

Anthony J. LaRocca
202 429 8119
alarocca@steptoe.com

1330 Connecticut Avenue, NW
Washington, DC 20036-1795
202 429 3000 main
www.steptoel.com



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August 26, 2021
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August 26, 2021

CSXT/PAR-27

VIA E-FILING

Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423

Re: STB Docket No. FD 36472, CSX Corporation and CSX Transportation, Inc., et al.—Control and Merger—Pan Am Systems, Inc., Pan Am Railways, Inc., Boston and Maine Corporation, Maine Central Railroad Company, Northern Railroad, Pan Am Southern LLC, Portland Terminal Company, Springfield Terminal Railway Company, Stony Brook Railroad Company, and Vermont & Massachusetts Railroad Company

Dear Ms. Brown:

Enclosed please find letters in support of the Application filed in the above-referenced matter from the following parties:

- Boston Concrete Corporation
- Broadway Street Holdings, Inc.
- Hugh Dunn, New Bedford City Council
- John R. Cloutier, New Hampshire State Representative
- Patrick M. O'Connor, Massachusetts State Senator
- Rick Lopes, Connecticut State Senator
- S&R Corporation

Cynthia T. Brown
August 26, 2021
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Respectfully submitted,

/s/ Anthony J. LaRocca

Anthony J. LaRocca
Peter W. Denton
Sally Mordi
*Attorneys for CSX Corporation and
CSX Transportation, Inc.*

Enclosures

cc: Louis E. Gitomer
All parties of record



08/25/2021

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

RE: Docket No. FD 36472CSX Corporation and CSX Transportation, Inc.-Control and Merger-Pan Am Systems, Inc., et al.

Dear Ms. Brown:

My name is Karin Marshall, and I am the General Manager of Boston Concrete Corporation (BCC), located at 706 Broadway Street, Lowell, MA 01854.

BCC is Ready Mix Concrete Manufacturer. We use the Springfield Terminal Railroad Company ("Springfield Terminal") to originate and terminate traffic at our facilities for movements within and outside of New England. The merger of Springfield Terminal into CSX Transportation, Inc. ("CSXT") will expand the single-line railroad service at our facilities.

BCC looks forward to the improved service that we will receive from CSXT following the approval by the Surface Transportation Board (the "Board") of the merger of Springfield Terminal into CSXT. BCC welcomes the level of infrastructure investment that CSXT has deemed necessary over the past several years in order to implement its dynamic operating model that has resulted in CSXT setting new standards of service performance with higher velocity, faster equipment turns, and greater consistency. We also look forward to availing ourselves of the unprecedented visibility into our supply chain through the ShipCSX platform that will enable us to track and manage our shipments with much greater precision and confidence.

BCC will explore and implement new supply chain solutions and market opportunities with the CSXT Sales and Marketing team. We expect to enhance our competitiveness through lower costs, better service and improved access to the North American rail network through single-line CSXT best-in-class rail service.

BCC supports the proposed merger and requests that the Board expeditiously approve the acquisition of Pan Am Systems and its subsidiaries by CSXT.

Sincerely yours,

BOSTON CONCRETE CORPORATION



Karin Marshall - General Manager
Cc: CSX Transportation, Inc.

BROADWAY STREET HOLDINGS, INC.

706 BROADWAY STREET LOWELL, MA 01854
TELEPHONE 978-441-2000 * FAX 978-441-2002

08/25/2021

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

RE: Docket No. FD 36472 CSX Corporation and CSX Transportation, Inc.-Control and Merger-Pan Am Systems, Inc., et al.

Dear Ms. Brown:

My name is Steven Ploof, and I am the President of Broadway Street Holdings, Inc. (BSH), located at 706 Broadway Street, Lowell, MA 01854.

BSH is a Real Estate Holding and Rail Road Business. We use the Springfield Terminal Railroad Company ("Springfield Terminal") to originate and terminate traffic at our facilities for movements within and outside of New England. The merger of Springfield Terminal into CSX Transportation, Inc. ("CSXT") will expand the single-line railroad service at our facilities.

