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CHICAGO, ILLINOIS 60604-1112
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THOMAS F. MCFARLAND

August 14, 2006

By UPS overnight mail

Vernon A. Williams, Secretary
Surface Transportation Board
Case Control Unit, Suite 713
1925 K Street, N.W.
Washington, DC 20423-0001

ENTERED
Office of Proceedings

AUG 15 2006

Part of
Public Record

217288
Re: Finance Docket No. 34896, *PIC Railroad LLC -- Lease and Operation Exemption*
-- *Union Pacific Railroad Company Between Iron Springs and Iron Mountain, UT*

217288
Finance Docket No. 34897, *Iron Bull Railroad Company LLC -- Operation*
Exemption -- PIC Railroad LLC Between Iron Springs and Iron Mountain, UT

Dear Mr. Williams:

Enclosed please find an original and 10 copies of Verified Notices of Exemption Under 49 C.F.R. 1150.31, for filing with the Board in the above referenced matter.

Also enclosed is \$3,000 for the filing fee.

Very truly yours,

Tom McFarland

Thomas F. McFarland
Attorney for Applicants

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FEE RECEIVED
AUG 15 2006
SURFACE
TRANSPORTATION BOARD

FILED
AUG 15 2006
SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

PIC RAILROAD LLC -- LEASE AND	)	
OPERATION EXEMPTION -- UNION	)	FINANCE DOCKET
PACIFIC RAILROAD COMPANY	)	NO. 34896
BETWEEN IRON SPRINGS AND IRON	)	
MOUNTAIN, UT	)	
	)	
IRON BULL RAILROAD COMPANY LLC	)	
-- OPERATION EXEMPTION -- PIC	)	FINANCE DOCKET
RAILROAD LLC BETWEEN IRON	)	NO. 34897
SPRINGS AND IRON MOUNTAIN, UT	)	

**VERIFIED NOTICES OF EXEMPTION
UNDER 49 C.F.R. § 1150.31**

PIC RAILROAD LLC
554 South 300 East, Suite 250
Salt Lake City, UT 84111

IRON BULL RAILROAD
COMPANY LLC
P.O. Box 1339
Cedar City, UT 84721

Applicants

By: THOMAS F. McFARLAND
THOMAS F. McFARLAND, P.C.
208 South LaSalle Street, Suite 1890
Chicago, IL 60604-1112
(312) 236-0204

Attorney for Applicants

DATE FILED: August 15, 2006

BEFORE THE
SURFACE TRANSPORTATION BOARD

PIC RAILROAD LLC -- LEASE AND	)	
OPERATION EXEMPTION -- UNION	)	FINANCE DOCKET
PACIFIC RAILROAD COMPANY	)	NO. 34896
BETWEEN IRON SPRINGS AND IRON	)	
MOUNTAIN, UT	)	
	)	
IRON BULL RAILROAD COMPANY	)	
LLC -- OPERATION EXEMPTION -- PIC	)	FINANCE DOCKET
RAILROAD LLC BETWEEN IRON	)	NO. 34897
SPRINGS AND IRON MOUNTAIN, UT	)	

**VERIFIED NOTICES OF EXEMPTION
UNDER 49 C.F.R. § 1150.31**

Pursuant to 49 C.F.R. § 1150.31, *et seq.* and 49 U.S.C. § 10502(a), PIC RAILROAD LLC (PICR) hereby provides notice of an exemption from 49 U.S.C. § 10901 for its lease from Union Pacific Railroad Company (UP) and operation^{1/} of a rail line known as the Comstock Subdivision that extends between Milepost 0.1 at or near Iron Springs and Milepost 14.7 at or near Iron Mountain, a distance of 14.6 miles in Iron County, Utah (“the Rail Line”).

In addition, IRON BULL RAILROAD COMPANY LLC (IBR), pursuant to the same regulations and statute, hereby provides notice of an exemption from 49 U.S.C. § 10901 for its operation of the Rail Line pursuant to an operating agreement with PICR.

