



Deval L. Patrick, Governor
Frank DePaola, Acting Secretary & CEO

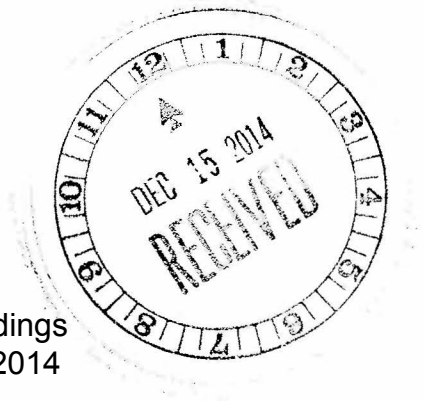
massDOT
Massachusetts Department of Transportation

December 10, 2014

237243

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20024

ENTERED
Office of Proceedings
December 15, 2014
Part of
Public Record



Re: *Norfolk Southern Railway Company—Acquisition and Operation—Certain
Rail Lines of the Delaware and Hudson Railway Company, Inc.
STB Finance Docket No. 35873*

Dear Ms. Brown:

The Massachusetts Department of Transportation (“MassDOT”) is the lead agency in Massachusetts for the development and improvement of both passenger and freight rail service in the Commonwealth and the Northeast. In this role, MassDOT recognizes the importance of rail service to the regional economy and has expended significant resources to promote the use of freight and passenger rail by consumers, as well as to improve the ability of freight carriers to transport traffic throughout the region.

In light of MassDOT’s interest in efficient and competitive regional freight rail service, I am writing to you in support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”). The planned acquisition will improve capacity for rail users in Massachusetts and beyond, and will also increase competitive options for those shippers. Since the majority of freight traffic moving to and from the Commonwealth travels through New York State, the planned transaction will directly benefit shippers through improved connections with NS and the transportation efficiencies arising from the acquisition and operation by NS of certain D&H rail lines.

The proposed transaction will also benefit previous infrastructure investment by NS in Massachusetts in the manner of capacity and track improvements to the Patriot Corridor. Through the planned acquisition, NS would be in a position to more efficiently transport freight to and from the Commonwealth and beyond, a significant improvement to an already competitive freight network.

Ten Park Plaza, Suite 4160, Boston, MA 02116
Tel: 857-368-4636, TTY: 857-368-0655
www.mass.gov/massdot

Ms. Brown
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Accordingly, MassDOT respectfully requests that this minor transaction be approved as expeditiously as possible.

Sincerely,

A handwritten signature in dark ink, appearing to read 'F. DePaola', written in a cursive style.

Frank DePaola
Acting Secretary & CEO

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing document was served by US first class mail, postage prepaid, to the following Parties of Record:

Steven M. Golich
Celtic International
7840 Graphics Drive, Suite 100
Tinley Park, IL 60477

Peter R. Leishman
Milford-Bennington Railroad Co., Inc.
62 Elm Street
Milford, NH 03055

Terrence D. Matthews
JB Hunt Transport Services, Inc.
P.O Box 130
Lowell, AR 72745

William A. Mullins
Baker & Miller PLLC
2401 Pennsylvania Ave., NW Suite 300
Washington, DC 20037

Michael Radak
Hanjin Shipping America, LLC
80 Route 4 East
Paramus, NJ 07652

P. Scott Conti
Providence & Worcester Railroad Co.
75 Hammond Street
Worcester, MA 01610

Jeffrey A. Bartos
Guerrieri, Clayman, Bartos & Parcelli, PC
1900 M Street, NW, Suite 700
Washington, DC 20036

David A. Fink
Pan Am Southern LLC
1700 Iron Horse Park
North Billerica, MA 01862

Michael P. Bostwick
Springfield Terminal Railway Company
1700 Iron Horse Park
North Billerica, MA 01862

Rudy Husband
Resident Vice President--Pennsylvania & New England
Norfolk Southern Corp.
4600 Deer Path Road
Harrisburg, PA 17110

December ___, 2014
