

BLUORI TH
SURFACE TRANSPORTATION BOARD

Finance Docket No 35147

*Norfolk Southern Ry Co, Pan Am Ry Inc et al
Joint Control and Operating/Pooling Agreements
-Pan Am Southern LLC*

NOTICE OF INTENT TO PARTICIPATE

The City of Springfield, Massachusetts ("Springfield") hereby gives notice of its intention to participate in this proceeding and all related and "embraced" proceedings (including related acquisition and operation, trackage rights, and haulage rights proceedings), as its interests may appear, through its counsel, the Springfield Law Department. Service of filings in this case on Springfield should be provided to Harry P. Carroll, Senior Legal Counsel for Springfield.

Respectfully submitted,

Harry P. Carroll

Harry P. Carroll, Esq.
Senior Legal Counsel
City of Springfield
Law Department
36 Court Street
Springfield, MA 01103

Dated July 11, 2008

CERTIFICATE OF SERVICE

I hereby certify that I have caused to be served one copy of the foregoing Notice of Intent to Participate, by first-class mail, postage prepaid, to the offices of the following:

**Richard A Allen
Zuckert, Scoutt & Rasenberger L.L.P.
888 Seventeenth Street NW
Suite 700
Washington, DC 20006**

**John V. Edwards
Norfolk Southern Corporation
Three Commercial Place
Norfolk, VA 23510**

**Robert B Culliford
Senior Vice President and General Counsel
Pan Am Railways, Inc
14 Aviation Avenue
Portsmouth, NH 03801**

**Attorney General of the United States
c/o Assistant Attorney General,
Anti-trust Division, Room 3109
Department of Justice
Washington, DC 20530**

**Secretary of Transportation
1200 New Jersey Avenue, SE
Washington, DC 20590**

July 11, 2008

/s/

**Harry P
Carroll**
Digitally signed by Harry P
Carroll
DN: cn=Harry P Carroll, o=U.S. Department
of Justice, email=carroll@usdoj.gov, c=US
Date: 2008.07.11 11:20:20
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