

UNION PACIFIC RAILROAD
101 North Wacker Drive, Room 1920
Chicago, Illinois 60606-1718

P 312.777.2055
F 877.213.4433
mackshumate@up.com

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

February 17, 2015

237747
237748
237749
237746

Via E-Filing

The Honorable Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E. Street, S.W., Room #100
Washington, DC 20423-0001

ENTERED
Office of Proceedings
February 18, 2015
Part of
Public Record

METROPOLITAN TRANSIT AUTHORITY OF HARRIS)
COUNTY, TEXAS – ACQUISITION EXEMPTION –)
UNION PACIFIC RAILROAD COMPANY’S RIGHT TO)
RESTORE RAIL SERVICE OVER RAIL BANKED)
RIGHT-OF-WAY IN HARRIS, FORT BEND, AUSTIN)
WHARTON, AND COLORADO COUNTIES, TEXAS)

Finance Docket No. 38546

FORT BEND COUNTY TOLL ROAD AUTHORITY –)
ACQUISITION EXEMPTION – METROPLITAN)
TRANSIT AUTHORITY OF HARRIS COUNTY,)
TEXAS’S RIGHT TO RESTORE RAIL SERVICE OVER)
RAIL BANKED RIGHT-OF-WAY IN HARRIS, FORT)
BEND, AUSTIN, WHARTON, AND COLORADO)
COUNTIES, TEXAS)

Finance Docket No. 35847

UNION PACIFIC RAILROAD COMPANY –)
ABANDONMENT – HARRIS, FORT BEND, AUSTIN,)
WHARTON, AND COLORADO COUNTIES, TX)

AB-33 (Sub-No. 156)

UNION PACIFIC RAILROAD COMPANY –)
ABANDONMENT EXEMPTION – IN COLORADO)
AND WHARTON COUNTIES, TX)

AB-33 (Sub-No. 253X)

**RE: UNION PACIFIC RAILROAD COMPANY’S CONCURRENCE WITH
REQUEST FOR EXTENSION OF TIME TO RESPOND TO BOARD’S**



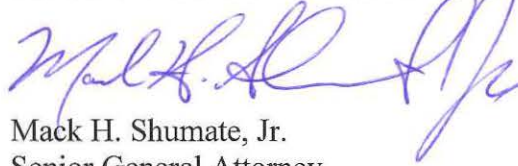
SEPTEMBER 19, 2014 DECISION IN AB 33 (SUB-NO. 156) AND AB 33 (SUB-NO. 253X) AND JANUARY 26, 2015 DECISION IN FD 35846, FD 35847, AB 33 (SUB-NO. 156), AND AB 33 (SUB-NO. 253X)

Dear Ms. Brown:

Union Pacific Railroad Company ("Union Pacific") has received the attached request for extension of time to respond to Board's September 19, 2014 decision filed on behalf of the Metropolitan Transit Authority of Harris County, Texas ("Metro") and Fort Bend County Toll Road Authority ("FBCTRA"). Union Pacific hereby concurs with the request for extension of time filed by Metro and FBCTRA. Union Pacific has prepared an initial draft of its comments as requested by the Board and has shared same with Metro and FBCTRA.

Sincerely,

UNION PACIFIC RAILROAD COMPANY

A handwritten signature in blue ink, appearing to read "Mack H. Shumate, Jr.", is written over the printed name.

Mack H. Shumate, Jr.
Senior General Attorney

cc: Thompson Coburn, LLP



Thomas Sean McGowan
P 202.585.6976
F 202.508.1031
smcgowan@thompsoncoburn.com

February 17, 2015

VIA ELECTRONIC FILING

The Honorable Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20024

**RE: REQUEST FOR EXTENSION OF TIME TO RESPOND TO BOARD'S
SEPTEMBER 19, 2014 DECISION IN AB 33 (SUB-NO. 156) AND AB 33 (SUB-NO.
253X) AND JANUARY 26, 2015 DECISION IN FD 35846, FD 35847, AB 33 (SUB-
NO. 156), AND AB 33 (SUB-NO. 253X)**

Dear Ms. Brown:

I am writing on behalf of the state agency parties (The Metropolitan Transit Authority of Harris County, Texas (METRO), a non-carrier, and the Fort Bend County Toll Road Authority (FBCTRA), also a non-carrier) to request an extension of time to respond to the Board's decisions¹ in the above-referenced dockets.

METRO and FBCTRA are still compiling information necessary to fully respond to the Board's decisions. Given the questions raised in the Board's decisions and the potential impact on the contemplated transaction between METRO and FBCTRA, the parties require additional time, beyond February 18, 2015, to seek clarification from the Board and submit filings based on the outcome of that clarification. **Therefore, METRO and FBCTRA respectfully request that the Board grant METRO and FBCTRA an additional 90 days, up to and including May 19, 2015, in which to file their responses to the Board's decisions entered September 19, 2014 and January 26, 2015.**

¹ Pursuant to its September 19, 2014 decision (Decision I), the Board directed METRO and FBCTRA to submit a more detailed discussion as to why the proposed 26-foot right-of-way would be adequate to accommodate future rail service by October 21, 2014. On October 17, 2014, METRO and FBCTRA requested an extension to file their response in answer to the Decision. On October 20, 2014, the Board granted METRO and FBCTRA an additional 120 days, up to and including February 18, 2015, in which to file their response. On January 26, 2015 the Board issued a second decision (Decision II) that directed METRO and FBCTRA to submit—by February 18, 2015—a more detailed explanation as to what reactivation rights METRO holds in light of Union Pacific Railroad Company's (UP's) retained rights. Decision II also invited METRO, FBCTRA, and UP to submit comments on UP's apparent retained right to veto reactivation.

Very truly yours,

Thompson Coburn LLP



By
Sean McGowan

Certificate of Service

I hereby certify that on February 17, 2015, I served a copy of the foregoing *Request for Extension of Time* on the following:

Via E-mail & Regular Mail Postage Prepaid
Mack H. Shumate, Jr.
Law Department
Union Pacific Railroad Company
101 North Wacker Drive, Suite 1920
Chicago, Illinois 60606

Via Regular Mail Postage Prepaid
Union Pacific Railroad Company
1400 Douglas Street
Omaha, NE 68179
Attn: Counsel's Office



Sean McGowan
Kathleen E. Kraft
Thompson Coburn LLP
1909 K St. NW, Suite 600
Washington, D.C. 20006
(202) 585-6900
(202) 585-6969 (fax)
smcgowan@thompsoncoburn.com
kkraft@thompsoncoburn.com