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July 19, 2002



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

Via Fax and overnight delivery

ENTERED
Office of Proceedings

JUL 22 2002

Part of
Public Record

Re: STB Docket No. AB-565 (Sub No. 3X)
New York Central Lines 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 Agreement on Terms and Conditions

Dear Secretary Williams:

Housatonic Railroad Company, Inc. hereby notifies the Surface Transportation Board that the parties have reached agreement upon terms and conditions for the purchase of the rail line in Pittsfield, Massachusetts which is the subject of the above proceeding and that Coltsville Terminal Company, Inc. will be substituted as purchaser as authorized by the STB by the decision served on July 12, 2002.

Very truly yours,

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

cc: Natalie S. Rosenberg, Esq.
Louis E. Gitomer, Esq.
John D. Heffner, Esq.