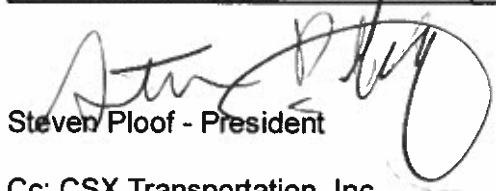
BSH looks forward to the improved service that we will receive from CSXT following the approval by the Surface Transportation Board (the "Board") of the merger of Springfield Terminal into CSXT. BSH welcomes the level of infrastructure investment that CSXT has deemed necessary over the past several years in order to implement its dynamic operating model that has resulted in CSXT setting new standards of service performance with higher velocity, faster equipment turns, and greater consistency. We also look forward to availing ourselves of the unprecedented visibility into our supply chain through the ShipCSX platform that will enable us to track and manage our shipments with much greater precision and confidence.

BSH will explore and implement new supply chain solutions and market opportunities with the CSXT Sales and Marketing team. We expect to enhance our competitiveness through lower costs, better service and improved access to the North American rail network through single-line CSXT best-in-class rail service.

BSH supports the proposed merger and requests that the Board expeditiously approve the acquisition of Pan Am Systems and its subsidiaries by CSXT.

Sincerely yours,

BROADWAY STREET HOLDINGS, INC.


Steven Ploof - President

Cc: CSX Transportation, Inc.

August 25, 2021

Dear Ms. Brown,

It is my great pleasure to voice my support for the proposed merger between CSX Transportation Inc. and Pan Am Railways and its subsidiaries. As the former Executive Director of Massachusetts' SouthCoast Development Partnership and a member of the New Bedford City Council, I am encouraged by the interest of a Class I railroad to increase its footprint in Massachusetts and believe the transaction will have great economic development benefits for our region.

Many businesses across our state depend on freight rail operations to transport goods and products. The transaction before you presents an excellent opportunity to modernize New England's rail infrastructure and improve existing services many rely on. Given that many passenger trains travel on railroads owned and operated by freight companies, Massachusetts' commuters also stand to benefit from the deal, especially given CSX's strong record of interoperability and cooperation with passenger rail operations.

As part of their application, CSX is committing, over the next five years, to upgrading many of Pan Am's existing 10mph main line track to 25mph standards.. These increased speeds will yield faster and safer operations across the network for both shippers and passengers. Furthermore, CSX is also committing to incorporating Pan Am's existing assets into its replacement cycles, which will inject much needed capital investment in our region

Capital investments and asset modernization are key to success of the rail industry in New England and this merger provides exactly that.

At the heart of economic development is collaborating with businesses – large and small – to grow our state and local economies. In CSX, we have a prospective partner to help us achieve that. I urge full approval of the proposed merger that will allow Massachusetts and the rest of New England to reap its many benefits.

Sincerely,

A handwritten signature in cursive script that reads "Hugh Dunn".

Hugh Dunn
New Bedford City Council



State of New Hampshire

HOUSE OF REPRESENTATIVES

CONCORD

Public Works and Highways Committee

2 Winter St, Apt. D-14
Claremont, NH 03743-5091

August 23, 2021

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
395 E. Street, S.W.
Washington, D.C. 20423

Re: Docket #FD 36472, CSX Corporation & CSX Transportation, Inc.-Control & Merger-Pan Am Systems, Inc., et al.

Dear Ms. Brown:

I am writing to support the CSX Transportation Inc. ("CSXT") application to the Surface Transportation Board (the "Board") for authority to acquire Pan Am Systems Inc ("Pan Am" and its railroad subsidiaries, including its operating subsidiary, the Springfield Terminal Railroad Company ("Springfield Terminal")).

As a veteran member and former Chair of the New Hampshire House of Representatives' Public Works and Highways Committee, I am committed to collaborating on new solutions for safe and reliable transportation for all New Hampshire citizens, including my constituents in the City of Claremont. Freight railroads play an important role in U.S. businesses large and small, to markets around the world. They are the lifeblood for Claremont and the rest of the Granite State.

According to the application submitted by CSXT, its proposed acquisition will enhance Springfield Terminal's competitiveness. The merger offers the opportunity for single-line service to and from locations on 20,000 miles of CSXT rail system, and 1,200 miles operated by Springfield Terminal. Single-line CSXT service offers best-in-class service with new standards of service performance including higher velocity, faster equipment turns, and greater consistency. Also, CSXT will increase competition through lower costs, better service, and improved access to the rail network in the eastern United States.

I support this proposed acquisition and believe all of New Hampshire will benefit from its adoption. I respectfully ask the Board to give CSXT's request its full and fair consideration, consistent with applicable statutes and regulations.

