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EXPEDITED CONSIDERATION REQUESTED

August 21, 2008

FILING FEE WAIVED

Via Electronic Mail

RE: Docket No. AB-55 (Sub-No. 684X), CSX Transportation, Inc. — Abandonment Exemption—in Shelby County, TN, Request for NITU Extension

Dear Acting Secretary Quinlan:

Reference is made to the ongoing negotiations between and among the Memphis Community Connector ("MCC"), Shelby County ("Shelby County") and CSX Transportation, Inc. ("CSXT") regarding interim trail use and rail banking, pursuant to 16 U.S.C. § 1247(d) (the "Trails Act") and 49 C.F.R. § 1152.29, of the above-captioned line (the "NITU request"), which was filed by the Memphis Community Connector ("MCC" and, together with Shelby County and CSXT, the "Parties") with the Board on October 5, 2007 (the "NITU request"). Reference is also made to the August 21, 2008 letter to the Board from the Parties regarding a NITU extension request with respect to MP ONI 224 (VS 11812+37) to MP ONI 216.92 (VS 11439+97), which is located between downtown Memphis and Shelby Farms ("Memphis Segment") of the line.

A brief extension of the NITU negotiating period was agreed to by all parties, but expired on June 22, 2008. The consummation deadline with respect to the line is August 21, 2008.

Because the NITU negotiating period has expired, the deadline for CSXT to consummate the abandonment is near, the Parties are writing to request a one year extension of the NITU negotiating period with respect to the remaining segment of the line (the "Cordova Segment") to June 22, 2009.¹ Please note that, although the Parties have executed a separate letter agreement indicating their willingness to continue negotiating for a trail use agreement with respect to the Cordova Segment, the Parties also expect that it will take up to a year to finalize negotiations and arrange for funding with respect to the Cordova Segment. Therefore, the Parties respectfully seek an extension of the NITU negotiating period in excess of the customary 180 day period.

The Parties are e-filing this letter. Thank you for your assistance and please feel free to contact any of us via phone or email (as set forth below our respective signatures) if you have any questions.

¹ Because Shelby County, TN is a local government entity, the filing fees for this Request are waived pursuant to 49 C.F.R. 1002.2(e)(1).

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Very truly yours,



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cc Parties of Record (via electronic mail)