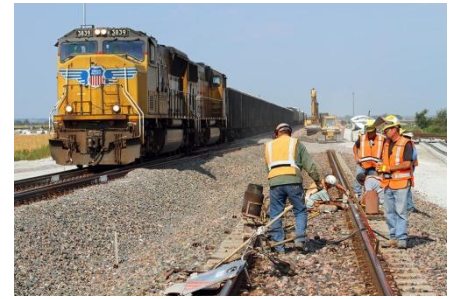


Process for New or Expanded Rail Service Locations

The following step-by-step instructions are provided to help guide you through the planning and construction process of developing a rail-served facility. Questions concerning our process should be directed to a Union Pacific Industrial Development Regional Manager.



Step 1 – Review our Guidelines for Rail Service to New Industry Locations:

<http://www.uprr.com/customers/ind-dev/construction.shtml>

Step 2 – Retain a railroad engineering consultant familiar with UP specifications:

http://www.uprr.com/customers/ind-dev/contractor_list_construction.shtml

and complete our Service Feasibility Questionnaire:

For Customers:

http://www.uprr.com/customers/ind-dev/sfq_construction.shtml

For Developers:

http://www.uprr.com/customers/ind-dev/sfq_developer.shtml

A UP Sales representative will evaluate your proposal and submit to Industrial Development for further handling.

Step 3 – Schedule an on-site meeting to review the project:

UP's Industrial Development Regional Manager will schedule an on-site meeting to be attended by you and your engineering consultant, and representatives from our Engineering and Operating teams to review the project. These meetings are critical to ensure the design of your industry tracks meets UP's requirements and satisfies your rail needs. A unique "Project Control Number" will then be assigned to your project, and UP's Real Estate Department will then provide your engineering consultant with a map depicting UP's right-of-way as well as any other property information that would be beneficial to your consultant when preparing plans for the new construction. For expansion projects, we'll provide your consultant with a copy of the drawing depicting the track layout from the current track agreement for the facility.

Step 4 – Preparation of the 10% concept plan:

Based on discussions at the on-site meeting, your engineering consultant will prepare a 10% concept plan of your track layout which will be used to obtain formal recommendations and approvals of your proposal. Your consultant will upload the 10% plan to UP's Document Exchange System using the Project Control Number:

http://www.uprr.com/customers/ind-dev/document_exchange.shtml

The 10% plan (as well as all plan sets) will be reviewed by UP's Engineering Design group to determine if it meets our requirements for plan sets as outlined in our Technical Specifications for Design of Industrial Tracks:

<http://www.uprr.com/aboutup/operations/specs/track/index.shtml>

Step 5 – Rail Access Recommendations and Approvals:

The approved 10% concept plan is submitted to our Operating, Field Operations, Network Planning, Engineering and appropriate Marketing Business Team Leader for review and signoff. In certain instances, additional parameters or and rail infrastructure may be requested at this time (see "Conditional Approvals"). You will be notified by your UP Sales representative when your proposal is approved.

Step 6 – Conditional Approvals:

Approval may include certain conditions to prevent impediments to fluid operations and service. Our objective is to avoid train makeup or switching moves on our main line. These conditions will be conveyed to you either by formal letter or by special provisions added to your Industry Track Agreement.

Step 7 – Main Line Connections Requiring Signal Facilities.

If your main line connection is on signalized territory, your engineering consultant will prepare and upload a 30% plan to our Document Exchange System (link is included in Step 5). The 30% plan reflects the **exact** milepost location of the proposed switch(es) to be installed in signalized main lines, and will be used to design UP signal facilities for power-operated switches and derails, as well as



leaving signals and remote controlled switches.

Step 8 – Outreach Packet and Request for Initial Deposit.