Thank you for your time in reading this letter.

Respectfully yours,

A handwritten signature in blue ink that reads "John R. Cloutier" followed by the initials "KK".

Representative John R. Cloutier
Sullivan County District #10



The Commonwealth of Massachusetts
MASSACHUSETTS SENATE

SENATOR PATRICK M. O'CONNOR
Plymouth and Norfolk District

STATE HOUSE, ROOM 419
BOSTON, MA 02133-1053
TEL. 617-722-1646
FAX. 617-722-1028

PATRICK.OCONNOR@MASENATE.GOV
WWW.MASENATE.GOV

August 24, 2021

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings Surface Transportation Board
395 E Street, SW
Washington, DC 20423

Dear Ms. Brown,

I write in support of CSX Transportation Inc.'s application to the Surface Transportation Board to acquire Pan Am Systems Inc. and its subsidiaries. As a representative for Plymouth and Norfolk County, I am committed to pursuing that which is in the best interest of my constituents. Railroads provide a crucial and necessary means of shipping and transportation that is relied upon by both businesses and residents alike. Many of my constituents depend on commuter rail services to get to and from Boston and the proposed deal opens the door to enhancing the commuting experience.

I am pleased that an industry-leading company, like CSX, is seeking to increase its footprint in New England. While Pan Am serves our state well, an approved merger means that CSX's best practices to make freight and passenger rail more efficient, safer, and competitive will be implemented here. The company's strong record of efficiency and interoperability with passenger rail services will serve residents and businesses well.

Projected investment in our state's rail infrastructure is also a catalyst for my support of the merger. Over the next five years, CSX plans to inject capital into Pan Am's existing network to upgrade and modernize infrastructure where Pan Am lacked the resources to do so. These investments will facilitate increased competitiveness, better quality of service, and much-needed maintenance in the rail network. While freight rail will certainly benefit from the merger, passenger operations will also benefit greatly. CSX achieved a 93.6% contract on-time performance level in its interoperability with passenger rail, and plans to increase track speeds from 10 mph to 25 mph, which will streamline rail transportation in the region.

On behalf of the residents and businesses of Plymouth and Norfolk, I respectfully request that CSX's application be given a full and fair review by the Surface Transportation Board, and that the benefits it will bring to New England are considered along with it.

Sincerely,

A handwritten signature in blue ink, appearing to read "P. O'Connor", with a long horizontal stroke extending to the right.

Patrick M. O'Connor

State Senator

Plymouth & Norfolk District

SENATOR RICK LOPES
DEPUTY MAJORITY LEADER

Legislative Office Building
Room 2400
Hartford, CT 06106-1591
Tel. 860-240-0099
www.senatedems.ct.gov/Lopes



State of Connecticut
SENATE
Sixth District

Chair
Housing Committee

Vice Chair
Aging Committee

Member
Appropriations Committee
Higher Education & Employment
Advancement Committee
Planning & Development Committee
Transportation Committee

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Re: Docket No. FD 36472, CSX Corporation and CSX Transportation, Inc.-Control and Merger-Pan Am Systems, Inc., et al.

Dear Ms. Brown:

I write to you regarding the CSX Transportation, Inc.'s ("CSXT") potential acquisition of Pan Am Railways. ("Pan Am") and its railroad subsidiaries, including Springfield Terminal Railroad Company (Springfield Terminal"), and particularly Pan Am Southern. I, along with my colleagues on the State of CT Transportation Committee, am committed to supporting opportunities for our state to develop more safe, sustainable, and reliable means of transportation. As such, I wish to convey my firm support of this proposition to the Surface Transportation Board (STB), subject to STB consideration of important concerns voiced by others in the region.

The proposed acquisition of Pan-Am Railways by CSX will significantly expand its operations across Connecticut, Massachusetts, and New York and allow CSX to operate in Maine, New Hampshire, and Vermont, adding three states to its existing 23-state network. As the Biden Administration seeks to make important investments in our nation's infrastructure, ensuring fair competition that enables further development of passenger and freight rail expansion opportunities is a critical aspect of our efforts to grow and expand regional economies.

