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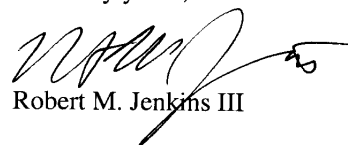
Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Re: STB Docket No. NOR-42089
Albany & Eastern Railroad Company v.
The Burlington Northern and Santa Fe Railway
Company

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of BNSF's "Second Unopposed Motion for Extension of Time to File Answer." Please date stamp the enclosed extra copy and return it to our representative.

Sincerely yours,


Robert M. Jenkins III

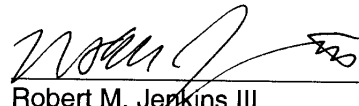
RMJ/bs

Enclosure

Counsel for AERC has authorized counsel for BNSF to represent that AERC does not oppose BNSF's request.

Respectfully submitted,

Richard E. Weicher
Sidney L. Strickland, Jr.
THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY
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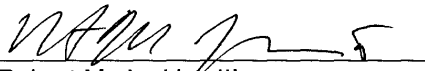
Attorneys for The Burlington Northern and Santa Fe Railway Company

Dated: January 10, 2005

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing "Second Unopposed Motion for Extension of Time to File Answer" was served by overnight courier this 10th day of January 2005 on the following:

Thomas F. McFarland
Office of Thomas F. McFarland, P.C.
208 South LaSalle Street – Suite 1890
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Robert M. Jenkins III