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7 Attorneys for Defendants  
 8 CUE VI, LLC

9 UNITED STATES DISTRICT COURT  
 10 NORTHERN DISTRICT OF CALIFORNIA

11 HUMBOLDT BAYKEEPER, a program of  
 12 Ecological Rights Foundation, and  
 13 ECOLOGICAL RIGHTS FOUNDATION,  
 a non-profit corporation

14 Plaintiffs,

15 v.

16 UNION PACIFIC RAILROAD  
 17 COMPANY, a Delaware Corporation;  
 18 CUE VI, LLC; and NORTH COAST  
 RAILROAD AUTHORITY, a state  
 agency,

19 Defendants.

Case No. 06-02560 JSW

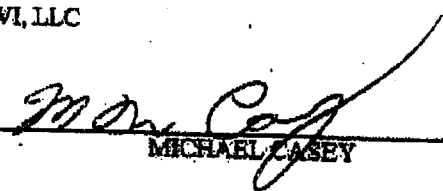
**NOTICE OF SUBSTITUTION OF  
 COUNSEL FOR DEFENDANT CUE VI,  
 LLC, AND REQUEST FOR  
 WITHDRAWAL OF BRISCOE IVESTER  
 & BAZEL LLP**

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1 PLEASE TAKE NOTICE that Defendant CUE VI, LLC, hereby substitutes the law firm  
 2 of Downey Brand, LLP, 621 Capitol Mall, 18th Floor, Sacramento, California, 95814, as its  
 3 counsel of record in the above-captioned proceedings, in place of the law firm of Briscoe Ivester  
 4 & Bazel, 155 Sansome Street, Seventh Floor, San Francisco, California 94104. All further  
 5 pleadings, correspondence, and communications should be directed to: Downey Brand LLP, attn:  
 6 Clifton J. McFarland, Andrew L. Collier and Gregory T. Broderick.

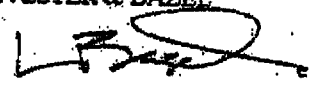
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 8 Consent to this substitution is hereby given:

9 DATED: June 16, 2010 CUE VI, LLC

10  
 11 By:   
 12 MICHAEL CASEY

13  
 14 This substitution is hereby acknowledged and agreed to:

15 DATED: June 15, 2010 BRISCOE IVESTER & BAZEL

16  
 17 By:   
 18 LAWRENCE S. BAZEL

19  
 20 This substitution is hereby accepted

21 DATED: June   , 2010 DOWNEY BRAND, LLP

22  
 23 By: \_\_\_\_\_  
 24 CLIFTON J. MCFARLAND

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107742.1

1 PLEASE TAKE NOTICE that Defendant CUE VI, LLC, hereby substitutes the law firm  
 2 of Downey Brand, LLP, 621 Capitol Mall, 18th Floor, Sacramento, California, 95814, as its  
 3 counsel of record in the above-captioned proceedings, in place of the law firm of Briscoe Ivester  
 4 & Bazel, 155 Sansome Street, Seventh Floor, San Francisco, California 94104. All further  
 5 pleadings, correspondence, and communications should be directed to: Downey Brand LLP, attn:  
 6 Clifton J. McFarland, Andrew L. Collier and Gregory T. Broderick.


7  
 8 Consent to this substitution is hereby given:

9 DATED: June \_\_, 2010 CUE VI, LLC

10  
 11 By: \_\_\_\_\_  
 12 MICHAEL CASEY

13  
 14 This substitution is hereby acknowledged and agreed to:

15 DATED: June 5, 2010 BRISCOE IVESTER & BAZEL

16   
 17 By: \_\_\_\_\_  
 18 LAWRENCE S. BAZEL

19  
 20 This substitution is hereby accepted

21 DATED: June 18, 2010 DOWNEY BRAND, LLP

22   
 23 By: \_\_\_\_\_  
 24 CLIFTON J. MCFARLAND

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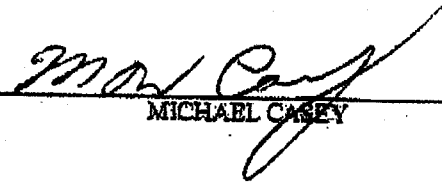
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CUE VI, LLC, and Briscoe Ivester & Bazel LLP hereby request the withdrawal of Briscoe Ivester & Bazel LLP as counsel for CUE VI, LLC in this matter. In accordance with Civil Local Rule 11-5, the client has received reasonable notice, and through this pleading notice is being given to all other parties who have appeared.

DATED: June 16, 2010

CUE VI, LLC

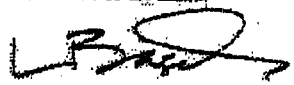
By:

  
MICHAEL CASEY

DATED: June 15, 2010

BRISCOE IVESTER & BAZEL

By:

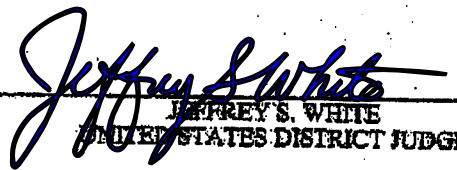


LAWRENCE S. BAZEL

SO ORDERED.

DATED: June 24, 2010

By:

  
JEFFREY S. WHITE

UNITED STATES DISTRICT JUDGE