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March 14, 2008

BY E-FILING

Anne E. Quinlan, Esquire
Acting Secretary
Office of the Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Re: *Canadian National Railway Company and Grand Trunk Corporation –
Control – EJ&E West Company (STB Finance Docket No. 35087)*

Dear Ms. Quinlan:

The unredacted version of Applicants' Confidential Response to Comments, Requests for Conditions, and Other Opposition & Rebuttal in Support of the Application (CN-29), filed on March 13, 2008, was erroneously marked as "CONFIDENTIAL" under the Protective Order in this case (Decision No. 1, served Oct. 22, 2007). The correct designation for the unredacted version of this filing (including the appendix thereto) is "HIGHLY CONFIDENTIAL." I have accordingly enclosed corrected copies of the cover page and page 3 of this filing, bearing the correct designation, and by service of this letter on all parties am advising them of that designation.

An unredacted copy of CN-29, marked with the correct confidentiality designation, will be provided on request to any outside counsel or consultant who has signed the confidentiality undertaking attached as Exhibit B to the Protective Order.

Very truly yours,

Paul A. Cunningham
Paul A. Cunningham
Counsel for Applicants Canadian National
Railway Company and Grand Trunk Corporation

Enclosure

cc: All parties of record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB Finance Docket No. 35087

**CANADIAN NATIONAL RAILWAY COMPANY
AND GRAND TRUNK CORPORATION
– CONTROL –
EJ&E WEST COMPANY**

**APPLICANT'S HIGHLY CONFIDENTIAL RESPONSE TO COMMENTS,
REQUESTS FOR CONDITIONS, AND OTHER OPPOSITION &
REBUTTAL IN SUPPORT OF THE APPLICATION**

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REQUESTS FOR CONDITIONS, AND OTHER OPPOSITION &
REBUTTAL IN SUPPORT OF THE APPLICATION**

Canadian National Railway Company and Grand Trunk Corporation (together "CN" or "Applicants") respectfully submit this response and rebuttal, supported by the reply verified statements of Joseph Chavarria, James H. Danzl, David M. Gevaudan, Robert T. Holmstrom and Paul E. Ladue, David Lowe, Gerald P. Radloff, Gordon T. Trafton II, and Christopher A. Velturo, Ph.D.

INTRODUCTION

The Board is required to approve any transaction not involving two Class I railroads unless the Board finds both that:

- (1) as a result of the transaction, there is likely to be substantial lessening of competition, creation of a monopoly, or restraint of trade in freight surface transportation in any region of the United States; and
- (2) the anticompetitive effects of the transaction outweigh the public interest in meeting significant transportation needs.

49 U.S.C. § 11324(d).