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November 3, 2005

**Secretary, Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423**

**Re: Docket Nos. AB-33 (Sub-No. 226X) and AB-654X
*Notice of Brownsville & Rio Grande International Railroad Company for Exemption of
Discontinuance and Union Pacific Railroad Company for Exemption of Abandonment,
Cameron County, Texas***

Dear Sir or Madam:

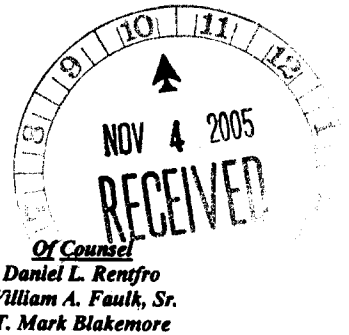
Per my conversations with Ms. Simmons of your office, enclosed herewith for filing please find the original and 10 copies of two replacement pages clarifying certain language contained in the Notice of Exemption for Discontinuance and Abandonment in the above-entitled proceeding. Thank you for your assistance.

If you have any questions, don't hesitate to call or email me.

Very truly yours,


**William L. Rentfro
Attorney for Brownsville & Rio Grande
International Railroad Company
FOR THE FIRM**

**WR:wp
Enclosures (11)**



Before the
SURFACE TRANSPORTATION BOARD



Docket No. AB-33 (Sub-No. 226X)
and AB-654X

**NOTICE OF
BROWNSVILLE & RIO GRANDE INTERNATIONAL
RAILROAD COMPANY
FOR EXEMPTION OF DISCONTINUANCE
AND
UNION PACIFIC RAILROAD COMPANY
FOR EXEMPTION OF ABANDONMENT**

Cameron County, Texas

Th Union Pacific Railroad Company ("UP") and the Brownsville & Rio Grande International Railroad Company ("B&RG") file this Verified Notice of Exemption pursuant to the class exemption at 49 C.F.R. §1152.50 for UP to abandon and B&RG to discontinue service over a 2.2 mile line between milepost 0.00, near UP Main Switch, and milepost 2.20, near Arthur Street, in Cameron County, Texas ("the Line"). No local rail traffic has moved over the Line for at least two years, and overhead traffic can be rerouted over other lines.

1. **Proposed Consummation Date.** The proposed consummation date is December 14, 2005.
2. **Certification Required by 49 C.F.R. §1152.50(b).** See Exhibit A.
3. **Information Required by 49 C.F.R. §1152.50(a)(1) through (4), (7), and (8), and (e)(4).**

EXHIBIT A
VERIFICATION AND CERTIFICATION THAT RAIL LINE MEETS
CRITERIA OF 49 C.F.R. SECTION 1152.50(b)

THE STATE OF TEXAS *

*

COUNTY OF CAMERON *

I, Norma Torres, being duly sworn, depose and state that I am President and Chief Operating Officer of the Brownsville & Rio Grande International Railroad ("BRG"), that I am authorized to make this verification and certification, and that I have read the foregoing Notice of Exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information, and belief.

I hereby certify that no local has moved over BRG's lease 2.2 mile line between milepost 0.0, near UP Main Switch, and milepost 2.20, near Arthur Street, in Cameron County, Texas, for at least two years prior to the date hereof, and overhead traffic can be rerouted over other lines. Further, no formal complaint failed by a user of rail service on the line (or a State or local government entity acting on behalf of such user) regarding cessation of service over the line is pending with the Surface Transportation Board or any U.S. District Court, or has been decided in favor of a complainant, with the two year period. The foregoing certification is made on behalf of BRG by the undersigned after due and careful investigation of the matters herein certified, and based on the best of the knowledge, information, and belief of the undersigned.


Norma Torres

SUBSCRIBED and SWORN TO before me this 3 day of November, 2005


Notary Public, State of Texas

