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April 25, 2002

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423

Natalie S. Rosenberg, Esq.
CSX Transportation, Inc.
New York Central Lines, LLC.
500 Water Street J-150
Jacksonville, Florida 32202

Louis E. Gitomer, Esq.
Ball Janik, LLP.
1455 F Street, NW Suite 225
Washington, DC 20005

ENTERED
Office of the Secretary

APR 26 2002

Part of
Public Record

Re: STB Docket No. AB-565 (Sub-No. 3X) 205257
New York Central Lines, LLC, Abandonment Exemption
STB Docket No. AB-55 (Sub-No. 595X)
CSX Transportation, Inc., Discontinuance of Service
Berkshire County, Massachusetts
Housatonic Railroad Company, Inc., Offer of Financial Assistance
Notice of Acceptance of Terms and Conditions

Dear Mr. Williams, Ms. Rosenberg and Mr. Gitomer:

Housatonic Railroad Company, Inc. hereby notifies the Surface Transportation Board, CSX Transportation, Inc. and New York Central Lines, LLC. that Housatonic Railroad accepts the terms and conditions established by the STB in its decision dated April 18, 2002 for the purchase of the rail line in Pittsfield, Berkshire County, Mass. which is the subject of the above proceeding.

Very truly yours,

Edward J. Rodriguez
Exec. Vice Pres. & General Counsel