

May 21, 2003

By Messenger

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

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RE: STB Finance Docket No. 33388 (Sub-No. 91), CSX Corp. and CSX Transp. Inc., Norfolk Southern Corp. and Norfolk Southern Ry. Co. — Control and Operating Leases/Agreements — Conrail Inc. and Consolidated Rail Corp. [General Oversight]

Dear Secretary Williams:

This letter is filed, on behalf of Cargill, Inc., in brief response to the "Joint Report of Norfolk Southern and CSX Regarding Cargill, Inc." (CSX/NS-3), filed in the above-referenced docket on May 19, 2003. Although the Joint Report makes no reference to Cargill's "Status Report and Request to Establish Deadline," filed on April 28, 2003, both the timing (within 20 days) and the subject matter of the Joint Report clearly are intended to respond to Cargill's filing, which expressed frustration over the inordinate delay by CSX and NS in developing an operating plan to preserve Cargill's 2-to-1 status at Sidney, Ohio that is consistent with the representations they made to Cargill and the Board in their Application for control of Conrail.

CSX and NS, however, ignore Cargill's request that the Board establish a May 30, 2003 deadline for resolution of this long-pending matter. Instead, they assert that they are close to resolving the matter and promise to report further to the Board when an agreement is signed, or in any event, by June 9, 2003. Cargill has heard such promises before and understandably is dubious of these most recent representations, particularly since CSX and NS promise only to file another status report.

Cargill nevertheless is willing to acquiesce to the proposed 10 day extension of its requested deadline until June 9, 2003, but only if CSX and NS reach a final agreement by that date. In addition, Cargill requests that the Board require any status report that is unaccompanied by a

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final agreement on June 9th to fully explain why CSX and NS have been unable to reach an agreement, identify the remaining open issues, and thoroughly explain each railroad's position on those issues.

Sincerely,



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