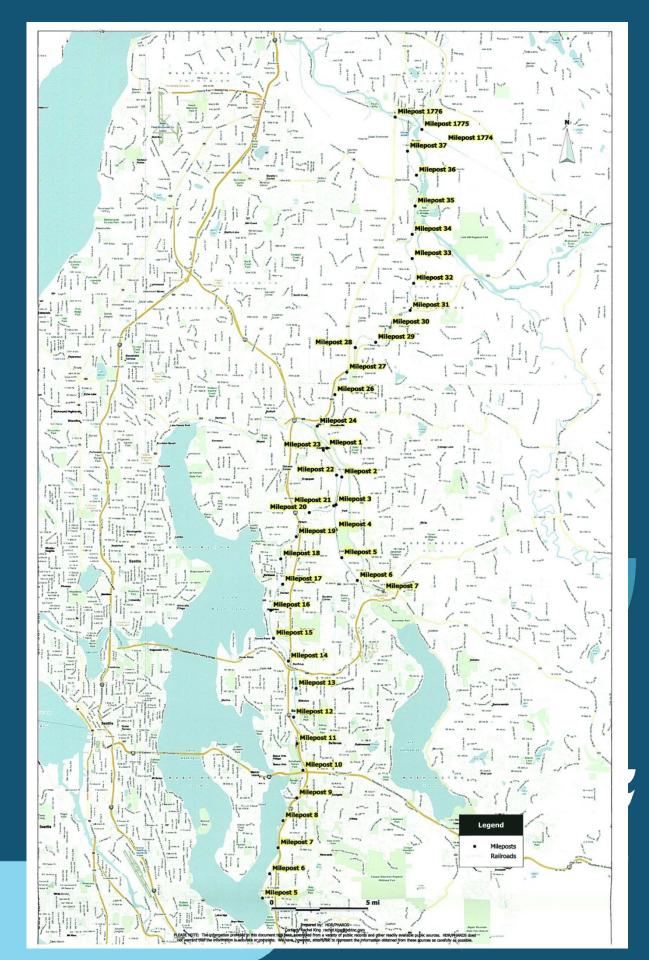
## BNSF Eastside Rail Corridor Acquisition and Disposition