The acquisition of Pan Am Railways assets by CSX includes 50% ownership in Pan Am Southern (PAS), currently 50% owned by Pan Am Railways, and 50% owned by Norfolk Southern. Since PAS operates extensively in CT including in my District, I am concerned that the new rail Operator will be required to provide adequate freight rail operations on the PAS-owned rail lines. Due to freight rail being a significant driver of economic growth and regional sustainability, I request that STB's review address these concerns and ensure frequent and reliable rail services throughout the area.

Upon review of the CSX application, I can conclude that with proper STB due diligence, the acquisition would enhance the rail system and provide improved freight rail service in our state, while allowing options for the reestablishment of passenger rail service on the PAS corridor between Berlin, CT and Waterbury, CT connecting to many other points. The acquisition

SENATOR RICK LOPES

DEPUTY MAJORITY LEADER

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State of Connecticut
SENATE

Sixth District

Chair

Housing Committee

Vice Chair

Aging Committee

Member

Appropriations Committee

Higher Education & Employment

Advancement Committee

Planning & Development Committee

Transportation Committee

presents the opportunity to establish single-line service to and from locations on 20,000 miles of the CSX rail system as well as over 1,200 miles on the Pan Am Railways system, including approximately 425 miles on Pan Am Southern. Furthermore, CSX offers reputable standards of service with higher velocity, newer equipment, and greater consistency.

Respectfully, I support the acquisition and ask that the Board review CSX's request while considering all identified concerns to ensure the new rail operator(s) provide consistent and improved rail service in the region.

Sincerely,

A handwritten signature in dark ink, appearing to be "RL" followed by a flourish.

Rick Lopes

State Senator

District 6: New Britain, Berlin and Farmington



Address 706 Broadway Street · Lowell, MA 01854

Telephone 978-441-2000 Fax 978-441-2002 Web www.sandrcorp.com

08/25/2021

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

RE: Docket No. FD 36472 CSX Corporation and CSX Transportation, Inc.-Control and Merger-Pan Am Systems, Inc., et al.

Dear Ms. Brown:

My name is Roger Ploof, and I am the President of S&R Corporation, located at 706 Broadway Street, Lowell, MA 01854.

S&R Corporation is a heavy civil and demolition contractor that has been in business for over thirty years. We use the Springfield Terminal Railroad Company ("Springfield Terminal") to originate and terminate traffic at our facilities for movements within and outside of New England. The merger of Springfield Terminal into CSX Transportation, Inc. ("CSXT") will expand the single-line railroad service at our facilities.

S&R Corporation looks forward to the improved service that we will receive from CSXT following the approval by the Surface Transportation Board (the "Board") of the merger of Springfield Terminal into CSXT. S&R Corporation welcomes the level of infrastructure investment that CSXT has deemed necessary over the past several years in order to implement its dynamic operating model that has resulted in CSXT setting new standards of service performance with higher velocity, faster equipment turns, and greater consistency. We also look forward to availing ourselves of the unprecedented visibility into our supply chain through the ShipCSX platform that will enable us to track and manage our shipments with much greater precision and confidence.

S&R Corporation will explore and implement new supply chain solutions and market opportunities with the CSXT Sales and Marketing team. We expect to enhance our competitiveness through lower costs, better service and improved access to the North American rail network through single-line CSXT best-in-class rail service.

S&R Corporation supports the proposed merger and requests that the Board expeditiously approve the acquisition of Pan Am Systems and its subsidiaries by CSXT.

Sincerely yours,

S&R CORPORATION

A handwritten signature in black ink, appearing to read 'Roger Ploof', is written over a horizontal line. Below the signature, the name 'Roger Ploof - President' is printed in a standard font.

Roger Ploof - President

Cc: CSX Transportation, Inc.

CERTIFICATE OF SERVICE

I hereby certify that I have caused this Letter in Docket No. FD-36472, *CSX Corporation and CSX Transportation, Inc.—Control and Merger—Pan Am Systems, Inc., Pan Am Railways, Inc., Boston and Maine Corporation, Maine Central Railroad Company, Northern Railroad, Pan Am Southern LLC, Portland Terminal Company, Springfield Terminal Railway Company, Stony Brook Railroad Company, and Vermont & Massachusetts Railroad Company*, to be served electronically or by first class mail, postage pre-paid, on all parties of record in this proceeding.

/s/ Sally Mordi

Sally Mordi
*Attorney for CSX Corporation and
CSX Transportation, Inc.*

August 26, 2021