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October 21, 2005

VIA FACSIMILE (202-565-9002) AND
CERTIFIED MAIL RETURN RECEIPT REQUESTED

7099 3400 0008 9063 1490

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
Mercury Building
1925 K Street, N.W.
Washington, D.C. 20423

ENTERED
Office of Proceedings

OCT 27 2005

Part of
Public Record

RE: **STB Docket No. AB-254 (Sub-No. 7X)**
Providence and Worcester Railroad Company ("P&W") – Abandonment
in Worcester County, MA and Windham County, CT

Dear Secretary Williams:

Reference is made to a letter dated yesterday, October 21, 2005 from the State of Connecticut Department of Environmental Protection (the "State") to the STB requesting an extension of time to continue and complete negotiations with P&W in connection with the NITU issued by the Board in its decision served on January 26, 2005. As stated in that letter, the parties are continuing to negotiate but need an additional six (6) months until April 26, 2006 to complete negotiations. P&W hereby agrees and assents to the State's request.

Please do not hesitate to contact the undersigned if you have any questions or need any further information.

Respectfully yours,

Amy Silverstein
Assistant General Counsel

cc: David Leff, CTDEP

PROVIDENCE AND WORCESTER RAILROAD COMPANY

75 HAMMOND STREET, WORCESTER, MA 01610

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