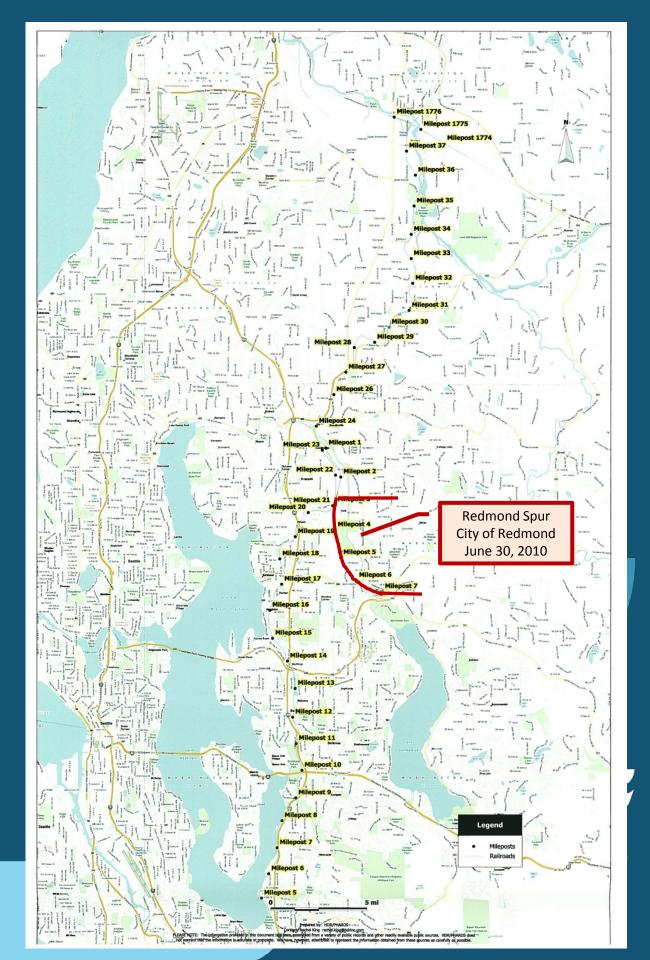


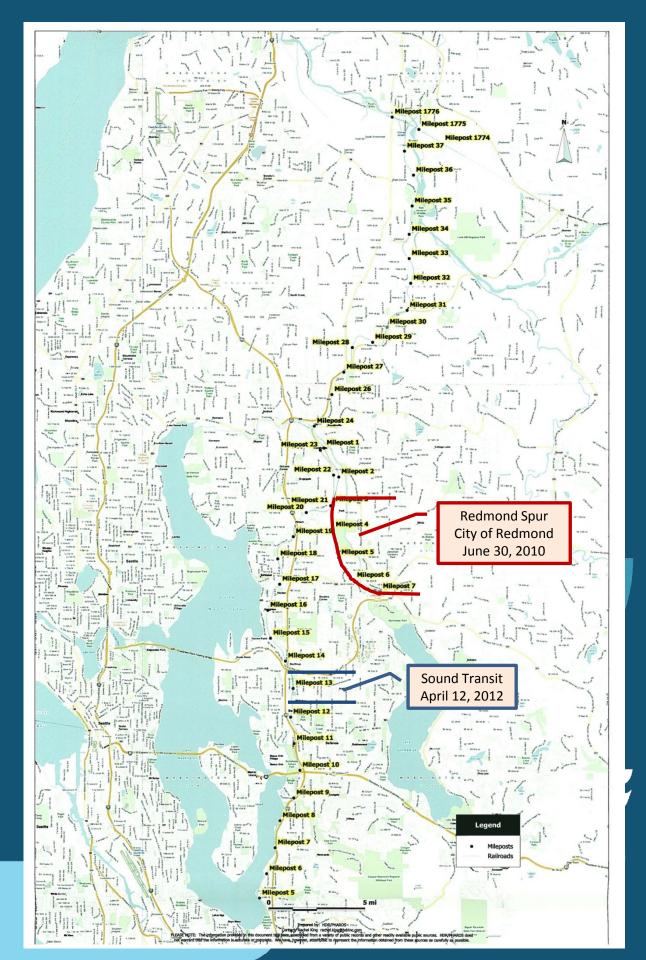


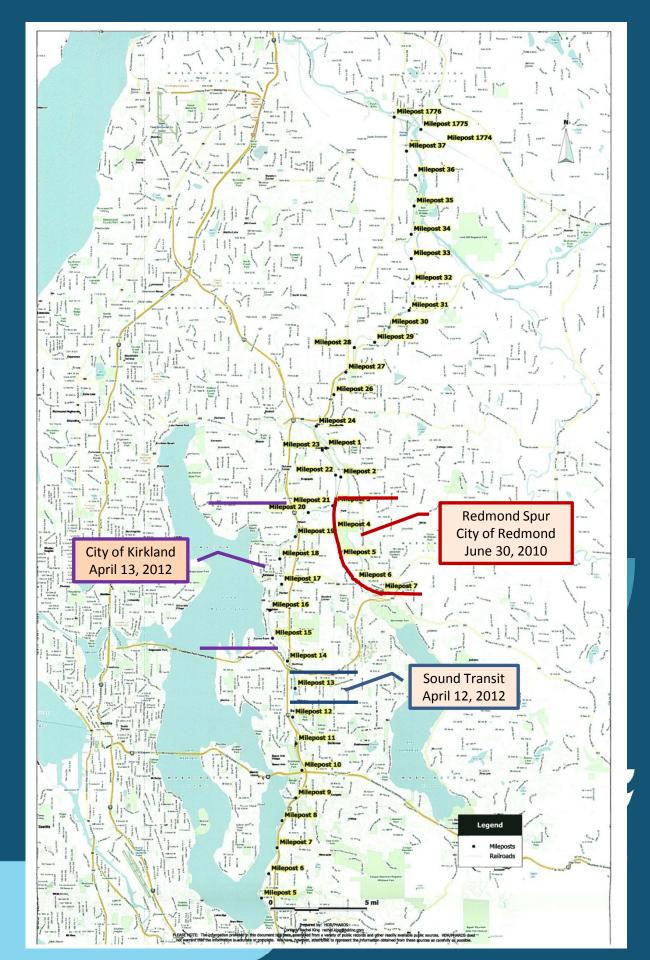


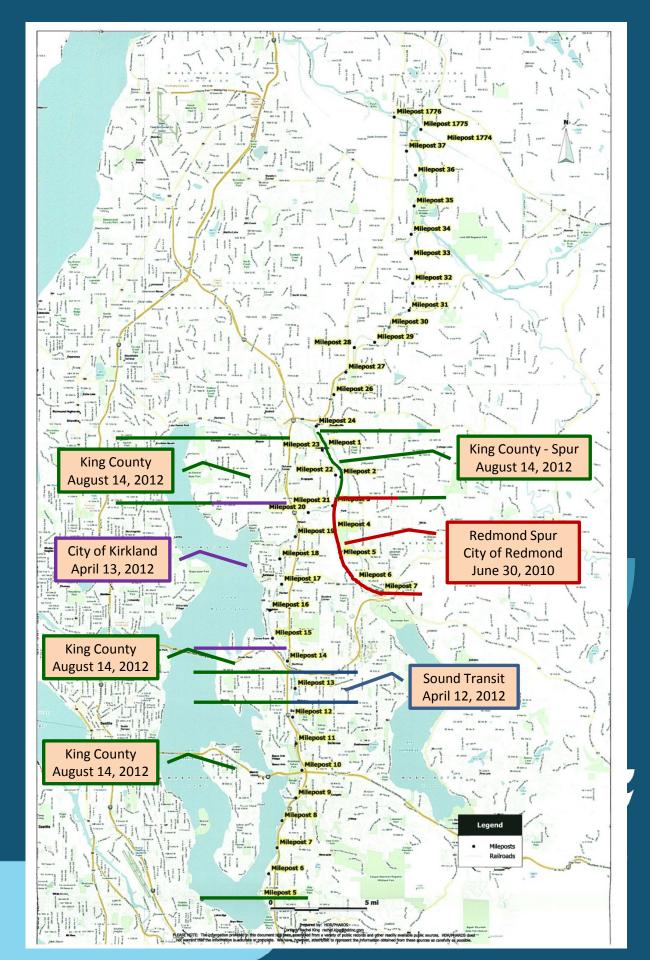


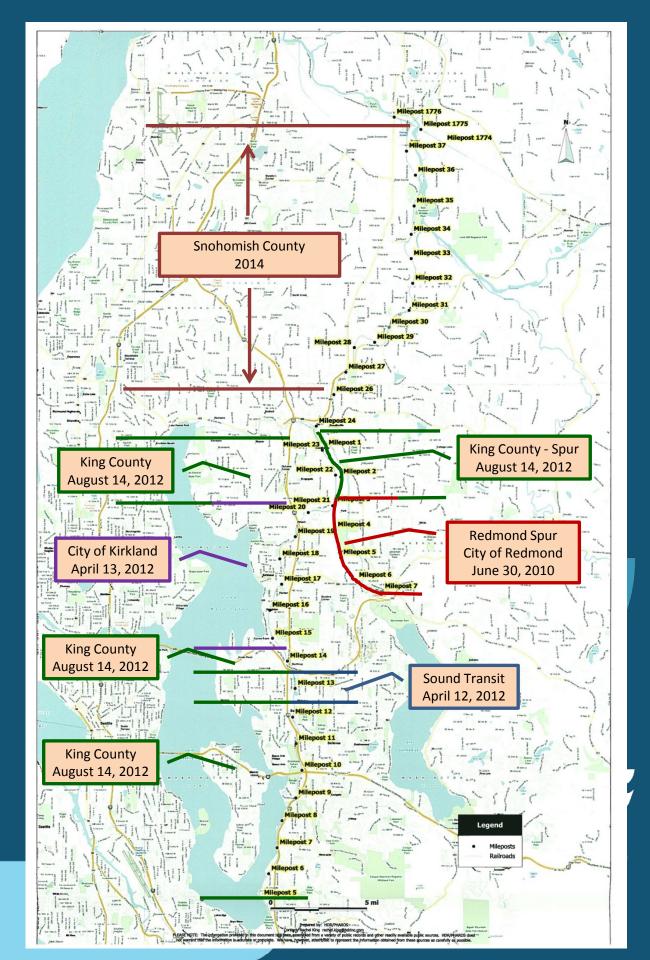


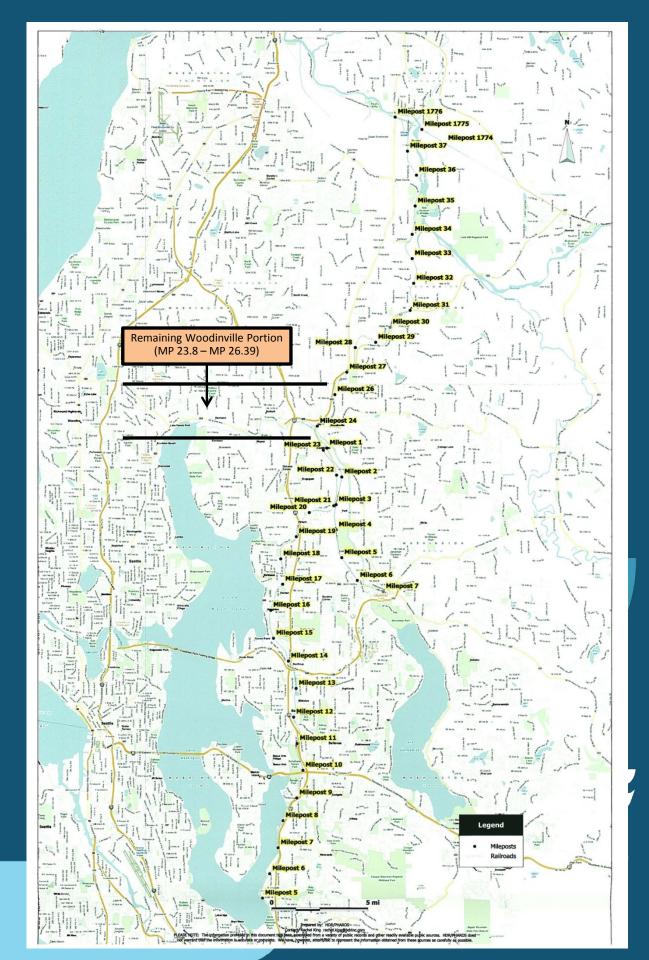












### Phase I - Acquisition

- December 17, 2009 Port of Seattle closes on purchase of Eastside Rail Corridor
- \$81.5MM Acquisition Price
- Port of Seattle concurrently executes:
  - Operating license with GNP Railway Co.
  - Operating and maintenance agreement with GNP Railway Co.

## Phase I – Operations

- GNP Railway Co.
  - Acquires freight easement from BNSF
