

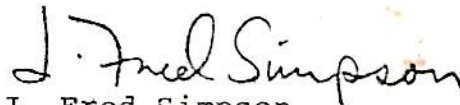
January 31, 1979

TO: All Employees of the Milwaukee Railroad's Lines West Who
Have Signed and Returned SORE Authorization Forms

A few of you have asked me about the financial implications of deciding to sign the form authorizing intervention on your behalf in the reorganization proceedings. Accordingly, I am enclosing a copy of a letter we prepared recently that discusses this matter. In brief, you will be obligated for only as much as you pledge. If the arrangements outlined in the letter require any further explanation, or if you want to discuss your decision further, please let me know.

If you have not yet made a pledge, or if you have made one but have not yet sent in your contribution, please do so as soon as you can. Our start-up expenses are mounting and time is of the essence.

Very truly yours,



J. Fred Simpson
c/o SORE
Fife Community Credit Union
4410 - 20th East
Tacoma, Washington 98424