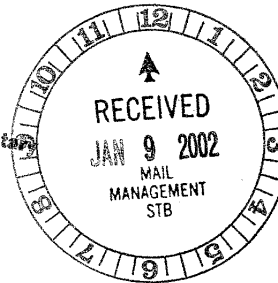


January 9, 2002

Via Hand Delivery

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

ENTERED
Office of the Secretary
JAN 10 2002
Part of
Public Record



Re: Docket No. AB-167 (Sub-No. 1067N), *Application of Consolidated Rail Corporation Pursuant to 45 U.S.C. §748 for Abandonment of a Line of Railroad Known as the River Line, in Hudson County, New Jersey*; and 204360

Docket No. AB-167 (Sub-No. 766N) *Application of Consolidated Rail Corporation Pursuant to 45 U.S.C. §748 for Abandonment of a Line of Railroad Known as the Weehawken Branch, in Hudson County, New Jersey* 204361

Dear Secretary Williams:

By letter dated December 12, 2001, the undersigned counsel for Cognis Corporation ("Cognis") informed the Board that Cognis and Consolidated Rail Corporation ("Conrail") had tentatively reached agreement on the terms and conditions of a commercial resolution of their disputes arising out of the referenced abandonment applications. The letter further stated that, under the terms of the parties' agreement, the abandonments contemplated by the applications would be allowed to take place. Finally, the letter informed the Board that it was the intention of the parties that their agreement would be consummated on or before December 31, 2001, and that Cognis and/or Conrail would notify the Board of such consummation and that Cognis would take whatever formal steps are necessary and required at the Board to enable the abandonments to go forward pursuant to the Board's rules.

A footnote to the December 12, 2001 letter noted that the settlement of the issues surrounding Conrail's proposed abandonment would also require the withdrawal of Cognis' opposition to the related petitions for discontinuance exemptions filed by Norfolk Southern Railway Company and CSX Transportation, Inc. in Abandonment Docket Nos. AB-290 (Sub-No. 212X) and AB-55 (Sub-No. 584X), respectively.

The purpose of this letter is to inform the Board that the settlement agreement between the parties was consummated on or around December 20, 2001.¹ Consequently, Cognis hereby withdraws (1) the Offer of Financial Assistance Cognis filed in these dockets on February 12, 2001, and (2) the Request for Establishment of Conditions and Compensation for Subsidy and Purchase, filed in these dockets on April 13, 2001. These two filings are currently pending before the Board. Cognis further advises the Board that it no longer opposes the abandonment applications filed by Conrail in these dockets.²

Contemporaneous with this letter, Cognis is filing a similar letter in Docket Nos. AB-290 (Sub-No. 212X) and AB-55 (Sub-No. 584X) withdrawing its opposition to the petitions for discontinuance

¹ Cognis notes that Conrail also reached a complete settlement with Dykes Lumber Company, the other shipper on the line in question, and that this settlement was consummated on or close to the same date.

² Cognis therefore has no objection to the Board's immediate grant of the abandonment applications, although Cognis and Dykes Lumber Company have been assured by Conrail that rail freight service over the tracks covered by the applications will not actually cease before April 1, 2002.

THOMPSON HINE

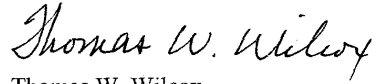
January 9, 2002

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exemption filed in those dockets. These petitions are directly related to Conrail's abandonment applications.

Please do not hesitate to contact the undersigned if you have any questions.

Sincerely,



Thomas W. Wilcox
Counsel for Cognis Corporation

cc: Janetta Walls, Esq.

Jonathan M. Broder, Esq.
Counsel for Consolidated Rail Corporation

James R. Paschall, Esq.
Counsel for Norfolk Southern Railway Company

Natalie S. Rosenberg, Esq.
Counsel for CSX Transportation, Inc.

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Counsel for New Jersey Transit Corporation

(all served by telefax and regular mail)

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