket No. AB-162 (Sub-No. 13)

MISSOURI-KANSAS-TEXAS RAILROAD COMPANY
-- ABANDONMENT --
IN ST. CHARLES, WARREN, MONTGOMERY, CALLOWAY,
BOONE, HOWARD, COOPER AND PETTIS COUNTIES, MO

PETITION FOR LEAVE TO FILE A REPLY
OF
STATE OF MISSOURI, ex rel. MISSOURI ATTORNEY GENERAL

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Attorneys for

CHRIS KOSIAR
Missouri Attorney General

Dated: March 23, 2009

SURFACE TRANSPORTATION BOARD
WASHINGTON, DC

Docket No. AB-102 (Sub-No. 13)

MISSOURI-KANSAS-Texas RAILROAD COMPANY
-- ABANDONMENT --
IN ST. CHARLES, WARREN, MONTGOMERY, CALLAWAY,
BOONE, HOWARD, COOPER AND PITHIS COUNTIES, MO

PETITION FOR LEAVE TO FILE A REPLY
OF
STAFF OF MISSOURI ex rel. MISSOURI ATTORNEY GENERAL

Petitioner, State of Missouri, ex rel. Missouri Attorney General pursuant to 49
C.F.R. 1117.1 seeks leave to file the attached Reply to the Reply of Union Pacific
Railroad Company ("UP") filed March 16, 2009.

Petitioner is mindful of the general rule of 49 C.F.R. 1104.13(c) that a reply to a
reply is not permitted. UP, however, has misrepresented the facts of record and
improperly ascribes to the Petitioner its motive in seeking to have the Board institute the
declaratory order proceeding. In the circumstances, acceptance of the tendered Reply
would be altogether fitting to correct UP's distortions and mischaracterizations.

As the Board said in its Decision in STB Finance Docket No. 34048, Reading Blue
Mountain and Northern Railroad Company--Lease and Operation Exemption--Norfolk
Southern Railway Company and Pennsylvania Lines LLC, served August 1, 2001: "In
appropriate circumstances, we construe our rules liberally to allow pleadings where they
will contribute to a complete record without prejudicing any party or delaying the

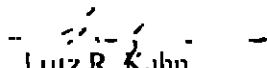
proceeding " Accord, STB Finance Docket No. 34364 Vermont Railway, Inc. --Petition for Declaratory Order, served January 4, 2005; STB Finance Docket No. 34425, City of Lincoln -- Petition for Declaratory Order, served December 8, 2003; Finance Docket No. 30186, Tongue River Railroad Co. --Construction and Operation--Western Alignment, served March 11, 2003; STB Finance Docket No. 33388 CSX Corporation, et al.--Control and Operating Leases Agreements--Conrail, Inc., et al., served May 20, 1999; STB Finance Docket No. 32964 Brotherhood of Maintenance of Way Employees, et al. v. Soo Line Company, et al., served December 22, 1998; STB Finance Docket No. 33323, Chicago Rail Link, L.L.C. --Lease and Operation Exemption--Union Pacific Railroad Company, served September 2, 1997.

Allowing the Petitioner to file the attached short Reply will permit the Board to have an accurate and complete record upon which to render its decision, not prejudice UP and not delay the proceeding.

WHEREFORE Petitioner, State of Missouri ex rel Missouri Attorney General,
asks the Board to receive the attached Reply

Respectfully submitted

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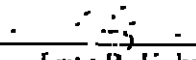
CHRIS KOSTER
Missouri Attorney General

Dated March 23, 2009

CERTIFICATE OF SERVICE

I certify that I this day have served the forgoing Petition for Leave to File a Reply upon Union Pacific Railroad Company and Rails-to-Trails Conservancy, etc. by e-mailing copies to their attorneys Gabriel S. Meyer Esq. and Charles H. Montange, Esq. respectively and on the Great Rivers Environmental Law Center by facsimile transmitting a copy to its representative Mr. Bruce A. Morrison.

Dated at Washington, DC this 23d day of March 2009



Fritz R. Kahn