The Rail Line is depicted on a map that is attached hereto as Appendix 1.

^{1/} Although PICR will enter into an agreement whereby Iron Bull Railroad Company, LLC (IBR) will operate the Rail Line, PICR seeks an exemption for operation for its residual common carrier obligation to operate the Line in the event that IBR were to cease operations.

The Notice in Finance Docket No. 34897 is related to a Verified Notice of Exemption from 49 C.F.R. § 1180.2(d)(2) filed on the same date in Finance Docket No. 34898, *Michael R. Root -- Continuance in Control Exemption -- Iron Bull Railroad Company LLC*, wherein Mr. Michael Root has provided verified notice under the class exemption for common control of noncontiguous rail lines at 49 C.F.R. § 1180.2(d)(2) of an exemption from 49 U.S.C. § 11323 for his continuance in control of IBR when IBR becomes a rail carrier.

INFORMATION REQUIRED BY 49 C.F.R. § 1150.33

(a) The full name and address of the applicants;

The full name of applicant in Finance Docket No. 34896 is PIC Railroad LLC, 554 South 300 East, Suite 250, Salt Lake City, UT 84111. The full name of applicant in Finance Docket No. 34897 is Iron Bull Railroad Company LLC, P.O. Box 1339, Cedar City, UT 84721.

(b) The name, address, and telephone number of the representative of the applicant who should receive correspondence;

Applicants' representative is Thomas F. McFarland, Thomas F. McFarland, P.C., 208 South LaSalle Street, Suite 1890, Chicago, IL 60604-1112, (312) 236-0204.

(c) A statement that an agreement has been reached or details about when an agreement will be reached;

An agreement between PICR and UP has been reached for PICR's lease of the Rail Line. An agreement has been reached between PICR and IBR for IBR's operation of the Rail Line. Under the terms of the above referenced agreements, PICR will remain in title to all rights and shall be subject to all obligations under the lease of the Rail Line between PICR and UP even though PICR has entered into an agreement with IBR relating to operation of the Rail Line.

(d) The operator of the property;

IBR will operate the Rail Line. PICR will have a residual common carrier obligation to operate the Rail Line.

(e) A brief summary of the proposed transaction, including:

(1) The name and address of the railroad transferring the subject property,

The Lessor of the Rail Line is Union Pacific Railroad Company (UP), 1400 Douglas Street, Omaha, NE 68179.

(2) The proposed time schedule for consummation of the transaction,

The proposed lease and operation are scheduled to be consummated no earlier than seven days after the filing of these Verified Notices.

(3) The mile-posts of the subject property, including any branch lines,

The Rail Line extends between Milepost 0.1 at or near Iron Springs and Milepost 14.7 at or near Iron Mountain in Iron County, UT.

(4) The total route miles being acquired;

A total of approximately 14.6 miles of rail line are proposed to be leased and operated.

(f) A map that clearly indicates the area to be served, including origins, termini, stations, cities, counties, and States; and

The required map is attached hereto as Appendix 1.

(g) A certificate that applicant's projected revenues do not exceed those that would qualify it as a Class III carrier.

The required certificate is attached to these Verified Notices as Appendix 2.

VERIFICATION

A verification of the facts in this Notice is attached as Appendix 3.

CAPTION SUMMARY

The caption summary required by 49 C.F.R. § 1150.34 is attached to these Verified Notices as Appendix 4.

LABOR PROTECTION

By virtue of 49 U.S.C. § 10901(c), no labor protective conditions are to be imposed in regard to the proposed lease and operation.

ENVIRONMENTAL AND HISTORIC CONSIDERATIONS

By virtue of 49 C.F.R. § 1105.6(c)(2)(i) and § 1105.8(b)(1), no environmental or historic reporting is required for the proposed lease and operation.

CONCLUSION

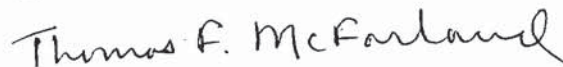
WHEREFORE, the Board should publish these Verified Notices in the Federal Register within 30 days of its filing.

