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June 16, 2014

Mr. Alan Holdcraft
BLET General Chairman
101 N. Beverly Street
Crowley, TX 76028

Dear Mr. Holdcraft:

This letter shall serve to confirm our understanding regarding the application of Section 5.2 of the so-called "Flowback" Agreement. Currently Section 5 of that agreement, dealing with the handling of a permanent vacancy or new assignment in the absence of a bid from an engineer, provides that the vacancy be filled in the following manner:

5.1 The junior demoted engineer working at the source of supply for the position.

5.2 The junior demoted engineer working at the closest source of supply pursuant to existing BLE Schedule Rules.

5.2.1 Once force assigned pursuant to 5.1 or 5.2 engineers will be permitted to bid on other engineer's vacancies but will still be considered force assigned and may not return to ground service until such time as a junior qualified engineer becomes available.

Section 5.2 shall be changed to read:

5.2 The junior demoted engineer working at the closest source of supply pursuant to existing BLET Schedule Rules, except at Barstow, Bakersfield, Beaumont, Belen West, Clovis, El Paso, Lafayette, La Junta, Los Angeles, Lubbock, Needles, Phoenix, Raton, San Bernardino, Slaton, Wellington and Winslow where the vacancy shall be assigned to the junior engineer holding seniority on the applicable seniority roster.

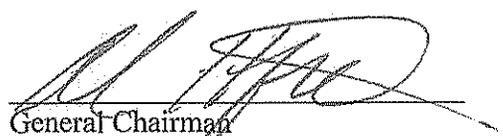
I understand that you have already contacted the other parties signatory to the "Flowback" Agreement and that since all of the identified locations fall exclusively under the terms of the former ATSF Agreements, there are no objections to this change being implemented.

If the foregoing accurately reflects our understanding, please affix your signature in the space provided below, returning a fully executed copy to the undersigned.

Sincerely,


effective July 1, 2014

Accepted:


General Chairman