Upon approval of the 30% plan, you will receive an "Outreach Packet" that includes a sample Industry Track Agreement containing terms for construction, maintenance and operation of the industry track, including an insurance exhibit. We will also request an initial deposit for our signal design work which will be in the form of a Letter Agreement. Initial deposits range from \$15,000 to \$75,000 depending on the category of our main line corridor. Please refer to our "Guidelines for Rail Service to New Industries" for additional information on these corridors. A link is provided in Step 1. The total cost of UP's track and signal work will be included in the Industry Track Agreement, and your initial deposit will be subtracted from the total cost, with the balance due upon execution of the agreement.

Step 9 – Final Construction Drawings and "Exhibit A"

The last set of drawings required for your industry tracks are detailed construction plans (100% plans) and an "Exhibit A" drawing. An "Exhibit A" is a simplified layout of your industry tracks that will be used in the Industry Track Agreement. The "Exhibit A" is intended to be easy to understand as it is part of a legal document that references certain points on the industry tracks. The "Exhibit A" will also include a "Scope of Work" identifying each party's portion of construction and, as such, will also be used for final estimating of the work to be performed by UP.

Your engineering consultant will upload the final construction drawings and Exhibit A to our Document Exchange System referenced above. These drawings must be prepared according to UP specifications. Failure to comply with our specifications can significantly delay your project.

Step 10 – Providing Track Materials for Installation by UP

In order to expedite procurement of track materials for your project, UP allows customers to provide all track materials for UP installation, including main line switches, so long as they're purchased from a UP-approved vendor. A "Scope of Work Matrix" is added to the "Exhibit A" to show which party is responsible for providing materials and performing the work. Therefore, it is essential that you or your representative coordinate with the appropriate UP Manager-Industry & Public Projects to develop the Scope of Work Matrix. This will ensure that all materials are on-site for UP installation. Following is a link to our Approved Vendors:

http://www.uprr.com/customers/ind-dev/vendor_list.shtml

Note: Please check with UP's Manager-Industry & Public Projects (MIPP) for information on whether the track materials you provide can be assembled by private contractor or whether the materials need to be delivered unassembled. Certain territories on UP prohibit private contractors assembling track materials because of collective bargaining agreements. Following is a link to our MIPP contact list:

http://www.uprr.com/reus/roadxing/cr_state.shtml

Step 11 – Industry Track Agreement and Contractor's Right of Entry Agreement

An Industry Track Agreement (ITA) is a document which records mutual promises of UP and the customer regarding the construction, use, maintenance, operation and ownership of an industry track. The ITA is based on the "Exhibit A" referenced in Step 9 and is considered part of UP's records; as such, the ITA must be accurate in all respects.

Sample ITA: http://www.uprr.com/customers/ind-dev/tools_guidelines.shtml

The Contractor's Right of Entry Agreement (CROE) covers work performed on UP property by you and your contractor. Work performed on UP property includes drainage, grading and utility work for the entire project as well as installation of the privately owned portion of the industry track.

After the "Exhibit A" is approved and a cost estimate for UP's portion of work is prepared, an ITA and CROE will be sent to you for signature. Payment of the estimated cost of UP's work is due upon execution of the ITA. In addition, a certificate of insurance providing evidence of general liability, auto liability, workers compensation, employer liability insurance (and environmental legal liability insurance for Tracks used for hazardous commodities) must be compliant with the insurance requirements of the ITA. All endorsements required under the terms of the ITA must be included on the certificate of insurance; a certificate of insurance without the required endorsements is of no value to UP.

Upon receipt of the signed ITA and CROE with payment and a certificate of insurance, UP will sign the agreement and issue work order authority for our portion of work. A fully executed counterpart of the ITA will be returned to you, along with a schematic map showing the track numbers assigned to the new industry track. In addition, our National Customer Service Center will be notified of the track numbers assigned to your new facility, and railcar spotting instructions will be established.

Step 12 – Construction



After issuance of a work order, a preconstruction meeting between you or your representatives and the Manager-Industry & Public Projects is necessary to ensure coordination of all work and to discuss construction schedules. Upon completion of all construction and final inspection by UP, the industry tracks will be placed in operation and railcar shipments can begin.