Respectfully submitted,

PIC RAILROAD LLC
554 South 300 East, Suite 250
Salt Lake City, UT 84111

IRON BULL RAILROAD
COMPANY LLC
P.O. Box 1339
Cedar City, UT 84721

Applicants



By: THOMAS F. McFARLAND
THOMAS F. McFARLAND, P.C.
208 South LaSalle Street, Suite 1890
Chicago, IL 60604-1112
(312) 236-0204

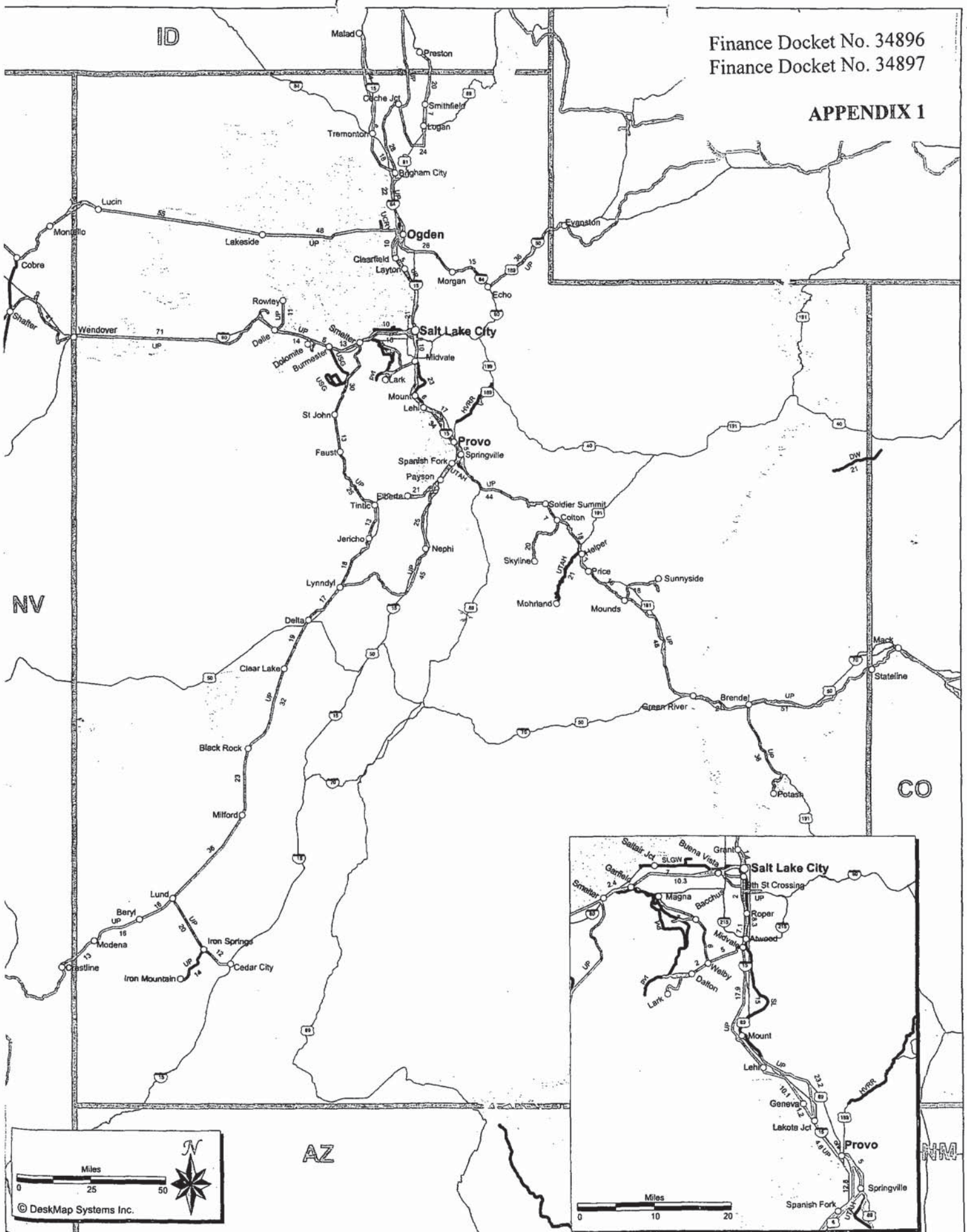
Attorney for Applicants

DATE FILED: August 15, 2006

Finance Docket No. 34896

Finance Docket No. 34897

APPENDIX 1



Finance Docket No. 34896

Finance Docket No. 34897

APPENDIX 2

CERTIFICATION

THOMAS F. McFARLAND, on oath, states that the projected revenues of PIC Railroad LLC and Iron Bull Railroad Company LLC, as a result of the lease and operation in these dockets would not exceed those that would qualify them as Class III rail carriers.



Thomas F. McFarland

Thomas F. McFarland

SUBSCRIBED and SWORN
to before me this 14th
day of August, 2006

Kathleen Lenhan

Notary Public

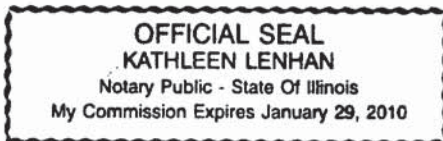
My commission expires: 1/29/2010

APPENDIX 3

VERIFICATION

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

THOMAS F. McFARLAND, being duly sworn on oath, deposes and states that he has read the notices in these dockets, that he knows the contents thereof, and that the facts therein stated are true and correct.



Thomas F. McFarland
Thomas F. McFarland

SUBSCRIBED and SWORN
to before me this 14th
day of August, 2006.

Kathleen Lenhan
Notary Public

My commission expires: 1/29/2010

APPENDIX 4

CAPTION SUMMARY

**SURFACE TRANSPORTATION BOARD
NOTICE OF EXEMPTION**

(Finance Docket No. 34896)

**PIC RAILROAD LLC
-- LEASE AND OPERATION EXEMPTION --
