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STATE OF VERMONT
OFFICE OF THE ATTORNEY GENERAL
VERMONT AGENCY OF TRANSPORTATION
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MONTPELIER, VERMONT 05633-5001

July 31, 2008

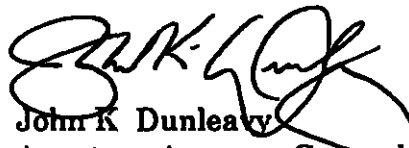
Honorable Anne K. Quinlan, Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024

Re *Norfolk Southern Ry Co, Pan Am Railways, Inc, et al. - Joint Control and
Operating/Pooling Agreements - Pan Am Southern, LLC*
STB Finance Docket No 35147

Dear Ms. Quinlan:

In accordance with the Board's decision served on July 24, 2008, I am filing a Certificate of Service on behalf of the Vermont Agency of Transportation ("VTrans") showing that VTrans has served copies of its two previous filings in this matter upon all Parties of Record on the Board's Service List.

Sincerely,


John K. Dunleavy
Assistant Attorney General

jkd/bem

Enclosure

cc Service List
Samuel B. Lewis, Director of Operations
Robert D. Ide, Rail Program Manager

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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

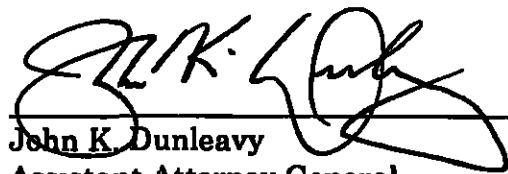
FINANCE DOCKET NO. 35147

**NORFOLK SOUTHERN RAILWAY COMPANY, PAN AM RAILWAYS, INC.,
ET AL. – JOINT CONTROL AND OPERATING/POOL AGREEMENTS –
PAN AM SOUTHERN, LLC**

**VERMONT AGENCY OF TRANSPORTATION'S
CERTIFICATE OF SERVICE**

In accordance with the Board's decision served on July 24, 2008 in the above-captioned matter, the Vermont Agency of Transportation ("VTrans") hereby certifies that it has this day served copies of its July 11, 2008 "Notice of Intent to Participate" and its June 23, 2008 comment letter upon all Parties of Record on the Board's Service List (see "Exhibit A," attached hereto and incorporated herein by reference), by first-class mail, postage prepaid. These two documents were VTrans' only previous filings in this matter.

Respectfully submitted,



John K. Dunleavy
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Dated July 31, 2008

EXHIBIT A
SERVICE LIST - PARTIES OF RECORD

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**Stephen G LaBonte
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**Thomas D Hall
Committee to Improve Rail Service in Maine
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**Shaun A Suhoski
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**Bernard R. Kubiak
Town Of Deerfield
8 Conway Street
South Deerfield, MA 01373**

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

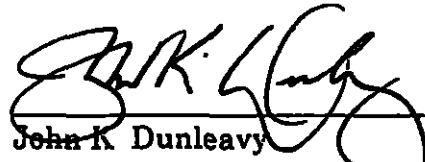
FINANCE DOCKET NO. 35147

**NORFOLK SOUTHERN RAILWAY COMPANY, PAN AM RAILWAYS, INC.,
ET AL. - JOINT CONTROL AND OPERATING/POOL AGREEMENTS -
PAN AM SOUTHERN, LLC**

NOTICE OF INTENT TO PARTICIPATE

In accordance with the Board's decision served on June 26, 2008 in the above-captioned matter, the Vermont Agency of Transportation ("VTrans") hereby provides notice of its intention to participate in this proceeding. Please add my name and address to the service list as the party of record representing VTrans (The name of Samuel B. Lewis, who had previously filed a procedural comment on VTrans' behalf, may be removed from the service list.)

Respectfully submitted,



John K. Dunleavy
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Dated July 11, 2008



State of Vermont
Operations Division
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Sam.lewis@state.vt.us

Agency of Transportation

{phone} 802-828-2709
{fax} 802-828-2848
{ttd} 800-253-0191

June 23 2008

Honorable Anne K. Quinlan, Acting Secretary
Surface Transportation Board
395 E Street S.W.
Washington, DC 20024

Re *Norfolk Southern Ry. Co., Pan Am Railways, Inc. et al. - Joint Control and
Operating/Pooling Agreements - Pan Am Southern LLC*
STB Finance Docket No. 35147

Dear Ms. Quinlan:

The Vermont Rail System (VRS) is a major part of the rail network serving the State of Vermont. It has entered into reciprocal service arrangements with New England Central Railroad, Inc. (NECR) that permit NECR to gain access to Norfolk Southern Railway by way of VRS lines and permit VRS to gain access to CSX over lines operated by NECR and the Boston and Maine Corporation, one of the applicants in Finance Docket No. 35147.

The State of Vermont hopes that the transaction proposed in Finance Docket No. 35147 does not result in a disruption of the delicate balance of reciprocal arrangements under which rail service presently is provided to many customers in Vermont. We urge the STB to adopt procedures that will permit a thorough examination of the impacts of the proposed transaction on rail service in Vermont.

Sincerely,

A handwritten signature in black ink, appearing to read "Sam B. Lewis".

Samuel B. Lewis
Director of Operations

cc Service List
John K. Dunleavy, Assistant Attorney General
Robert D. Ide, Rail Program Manager