  - GNP contracts with Ballard Terminal Railroad Company
  - Provides freight service Woodinville to Snohomish
  - Acquires excursion train rights Snohomish to 124<sup>th</sup> on the Redmond Spur
  - Pays Port of Seattle a concession fee based upon freight volume and excursion passenger counts

#### Phase 2 – Reconveyance to Third Parties

- POS conveys a permanent easement to Puget Sound Energy December 2010-\$13.8MM
- POS conveys fee interest of the portion of the Redmond Spur within the city limits to the City of Redmond June 2010-\$10MM
- POS conveys fee interest of one mile in Bellevue and 21 mile easement to Sound Transit April 2012-\$13.8MM
- POS conveys a fee interest to the City of Kirkland April 2012-\$5MM
- POS conveys fee interest of most of the corridor south of Woodinville to King County August 2012-\$15MM

# Utility / Public Project Crossings

<ul><li>Puget Sound Energy Electrical</li></ul>	110
<ul><li>Puget Sound Energy Gas</li></ul>	75
• WSDOT	84
<ul><li>Privately held easements/licenses</li></ul>	800+

## Significant Events

- Partners—multiple MOUs and ILAs
- Lane—Continuing litigation
- Bankruptcy—GNP financial default
- GNP-Eastside Community Rail transfer
- STB actions -- Reactivation applications