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November 4, 2005

VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 700
Washington, DC 20006

ENTERED
Office of Proceedings
NOV 7 - 2005
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Public Record



Re: **Docket No. AB-314 (Sub-No. 3X)**
Chicago, Central & Pacific Railroad Company --
Abandonment Exemption -- In Linn County, Iowa

Dear Secretary Williams:

Chicago, Central & Pacific Railroad Company ("CC&P") hereby responds to the request for interim trail use and a public use condition filed in the above-captioned abandonment proceeding on October 31, 2005 by the City of Cedar Rapids, Iowa (the "City"). CC&P is not willing to negotiate an agreement regarding interim trail use, and thus a notice of interim trail use should not be issued.

CC&P also opposes the City's request for a public use condition under 49 U.S.C. § 10905. As discussed in CC&P's notice of exemption, and noted in the Board's notice served October 12, 2005 and published in the *Federal Register* at 70 FR 59394, abandonment is being undertaken in conjunction with settlement of litigation regarding the right-of-way between CC&P and Cedarapids, Inc., the adjacent industry. That settlement provides for transfer of the right-of-way to Cedarapids after abandonment. The parties advised the court of the settlement, the litigation has been dismissed, and the transfer is to occur no later than December 30, 2005. CC&P thus would be unable to negotiate a sale with the City or other public entity, and imposition of a 180-day public use condition would be a moot gesture that simply delays completion of the litigation settlement that was the reason for undertaking the abandonment. As in similar prior circumstances, a public use condition should not be imposed. E.g., Norfolk Southern Railway Company -- Abandonment Exemption -- In Cleveland County, NC, Docket No. AB-290 (Sub-No. 130X) (ICC served December 30, 1993).

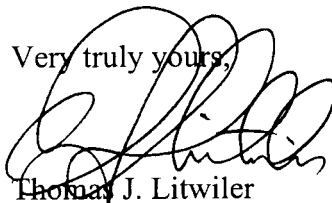
To the extent an exemption under 49 U.S.C. § 10502 from the public use provisions of 49 U.S.C. § 10905 is necessary or appropriate in these circumstances, CC&P includes a request for such an exemption.

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Ten copies of this letter are enclosed for filing at the Board. One extra copy also is enclosed, and I would request that you date-stamp that copy to show receipt of this filing and return it to me in the provided envelope. I certify that copies of this letter have been served by overnight delivery on representatives of the City of Cedar Rapids and Cedarapids, Inc. Thank you for your assistance on this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read 'T. Litwiler', written over the closing 'Very truly yours,'.

Thomas J. Litwiler
Attorney for Chicago, Central & Pacific
Railroad Company

TJL:tl

Enclosures

cc: Ms. D. Terry Guy (via facsimile)
STB Office of Proceedings
David J. Elgin, P.E., L.S.
City Engineer, City of Cedar Rapids
Mark A. Roberts, Esq.
Counsel for Cedarapids, Inc.