ST. PAUL & PACIFIC NORTHWEST RAILROAD COMPANY, LLC

AMENDMENT 1 TO FREIGHT TARIFF STPP 9000

ADOPTION NOTICE

The St. Paul & Pacific Northwest Railroad Company, LLC (STPP), hereby adopts, ratifies and makes its own, in every respect as if the same had been originally issued by it, all freight tariffs, classifications, rules, notices, concurrences, divisions, authorities, powers of attorney, or other instruments whatsoever, including supplements or amendments thereto, whether or not filed with the Surface Transportation Board or former Interstate Commerce Commission by the Kettle Falls International Railway, LLC (KFR) prior to January 1, 2019, insofar as said instruments apply from, to, at or via stations of the Kettle Falls International Railway, LLC (KFR) set forth in the attached Exhibit.

This tariff is also applicable on intrastate traffic, except where expressly provided to the contrary.

Issued under authority of STB Finance Docket 36246

ISSUED: May 13, 2019 EFFECTIVE: December 31, 2018

ISSUED BY:

D. J. Fellon, President Progressive Rail, Inc. 21778 Highview Ave. Lakeville, MN 55044

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OPSL 6000-series

St. Paul & Pacific Northwest Railroad Company, LLC (STPP - 403)

RULE STATION ST COUNTY 260 FSAC/OPSL SPLC **NRB** RATE ZIP Chewelah (1-3100-3200) WA Stevens CHWLA 62050 840361 Colville, WA 99109 62056 840359 Blue Creek (1-3100-3200) WA Stevens Colville, WA 99109 Addy (1-3100-3200) WA Stevens 62059 840357 Colville, WA 99101 Metallurgical Chip Spur WA 62063 840346 (1-3100-3200)Stevens Colville, WA 99114 62067 99114 Arden (1-3100-3200) WA Stevens 840354 Colville, WA Colville (1-3100-3200) WA Stevens 62073 840340 99114 Colville, WA Kettle Falls (1-3100-3200) WA Stevens 62081 840351 Colville, WA 99141 Powells Siding (1-3100-3200)WA Stevens 62091 840326 Northport, WA 99141 Evans (1-3100-3200) WA Stevens 62092 840317 Northport, WA 99126 **Dolomite Siding** (1-3100-3200) WA Stevens 62105 840322 Northport, WA 99157 Stevens Marble (1-3100-3200) WA 62107 840316 Northport, WA 99157 Cameron Spur WA Stevens 62110 840313 Northport, WA 99157 Northport (1-3100-3200) Stevens WA 62115 840314 Northport, WA 99157 Boundary (1-3100-3200) WA Stevens 62124 840311 Northport, WA 99157 Waneta (1-3100-3200) ВС 62128 V0G1Z0 090361 Nelson, BC Quirk Spur (1-3100-3200) ВС 62129 V0G1L0 090367 Columbia Gardens (1-3100-3200)ВС COLGD 62130 090358 Nelson, BC V0G1L0 West Kettle Falls (1-3100-3200)WA Stevens WKFLS 62204 840355 Barstow, WA 99141

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I - Explanation of OPSL Notes: (a) - Notes 1, 3100 and 3200 - As explained in OPSL 6000-series (b) - Amend Notes 3100 and 3200 by adding the following:

Column 1	Column 2
St. Paul & Pacific	21778 Highview Ave
Northwest Railroad	Lakeville, MN 55044
Company, LLC	Phone: (952) 469-0306
	Fax: (952) 469-5515

II - Interchange(s): (a) Chewelah, WA - "Operating" Interchange between the STPP and BNSF.

(b) Columbia Gardens, BC - "Normal" Interchange between the STPP and NFTS.

(c) West Kettle Falls, WA $\,$ - "Normal" Interchange between the STPP and KFR.