

BAKER BOTTS LLP

December 14, 2005

VIA HAND DELIVERY

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
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Washington, DC 20423



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Re: Response to Request for Extension of Time to File Replies in Finance Docket No. 34797, New England Transrail, LLC, d/b/a Wilmington & Woburn Terminal Railway—Petition For An Exemption From 49 U.S.C. § 10901 To Acquire, Construct And Operate As A Rail Carrier On Tracks and Land In Wilmington and Woburn, Massachusetts

Dear Secretary Williams:

By letter dated December 12, 2004, Massachusetts State Representative James R. Miceli requested a 25 day extension of the deadline for filing a reply to the above-referenced petition of New England Transrail, LLC ("NET"). Rep. Miceli did not contact NET about his request before filing it with the Board and in violation of Section 1104.7(b) of the Board's regulations, he failed to serve his request on NET.

NET has received similar requests for extensions of time from the Massachusetts Department of Environmental Protection, the National Solid Wastes Management Association and the Town of Wilmington, all of whom were parties of record in the prior proceeding involving NET in Finance Docket No. 34391. Each of these parties was informed by telephone this morning that NET would agree to any request to extend the deadline for filing replies from December 27 (the current due date under Section 1104.7(a)) to January 6, which constitutes a ten (10) day extension of time. NET submits that such an extension accommodates the legitimate needs and concerns of parties' having to coordinate the preparation and filing of their replies over the holiday period. At the same time, it does not unreasonably delay the Board's evaluation of NET's petition, which is the subject of a request for expedited consideration for the reasons set forth in the petition's accompanying transmittal letter.

Rep. Miceli's justification for his request is that he would like to "receive input from the EPA" about the potential listing of the involved property on the National Priorities List ("NPL") before he is required to file what he characterizes as "official comments." However, under the Board's procedures and regulations, