

DAVID H. ANDERSON

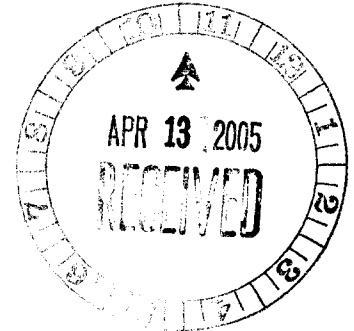
ATTORNEY AT LAW

288 LITTLETON ROAD, SUITE 21
WESTFORD, MASSACHUSETTS 01886
PH (978) 392-9995 | FAX (978) 392-9996

ADMITTED IN
MASSACHUSETTS AND
NEW HAMPSHIRE

213748

April 12, 2005



ENTERED
Office of Proceedings

APR 13 2005

Part of
Public Record

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

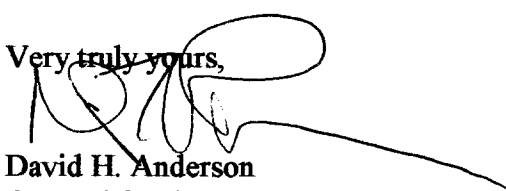
**Re: Finance Docket No. 29963 – Massachusetts Bay Transportation Authority –
Bay Colony Railroad Railroad Corporation – Modified Certificate of Public
Convenience and Necessity – Millis Industrial Track – In Norfolk County,
Massachusetts**

Dear Mr. Williams:

Enclosed for filing in the above-referenced proceeding please find an executed original and ten (10) copies of the Notice of Termination of Operating Authority by the Massachusetts Bay Transportation Authority with respect to the operating authority of the Bay Colony Railroad Corporation over the Millis Industrial Track in Norfolk County, Massachusetts, as provided in the above referenced docket.

Should any questions arise regarding this filing, please feel free to contact me.
Thank you for your consideration in this matter.

Very truly yours,


David H. Anderson
Counsel for the Massachusetts Bay
Transportation Authority

Enclosures

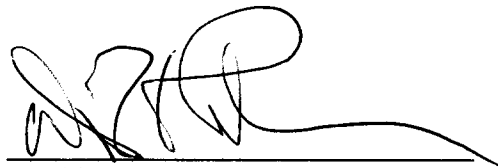
CERTIFICATE OF SERVICE

I hereby certify that on this 12th day of April, 2005, I caused a copy of the foregoing Notice of Termination to be served by first class mail, postage pre-paid, on the following individuals, agencies and/or entities:

Bay Colony Railroad Corporation
420 Washington Street, Suite 401
Braintree, MA 02184
Attention: Office of the President

James E. Howard, Esq.
One Thompson Square
Suite 201
Charlestown, MA 02129

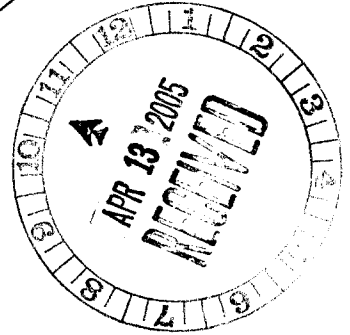
Dated: April 12, 2005

A handwritten signature in black ink, appearing to read 'D. Anderson', written over a horizontal line.

David H. Anderson

213748

Before the
SURFACE TRANSPORTATION BOARD
Washington, DC



FINANCE DOCKET NO. 29963

MASSACHUSETTS BAY TRANSPORTATION AUTHORITY --
BAY COLONY RAILROAD CORPORATION --
MODIFIED CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY --
MILLIS INDUSTRIAL TRACK -- IN NORFOLK COUNTY, MASSACHUSETTS

NOTICE OF TERMINATION OF OPERATING AUTHORITY

ENTERED
Office of Proceedings

APR 13 2005

Part of
Public Record

David H. Anderson
Attorney at Law
288 Littleton Road, Suite 23
Westford, MA 01886
(978) 392-9995

Counsel for the Massachusetts Bay
Transportation Authority

Dated: April 12, 2005

Before the
SURFACE TRANSPORTATION BOARD
Washington, DC

FINANCE DOCKET NO. 29963

MASSACHUSETTS BAY TRANSPORTATION AUTHORITY --
BAY COLONY RAILROAD CORPORATION --
MODIFIED CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY --
MILLIS INDUSTRIAL TRACK -- IN NORFOLK COUNTY, MASSACHUSETTS

NOTICE OF TERMINATION OF OPERATING AUTHORITY

INTRODUCTION

On September 2, 1987, a notice was filed pursuant to 49 CFR 1150.23 in the above referenced finance docket by the Bay Colony Railroad Corporation ("Bay Colony") for a modified certificate of public convenience and necessity with respect to, *inter alia*, operating authority over the so-called Millis Industrial Track in Norfolk County, Massachusetts, as defined therein. The Millis Industrial Track was then, and is now, owned by the Massachusetts Bay Transportation Authority ("MBTA").

The Surface Transportation Board's predecessor, the Interstate Commerce Commission, approved such notice by decision served on September 24, 1987.

As set forth in Bay Colony's original notice in this matter, Bay Colony's operation over the Millis Industrial Branch was to be governed by a Lease and Operating Agreement by and between the MBTA and Bay Colony (the "Lease and Operating Agreement").

The Lease and Operating Agreement has, by its own terms, expired, and is no longer in force or effect.

In the interest of best meeting present and future shipper needs along the Millis Industrial Track, the MBTA has commenced the process of seeking bids from prospective future operators of the Millis Industrial Track.

TERMINATION OF OPERATING AUTHORITY

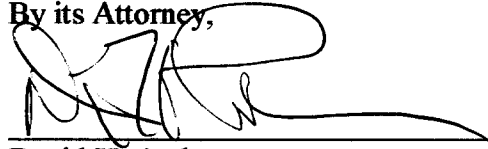
Accordingly, pursuant to 49 CFR 1150.24, and other authority under the ICC Termination Act of 1995, the MBTA hereby provides notice to Bay Colony and the Surface Transportation Board of its decision to terminate Bay Colony's operating authority over the Millis Industrial Track.

Such termination shall be effective as of June 30, 2005.

Respectfully submitted,

MASSACHUSETTS BAY
TRANSPORTATION AUTHORITY

By its Attorney,

A handwritten signature in black ink, appearing to read 'David H. Anderson', is written over a horizontal line.

Dated: April 12, 2005

David H. Anderson
Attorney at Law
288 Littleton Road, Suite 23
Westford, MA 01886
(978) 392-9995