

BALL JANIK LLP

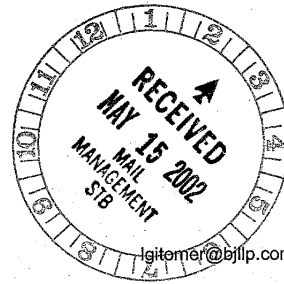
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May 15, 2002



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ENTERED
Office of the Secretary

MAY 15 2002

Part of
Public Record

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Room 700
Washington, D. C. 20423

RE: Docket No. AB-565 (Sub-No. 3X), *New York Central Lines, LLC—Abandonment Exemption—Berkshire County, MA* and ~~Docket No. AB-55 (Sub-No. 595X), CSX Transportation, Inc. Discontinuance of Service in Berkshire County, Massachusetts~~

Dear Secretary Williams:

Enclosed are the original and 10 copies of this letter which responds in opposition on behalf of CSX Transportation, Inc., and New York Central Lines, LLC (jointly the "Railroads") only to the last paragraph of page six and all of page seven (the "Pages") of the Memorandum of Housatonic Railroad Company in Opposition to Petition to Reopen Decision Setting Terms and Conditions (the "Memorandum"). The Railroads are not responding to the first five and one-half pages of the Memorandum to avoid the prohibition of 49 CFR 1104.13(c), but are responding to demonstrate their opposition to the new issues raised in the Pages.

The Pages do not respond to the Petition to Reopen Decision Setting Terms and Conditions (the "Petition") filed by the Railroads on April 29, 2002. Instead they raise a new issue, essentially a Petition for Reconsideration filed by Housatonic Railroad Company

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("Housatonic") under cover of the Memorandum. The Railroads respectfully request the Surface Transportation Board (the "Board") to reject the Pages because they are late filed (49 CFR 1115.3(e)) and Housatonic did not pay the filing fee required for a petition for reconsideration (49 CFR 1002.2(f)(61)).

Substantively, the argument in the Pages is also wrong. The Board correctly used the weighted average, or "mixed unit price" in order to account for the mixture of residential acreage and residential lots which abut Parcel 2. As the Board concluded, the appropriate unit of comparison in an across the fence ("ATF") analysis is the unit value of the adjacent property that could be assembled with the land in Parcel 2, not the stand-alone value of the land in Parcel 2. The Board then adjusted the ATF unit value to account for dissimilar features such as topography and utility.

Please time and date stamp the additional copy of this letter and return it with our messenger. Thank you for your assistance. If you have any questions, call or email me.

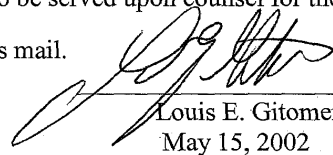
Sincerely yours,



Louis E. Gitomer, Esq.

CERTIFICATE OF SERVICE

I hereby certify that I have caused this letter to be served upon counsel for the Housatonic Railroad Company, Inc. by hand delivery and express mail.



Louis E. Gitomer
May 15, 2002