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April 19, 2006

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Seventh Floor
Washington, D.C. 20423

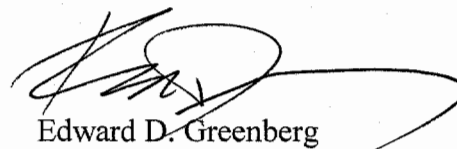
**Re: STB Docket No. AB-254 (Sub-No. 8X)
Providence and Worcester Railroad Company – Abandonment
Exemption – East Providence, Rhode Island (East Providence and
East Junction Branch Lines)**

Dear Secretary Williams:

On April 3, 2006, Providence and Worcester Railroad Company ("P&W") submitted a Notice of Consummation concerning a portion of the abandonment authority granted it by the Board in its decision in this docket served October 4, 2005. However, that Notice of Consummation was prematurely filed since the public use condition that was imposed did not expire until 180 days after the effective date, rather than the service date, of the decision (which is May 3, 2006). Accordingly, the April 3 Notice of Consummation was inadvertently filed prematurely and is being withdrawn at this time.

We regret the inconvenience this may have caused and would be happy to answer any questions you may have.

Very truly yours,



Edward D. Greenberg

cc: Marie Angelini, Esq.

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