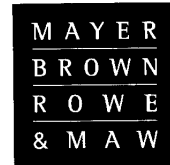


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October 29, 2004

BY HAND DELIVERY

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Re: STB Finance Docket No. 34607
The Burlington Northern and Santa Fe Railway
Company – Trackage Rights Exemption – Union
Pacific Railroad Company

Dear Secretary Williams:

Yesterday we filed a Verified Notice of Exemption in the above-captioned docket. A faxed copy of the verification page was provided. Enclosed is the original verification page. Please substitute this page for the faxed page in the original Verified Notice of Exemption.

Respectfully yours,

A handwritten signature in black ink, appearing to read "RMJ", followed by a stylized flourish.

Robert M. Jenkins III

RMJ/bs

Enclosure



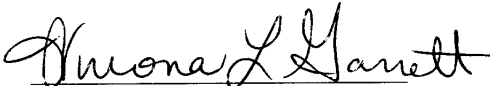
VERIFICATION

THE STATE OF TEXAS §
 §
COUNTY OF TARRANT §

Sarah W. Bailiff being duly sworn, deposes and says that he has read the foregoing notice of exemption and that the contents thereof are true and correct to the best of his knowledge and belief.


Sarah W. Bailiff

Subscribed and sworn to before me this 28th day of October, 2004.


Notary Public

My Commission expires:

11-21-2004

