

January 3, 2022

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Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

ENTERED
Office of Proceedings
January 3, 2022
Part of
Public Record

Submitted via e-filing

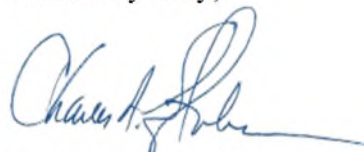
Re: STB Finance Docket No. 36472, *CSX Corporation and CSX Transportation, Inc., et al.—Control and Merger—Pan Am Systems, Inc., et. al.*

Dear Ms. Brown:

I am attaching for e-filing in the above-captioned proceedings the State of Vermont's Notice of Withdrawal of Opposition.

Please do not hesitate to contact me with any questions.

Yours very truly,



Charles A. Spitulnik
Counsel for the State of Vermont

Enclosure

Cc: All parties of record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Finance Docket No. 36472

**CSX CORPORATION AND CSX TRANSPORTATION, INC., ET AL.
—CONTROL AND MERGER—
PAN AM SYSTEMS, INC., ET AL.**

**STATE OF VERMONT’S NOTICE OF WITHDRAWAL OF OPPOSITION TO THE
PROPOSED TRANSACTIONS**

*Communications with respect to this pleading
should be addressed to:*

Dated: January 3, 2022

STATE OF VERMONT

**THOMAS J. DONOVAN, JR.
ATTORNEY GENERAL**

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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Finance Docket No. 36472

**CSX CORPORATION AND CSX TRANSPORTATION, INC., ET AL.
—CONTROL AND MERGER—
PAN AM SYSTEMS, INC., ET AL.**

**STATE OF VERMONT’S NOTICE OF WITHDRAWAL OF OPPOSITION TO THE
PROPOSED TRANSACTIONS**

The Vermont Transportation Agency (“VTrans”) on behalf of the State of Vermont, hereby notifies the Board that it has entered into an agreement (the “Settlement Agreement”) with the Applicants that resolves and addresses the concerns that it had earlier raised with the Board. Pursuant to the Settlement Agreement, VTrans hereby withdraws its earlier comments filed with the Board in these proceedings, and hereby notifies the Board that VTrans takes a neutral position with respect to the Amended CSXT Application and the Amended Pittsburgh & Shawmut Railroad d/b/a Berkshire & Eastern Railroad (“B&E”) Petition, conditioned upon the Board imposing the terms and conditions of the Settlement Agreement as a condition of its approval of the transactions described in that Application and Petition. VTrans also hereby notifies the Board that it is withdrawing its notice of intent to participate in the Board’s public hearing set for January 13, 2022.

[SIGNATURE ON NEXT PAGE]

January 3, 2022

Respectfully submitted,

STATE OF VERMONT

THOMAS J. DONOVAN, JR.
ATTORNEY GENERAL

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CERTIFICATE OF SERVICE

I hereby certify that I have on the 3rd of January, 2022, caused to be served a copy of the foregoing NOTICE OF WITHDRAWAL OF OPPOSITION TO THE PROPOSED TRANSACTIONS, upon all parties of record in this proceeding by email or first class mail.

A handwritten signature in blue ink, appearing to read "Charles A. Spitulnik", with a long horizontal flourish extending to the right.

Charles A. Spitulnik
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Dated: January 3, 2022