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May 4, 2006

VIA FEDERAL EXPRESS

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

Re: Finance Docket No. 29963 *216501*
Bay Colony Railroad Corp.--Modified Rail Certificate

Finance Docket No. 34698 *216502*
Bay Colony Railroad Corp.--Petition for Declaratory Order

ENTERED
Office of Proceedings
MAY 5 - 2006
Part of
Public Record

Dear Secretary Williams:

Enclosed for filing in the above-captioned matters are the original and 10 copies of a "Joint Status Report and Request to Continue to Hold Proceedings in Abeyance". If you have any questions with respect to this matter, please direct them to me or to Mr. Singer. Thank you very much for your assistance.

Very truly yours,

James E. Howard
James E. Howard

cc: Leonard M. Singer
enclosures

BEFORE THE
SURFACE TRANSPORTATION BOARD



Finance Docket No. 29963

216501

BAY COLONY RAILROAD CORPORATION--MODIFIED RAIL CERTIFICATE

Finance Docket No. 34698

216502

BAY COLONY RAILROAD CORPORATION--PETITION
FOR DECLARATORY ORDER

JOINT STATUS REPORT AND REQUEST TO CONTINUE TO HOLD
PROCEEDINGS IN ABEYANCE

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Public Record

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Dated: May 4, 2006

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 29963



BAY COLONY RAILROAD CORPORATION--MODIFIED RAIL CERTIFICATE

Finance Docket No. 34698

BAY COLONY RAILROAD CORPORATION--
PETITION FOR DECLARATORY ORDER

JOINT STATUS REPORT AND REQUEST TO CONTINUE
TO HOLD PROCEEDINGS IN ABEYANCE

The Board has granted several prior requests of the Massachusetts Bay Transportation Authority ("MBTA") and Bay Colony Railroad Corporation ("Bay Colony") to hold the above captioned proceedings in abeyance in order to afford the parties an opportunity to discuss settlement of the issues and has directed the parties to report on the status of their discussions. The next report is due on May 5, 2006. For the reasons outlined below, the MBTA and Bay Colony respectfully request the Board to continue to hold these matters in abeyance in order to enable the parties to complete their negotiations.

In an order served on January 5, 2006, the Board granted the request of the MBTA to dismiss the notice of termination by which the MBTA had sought to terminate the rights of Bay Colony to operate on the Millis Industrial Track. The parties have continued to negotiate a trackage rights agreement that would supplement and amplify the terms and conditions governing Bay Colony's operation on the Millis Industrial Track. Agreement on the final form

of the trackage rights agreement has been reached, subject only to the approval of the Board of Directors of the MBTA. The Board will consider the trackage rights agreement at its meeting scheduled for May 5, 2006. If the MBTA Board approves the trackage rights agreement, the parties contemplate that they will seek the dismissal of Bay Colony's petition for declaratory order and will file appropriate notices of exemption concerning the status of, and Bay Colony's operation on, the Millis Industrial Track.

Given the substantial progress made thus far and the need to complete the actions described above, the MBTA and Bay Colony request the Board to continue to hold these proceedings in abeyance for an additional 60 days.

Respectfully submitted,

MASSACHUSETTS BAY
TRANSPORTATION AUTHORITY

BAY COLONY
RAILROAD CORPORATION

By its Attorney

By its Attorney

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