

Anderson Geneva Development Inc.

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February 2, 2009

Attn: Ted Boyer, Chairman
UTAH PUBLIC SERVICE COMMISSION
Heber M. Wells Building
160 East 300 South
Salt Lake City, UT 84114

RE: Petition For Relief Against Unlawful Actions of UDOT

Dear Mr. Boyer:

The Petitioners hereunder are Anderson Geneva, LLC, and Ice Castle Retirement Fund, L.L.C., and Anderson Geneva Development, Inc., owners and managers of the property which was the former Geneva Steel manufacturing plant located in Vineyard, Utah (herein "Owners") and Vineyard Town. The land was formerly owned and operated as the Geneva Steel manufacturing plant and is comprised of approximately 1700 acres located in Vineyard Town, Utah.

The bases for this Petition are the unlawful actions of the Utah Department of Transportation ("UDOT") in regard to a public at grade railroad crossing located at 400 North and Vineyard Road, in Vineyard Town, Utah (the "400 North Crossing").

That actions complained of are as follows:

1. UDOT, acting in concert with Utah Transit Authority ("UTA"), recently provided notices regarding the possible change or improvement to certain railroad crossings in Utah County in connection with the Commuter Rail South project being undertaken by UTA.
2. The notices were defective in that they identified 4000 North in Vineyard, Utah.
3. Further examination of photographs of the affected crossings depicted the 400 North Crossing.
4. Correspondence was sent to UDOT and UTA from the Petitioners regarding the actions of UDOT and UTA.
5. UTA has responded indicating that they have no opinion on the status of the crossing (whether public or private), but UTA is presently designing and constructing new rail

improvements over the 400 North Crossing and presently plans no public at grade crossing improvements.

6. UDOT responded to Petitioners by letter dated January 20, 2009, by and through its Chief Railroad Engineer, Eric Cheng, finding that the 400 North Crossing is not a public at grade crossing.

7. Mr. Cheng states in his letter determination as follows:

“We have investigated the status of this crossing and found out that this crossing is not recognized as a public crossing.”

8. Mr. Cheng further stated:

“Because this is a private crossing, the Utah Department of Transportation does not have authority or oversight concerning this crossing. Vineyard City will have to coordinate with Union Pacific Railroad to find an alternative access when the crossing is closed.”

9. Vineyard Town owns and maintains Vineyard Road and the public road which extends over the 400 North Crossing.

10. Owners own the Geneva Property adjacent to the public road at the 400 North Crossing and have continuously used the crossing as a public at grade crossing without obstruction or hindrance since acquiring the land on December 23, 2005.

11. On information and belief, the 400 North Crossing was continuously used since 1942 for access to the Geneva Property by the predecessors in interest of Owners as a public at grade crossing, without obstruction or hindrance.

12. On information and belief, the 400 North Crossing was continuously used as a public at grade crossing by the public in general, without objection or hindrance from a date earlier than 1922, through and including 1942, when the Geneva Property was acquired by the United States Government for the construction of a steel plant.

13. The public road which extends through the 400 North Crossing to the edge of the Geneva Property has never been abandoned by any public agency or municipality which owned or maintained the public roadway.

14. The 400 North Crossing is paved, and is owned by Vineyard Town and provides public road access to the Geneva Property.

15. The 400 North Crossing currently has active crossing lights, bells, crossing arms and railroad crossing signs. Historical information indicates that rail crossing signs existed at the property, with flashing lights since before 1943.

16. The 400 North Crossing is the only crossing and access to and through the Geneva Property for a nearly 3 mile length of Union Pacific Railroad right of way. The crossing is a necessarily and vital public access within Vineyard Town and from the Geneva Property.

17. 400 North Street in Vineyard, Utah, is masterplanned as a primary through-road on the Vineyard Town approved Road Master Plan and the Vineyard Town General Plan map. As such the public at grade crossing is a necessary and vital part of the Vineyard Town transportation structure.

18. Vineyard Town acknowledges that 400 North Street and the railroad crossing is a public street, and under Section 72-3-104 (4) of the Utah Code, Vineyard Town exercises sole jurisdiction and control of the public roadways within the municipality.

19. No Vineyard Town official has participated in any UDOT investigation or analysis of any railroad crossing within the town's boundaries.

20. No notice or hearing as required in Utah Code 10-8-8.1 through 8.4 was provided to Vineyard Town or Owners, or any other affected party prior to UDOT's unlawful determination that the crossing is a private crossing.

21. The 400 North Crossing has been showing as a public crossing on the U.S. DOT Crossing Inventory of Information from the inception of this registry in January 1, 1970, to the present. The U.S. DOT Crossing Inventory continues to reflect the 400 North Crossing as a public at grade crossing as of January 29, 2009.

22. Upon information and belief, the determination of UDOT that the 400 North Crossing is not a public crossing was made without notice, hearing or information from any parties and solely in reliance on information supplied to it by Union Pacific Railroad.

23. The determination of UDOT was made in violation of law and administrative rules required of UDOT.

24. The Commission has jurisdiction conferred by Utah Code section 54-4-15(4)(a) to receive this petition for relief.

25. The Petitioners are aggrieved by the actions of UDOT.

Petitioners Request the Following Relief From the Commission:

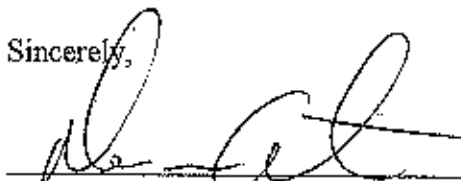
1. The Commission find that the 400 North Crossing is a public at grade crossing, and that public convenience and necessity demand its maintenance and protection.

2. The Commission order UDOT, UTA and other affected parties to protect and maintain the 400 North Crossing as a public at grade railroad crossing.

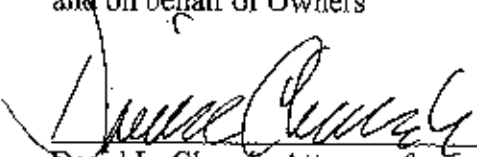
3. The Commission order a hearing and opportunity to Petitioners to present further evidence, testimony and legal argument with regard to the status of the 400 North Crossing as a public at grade railroad crossing.

We encourage the Commission to contact the undersigned at your earliest convenience to establish a time for hearing, and opportunity to investigate and fully brief this matter. We are willing to meet informally to discuss this matter.

Sincerely,



Dennis Astill, General Counsel
Anderson Geneva Development, Inc., for
and on behalf of Owners



David L. Church, Attorney for
Vineyard Town