UNION PACIFIC RAILROAD COMPANY
BETWEEN IRON SPRINGS AND IRON MOUNTAIN, UT**

(Finance Docket No. 34897)

**IRON BULL RAILROAD COMPANY LLC
-- OPERATION EXEMPTION --
PIC RAILROAD LLC
BETWEEN IRON SPRINGS AND IRON MOUNTAIN, UT**

PIC Railroad LLC (PICR), a noncarrier, has filed a notice of exemption from 49 U.S.C. § 10901 to lease from Union Pacific Railroad Company and operate a rail line known as the Comstock Subdivision extending between Milepost 0.1 at or near Iron Springs and Milepost 14.7 at or near Iron Mountain, a distance of 14.6 miles in Iron County, UT (the Rail Line).

Iron Bull Railroad Company LLC (IBR), a noncarrier, has filed a notice of exemption from 49 U.S.C. § 10901 for its operation of the Rail Line pursuant to an operating agreement with PICR.

The notice in Finance Docket No. 34897 is related to Finance Docket No. 34898, *Michael Root -- Continuance in Control Exemption -- Iron Bull Railroad Company LLC*, wherein Mr. Michael R. Root seeks an exemption from 49 U.S.C. § 11323 for its continuance in control of IBR upon IBR becoming a rail carrier.

Any comments must be filed with the Board and must be served on applicants' representative, Thomas F. McFarland, Thomas F. McFarland, P.C., 208 South LaSalle Street, Suite 1890, Chicago, IL 60604-1112, (312) 236-0204.

These notices of exemption are filed under 49 C.F.R. § 1150.31. If the notices contain false or misleading information, the exemptions are void *ab initio*. Petitions to revoke the exemptions under 49 U.S.C. § 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transactions.

(SEAL)

By the Board