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December 22, 2004

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

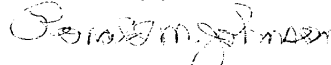
Re: STB Finance Docket No. 34505, East Brookfield & Spencer Railroad, LLC
-- Lease and Operate Exemption -- CSX Transportation, Inc.

Dear Secretary Williams:

The following attorneys are entering appearances on behalf of CSX Transportation, Inc.
in these proceedings:

Ronald M. Johnson
Heidi Gunst
Akin, Gump, Strauss, Hauer & Feld, LLC
1333 New Hampshire Avenue, N.W.
Washington, DC 20036

Sincerely yours,



Ronald M. Johnson

cc: Daniel R. Elliot, III, UTU
Betty Jo Christian, EB&S RR