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Mr. J.A. Huston  
General Chairman UTU  
1101 E. 87<sup>th</sup> Street  
Ste. #105  
Kansas City, MO 64131

October 9, 2006

Dear Mr. Huston,

This is in response to your email of October 2, 2006 designed to address certain elements of the interdivisional service initiative between Kansas City and Temple, in particular, the handling of the Arkansas City short pool.

According to the timetable, the line miles between Arkansas City and Purcell are 154. Each trip made by a crew in this service shall be based upon those miles, even though in many cases the crew will only work between Arkansas City and Oklahoma City.

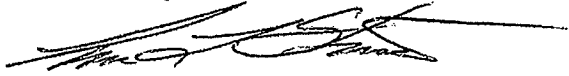
As to the application of the Crew Consist Agreement relative to work event restrictions at the initial and final terminal, and without prejudice or establishing precedent, the location that the crew leaves the train will be its "crew consist" final terminal. Similarly, the location where the crew receives the train will be that crew's "crew consist" initial terminal. To illustrate; if an Arkansas City short pool crew is instructed to leave the train at Purcell, then the crew consist restrictions applicable within the final terminal apply at Purcell. To take it a step farther, under these circumstances, for crew consist purposes, Oklahoma City would be considered an intermediate point.

Finally, you expressed concern regarding the practical affect on the Arkansas City people in the event additional trains are moved from short pool to long pool service. I agreed with you that, at some theoretical point, sufficient train could be operated in long pool service so as to render the Purcell - Oklahoma City additional miles insufficient in order to address equity issues between the Arkansas City and Gainesville people. I committed to you that in the event traffic shifts from short pool to long pool service and there is an indication that the Arkansas City people are not receiving proper equity, either party is empowered to demand a meeting in order to address and rectify the situation. As I mentioned to you, one alternative may be to allow Arkansas City to recover

their equity in the Fort Worth – Oklahoma City pool. The other might contemplate that BNSF absorb a measure of guarantee expense until such time as traffic in the short pool increases.

I trust that the foregoing adequately addresses your concerns.

Sincerely,

A handwritten signature in black ink, appearing to be "M. J. Williams", written over a horizontal line.

Cc: Mr. P.J. Williams  
General Chairman BLET  
101 N. Beverly Street  
Crowley, TX 76036