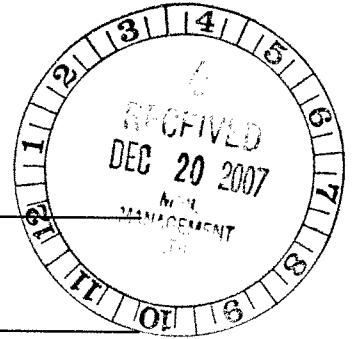


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BEFORE THE
SURFACE TRANSPORTATION BOARD



STB DOCKET NO. AB-103 (Sub- No. 21X)

ENTERED
Office of Proceedings

DEC 20 2007

Part of
Public Record

KANSAS CITY SOUTHERN RAILWAY COMPANY
ABANDONMENT EXEMPTION
LINE IN WARREN COUNTY, MS

STB DOCKET NO. AB-1016 (Sub- No. 0 X)

VICKSBURG SOUTHERN RAILROAD, INC
DISCONTINUANCE OF SERVICE PETITION FOR EXEMPTION
LINE IN WARREN COUNTY, MS

MOTION FOR A PROTECTIVE ORDER PURSUANT TO 49 CFR 1104.14

Comes now Raymond B. English ("English"), pursuant to 49 CFR 1104.14, who herewith requests that the Board issue a protective order allowing English to make available to the Board, under seal, certain confidential documents and information in connection with its Offer of Financial Assistance ("Offer") in the above captioned case, which Offer will be filed shortly. Such confidential documents include a personal financial statement, which English does not want published in the public docket. Accordingly, English requests that the Board adopt the protective order contained in the appendix hereto.

Respectfully submitted,

Raymond B. English

Filed: December 20, 2007

APPENDIX

PROTECTIVE ORDER

1. For purposes of this Protective Order, "Confidential Information" means the data and documents furnished to the Board by Raymond B. English ("English") in connection with its Offer of Financial Assistance, in the above-captioned matter, STB Docket No. AB-103 (Sub. No. 21X).

2. Confidential information shall be provided to any employee, agent, counsel, or consultant of any party to this proceeding only pursuant to this Protective Order and only upon execution and prior delivery to English of the attached Undertaking. Confidential Information shall be used solely for the purpose of this and any related Board proceedings, or any judicial review proceeding arising therefrom, and not for any other business, commercial, or any other purpose. Confidential Information shall not be provided or disclosed to any person or entity who is not an employee, agent, counsel or consultant of any party to this proceeding.

3. Confidential Information shall not be disclosed in any way or to any person without the prior written consent of English, or an order of the Board, solely for use in connection with this and related Board proceedings, or any judicial review proceeding arising therefrom, provided that such person has been given and has read a copy of this Protective Order and agrees to be bound by its terms and has executed the attached Undertaking prior to receiving access to this information.

4. Any documents containing Confidential Information must be destroyed, and notice of such destruction must be served on English, at the completion of this and any related Board proceedings, or any judicial review proceeding arising therefrom, whichever comes first.

5. If the Board retains the Confidential Information, it shall, in order to keep it confidential, treat the information in accordance with the procedure set forth at 49 CFR 1104.14.

6. If any party intends to use Confidential Information at hearings in this proceeding or in any related Board proceedings, or in any judicial review proceeding arising therefrom, the party shall submit any documents setting forth or revealing such Confidential Information to the Board, or the reviewing court as appropriate, under seal, and shall accompany such submission with a written request to the Board or the court to (i) restrict attendance at the hearing during discussion of such Confidential Information, and (ii) restrict access to the portion of the record or briefs reflecting discussion of such Confidential Information in accordance with the Protective Order.

7. All parties must comply with all of the provisions stated in this Protective Order unless good cause, as determined by the Board, is shown by any party to warrant suspension of any of the provisions herein.