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November 30, 2006

218/83

Via UPS Overnight Delivery

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



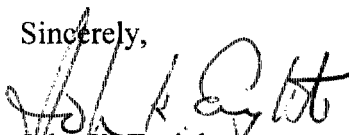
Re: CSX Corp. et al. – Control and Operating Leases/Agreements – Conrail Inc.
et al., Finance Docket No. 33388 (Sub-No. 100), Petition for Clarification Or in
the Alternative For Supplemental Order—North Jersey Shared Assets Area.

Dear Secretary Williams:

I enclose for filing in the above captioned proceeding an original and ten copies of
the Comments of Conrail Inc. and Consolidated Rail Corporation on Petitioners'
Supplement to their Petition.

Please acknowledge receipt of these comments by date-stamping and returning the
enclosed extra copy of this letter in the enclosed self-addressed envelope.

Sincerely,


John K. Enright

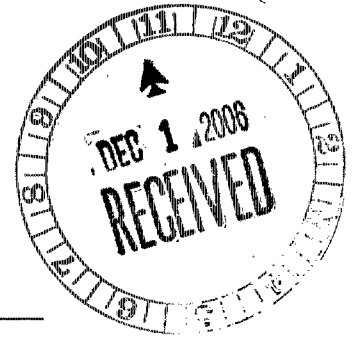
cc: Parties of Record

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DEC 01 2006

Part of
Public Record

Before The
Surface Transportation Board



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Office of Proceedings

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

DEC 01 2006

Part of
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

**COMMENTS OF CONRAIL INC. AND CONSOLIDATED RAIL
CORPORATION TO SUPPLEMENT TO PETITION
FOR CLARIFICATION OR IN THE ALTERNATIVE FOR SUPPLEMENTAL
ORDER – NORTH JERSEY SHARED ASSETS AREA**

Pursuant to the Board's decisions served July 31, 2006 and August 29, 2006, Conrail Inc. and Consolidated Rail Corporation (collectively, "Conrail") submit their comments to the "Supplement to Petition For Clarification Or In The Alternative For Supplemental Order—North Jersey Shared Assets Area" filed on November 3, 2006 by Bridgewater Resources, Inc. and ECDC Environmental, L.L.C. (collectively "BRI" or "Petitioners") and joins in the comments filed by Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively "Norfolk Southern").

The determination of the cutpoints for the establishment of the Conrail Shared Assets areas was a joint effort of Norfolk Southern and CSX Corporation/CSX Transportation, Inc. (collectively "CSX"). Apart from providing its new owners with

documentation and other information regarding the location and other particulars of its rail network, Conrail did not have decision making authority with respect to the allocation of portions of its rail network between Norfolk Southern and CSX and what would remain with Conrail. While those allocations were made by its owners, Conrail always understood that in order for those allocations to be workable, there had to be clear points of demarcation between what would remain under Conrail's ownership, operation and control (the Shared Assets Areas "SAA") and what would be integrated into the respective existing rail networks of Norfolk Southern and CSX.

All three railroads also understood that where the rail lines of Norfolk Southern and CSX intersect or cross Conrail's at the boundaries of the SAAs, there would be a need for coordination among the three railroads with respect to signaling and other operational considerations. This is no different than any other situation where rail networks of different railroads interface. The division of Conrail did not present any special or unique challenges in this regard. There are literally thousands of interlockings across the United States where responsibility for controlling the related signaling is, by necessity, assigned to one railroad to ensure safe and efficient rail operations through the interlocking. The fact that Conrail was assigned responsibility for controlling the interlocking signals at CP Port Reading Junction had no relation to the allocation of service territories among Norfolk Southern, CSX and Conrail.

The allocation of service territories among the three railroads, as opposed to assignment of signaling responsibility, was an entirely different undertaking. For purposes of allocating service territories, the term "CP Port Reading Junction" served as a general reference point for where the cutpoint would be made on the Lehigh Line

between Conrail and Norfolk Southern. As explained in the affidavit of Mr. John Friedmann of Norfolk Southern, this cutpoint was to be the location where the Trenton Line once joined and crossed over the Lehigh Line. As a term for defining the boundary between Norfolk Southern and Conrail service territories, it had nothing to do with the interlocking signals governing train movements through the area or Conrail's control of those signals.

In short, Petitioner is trying to ascribe intentions to Norfolk Southern and CSX that are not evident from the record and indeed are contradicted by the statements of the individuals involved in the actual allocation of service territories. Moreover, since Split Date, there has been no confusion or misunderstanding on the part of Conrail both as to its responsibility for signal control of the interlocking at CP Port Reading Junction or as to the boundaries of the NJSAA. It is not Petitioner's prerogative to redefine those cutpoints to suit its convenience.

In conclusion, BRI's argument that CP Port Reading Junction encompasses a two plus miles length of track over which Conrail has operating authority presumably by virtue of its control of the interlocking is mixing two separate concepts, signal control versus operational authority. For the reasons stated in Norfolk Southern's comments, to confuse these independent concepts in the manner suggested by BRI is not only inappropriate but illogical and could only lead to arbitrary reassignments of operating

authority without the oversight and/or approval of the Board. We urge the Board not to establish such a dangerous precedent.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "John K. Enright", written over a horizontal line.

John K. Enright
Consolidated Rail Corporation
1000 Howard Boulevard
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November 30, 2006

CERTIFICATE OF SERVICE

I hereby certify that on this 30th day of November, 2006 I served copies of the foregoing Comments of Conrail Inc. and Consolidated Rail Corporation on Petitioners' Supplement to Petition for Clarification Or in the Alternative for Supplemental Order-North Jersey Shared Assets Area upon all parties of record in this proceeding, as follows:

By Overnight Delivery Service:

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