

BEFORE THE
Surface Transportation Board
Washington, DC 20423

STB Finance Docket No. 35087

Canadian National Railway Company
and Grand Trunk Corporation – Control –
EJ&E West Company

**MOTION FOR LEAVE TO FILE PETITION TO
DENY OR, IN THE ALTERNATIVE,
REQUEST FOR IMPOSITION OF CONDITIONS**

Equistar Chemicals, LP (“Equistar”), by and through its undersigned counsel, respectfully submits its Motion for Leave to File Petition to Deny, or in the Alternative, Request for Imposition of Conditions (“Motion”) in the above-captioned proceeding. The instant request is necessitated by the fact that the Surface Transportation Board’s (“STB”) Order in this Docket served on November 26, 2007 required persons seeking to participate in this proceeding as parties of record to file, no later than December 13, 2007, a notice of intent to so participate. Equistar failed to submit its notice of intent to participate by that date.

Equistar is an indirect wholly-owned subsidiary of Lyondell Chemical Company (“Lyondell”). Pursuant to a merger consummated on December 20, 2007 with BIL Acquisitions Holdings Limited, an indirect wholly-owned subsidiary of Basell AF S.C.A., Lyondell became an indirect wholly-owned subsidiary of LyondellBasell Industries AF S.C.A. Prior to December 13, 2007, Lyondell’s and Equistar’s corporate attention understandably was devoted to addressing the requirements and responsibilities imposed by the merger with BIL Acquisitions Holdings Limited. Hence, it was not until after that merger was consummated that Equistar came to realize the disturbing ramifications for its East Morris, Illinois plant that would be posed

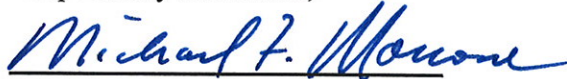
if the STB were to approve the Canadian National Railway Corporation's ("CNR") acquisition of control of the Elgin, Joliet and Eastern Railway Company ("EJ&E").

Equistar is, of course, serving all parties of record in this proceeding with a copy of this Motion, as well as with a copy of the aforementioned Petition itself. Equistar hereby waives its right to receipt of any comments, protests, requests for conditions, or evidence and arguments in opposition to the primary application that may be filed by any party of record by January 28, 2008 or which may have been submitted in this Docket prior to that date. Equistar merely requests that it be served with any pleadings that subsequently may be filed in this Docket and all decisions and orders of the Board regarding this proceeding.

WHEREFORE, THE PREMISES CONSIDERED, Equistar reiterates its Request for Leave to File Petition to Deny or, in the Alternative, Request for Imposition of Conditions and thus to participate as a party of record in this proceeding.

Dated: January 28, 2008

Respectfully submitted,



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CERTIFICATE OF SERVICE

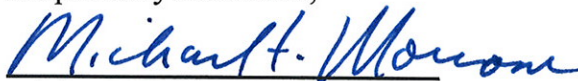
I, Michael F. Morrone, a partner in the law firm of Keller and Heckman LLP, hereby certify that on January 28, 2008, I caused the foregoing Motion for Leave to File Petition to Deny, or in the Alternative, Request for Imposition of Conditions to be served via first class mail, postage prepaid, on all Parties of Record in this proceeding and on the following:

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Secretary of Transportation
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Washington, D.C. 20590

Attorney General of the United States
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Antitrust Division, Room 3109
U.S. Department of Justice
950 Pennsylvania Ave, N.W.
Washington, D.C. 20530-0001

Respectfully Submitted,



Michael F. Morrone