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August 25, 2006

BY HAND DELIVERY

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

ENTERED
Office of Proceedings

AUG 25 2006

Part of
Public Record

Re: CSX Corp. *et al.* – Control and Operating Leases/Agreements – Conrail Inc. *et al.*, Finance Docket No. 33388 (Sub-No. 100), Petition for Clarification Or in the Alternative For Supplemental Order-North Jersey Shared Assets Area.

Dear Secretary Williams:

I enclose for filing in the above captioned proceeding an original and ten copies of a Motion of Respondents For Extension of the Procedural Schedule. As stated in the motion, Petitioners concur with the requested extension of the schedule on the terms described in the motion.

Because the present due date for Respondents' responses to Petitioner's revised discovery requests is August 28, 2006, Respondents respectfully request *expedited consideration* of the enclosed motion.

Sincerely,

Richard A. Allen

Enclosures

cc: All parties of Record
Jessica Chung (by fax)

Before The
Surface Transportation Board



217384

Finance Docket No. 33388 (Sub-No. 100)

ENTERED
Office of Proceedings

AUG 25 2006

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Public Record

CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
— CONTROL AND OPERATING LEASES/AGREEMENTS —
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

**MOTION OF RESPONDENTS FOR
EXTENSION OF THE PROCEDURAL SCHEDULE**

Respondents Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively, "NS"), CSX Corporation and CSX Transportation, Inc. (collectively "CSX") and Conrail Inc. and Consolidated Rail Corporation (collectively "Conrail") respectfully request a three-week extension of the procedural schedule established by the Board's decision served August 16, 2006 to permit them to respond to the revised discovery requests that petitioners Bridgewater Resources, Inc. and ECDC Environmental, L.C.C. submitted on August 4, 2006.

Counsel for petitioners has advised respondents that petitioners concur with this extension request provided that respondents agree to file by August 28, 2006 (*i.e.*, per the present schedule) any objections to the revised discovery requests based on the grounds that the discovery request (1) goes beyond the "limited discovery" allowed by the Board in its July 31, 2006 or (2) is otherwise irrelevant to any issue presented by the BRI/ECDC petition and not reasonably calculated to lead to the discovery of relevant evidence (hereafter "relevancy objections"). Respondents would, however, reserve the right to

object to any of the discovery requests on any other grounds at a later time (*i.e.*, by September 18, 2006, when the other discovery responses are due under the proposed schedule.) As per the present schedule, petitioners would have until September 5, 2006 to file a motion to compel to contest respondents' relevancy objections, and respondents would have until September 8, 2005 to file a reply to that motion. Respondents agree to these terms.

The requested extension conditioned as described above would modify the procedural schedule as follows:

	<u>Present Schedule</u>	<u>Proposed Schedule</u>
Relevancy objections due	August 28, 2006	August 28, 2006
Motion to compel regarding relevancy objections due	September 5, 2006	September 5, 2006
Replies to motion to compel regarding Relevancy objections due	September 8, 2006	September 8, 2006
Other discovery responses due	August 28, 2006	September 18, 2006
Due date for other motions to compel	September 5, 2006	September 26, 2006
Replies to other motions to compel due	September 8, 2006	September 29, 2006
Discovery completion date	September 15, 2006	October 6, 2006
Petitioners' supplement to petition due	October 13, 2006	November 3, 2006
Comments of interested persons due	November 2, 2006	November 23, 2006
Petitioners' reply to comments due	November 14, 2006	December 5, 2006

The requested extension is necessary because respondents' efforts to date to respond to the revised discovery requests have made it apparent that it will not be possible for all respondents to comply fully with those requests sooner than September 18. The revised discovery seeks extensive information and documents regarding the negotiation of the Conrail Transaction Agreement, an extraordinarily complex and multifaceted agreement which was negotiated ten years ago. It also seeks information regarding the history and status of a line segment that appears to have been removed more than twenty years ago, as well as information and documents concerning Conrail's

switching activities throughout the Shared Assets Areas over the past eight years.

Assembling and reviewing the extensive information and documents potentially responsive to these requests requires a substantial amount of time.

Inasmuch as respondents and petitioners all concur with the requested extension on the terms described above, granting it will not prejudice any party to this proceeding.

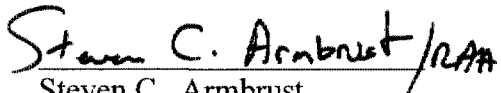
Respondents request expedited action on this request given the current due date for their responses to petitioners' discovery requests.

Respectfully submitted,



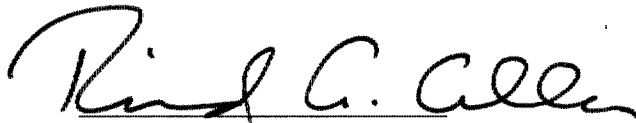
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Attorneys for Norfolk Southern Corporation
and Norfolk Southern Railway Company

CERTIFICATE OF SERVICE

I certify that I have this 25th day of August, 2006, caused copies of the foregoing Motion of Respondents for Extension of the Procedural Schedule to be served by first class mail, postage prepaid, on the following:

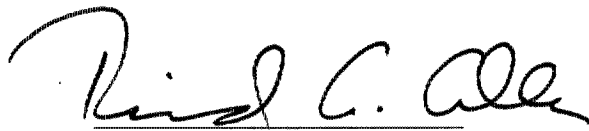
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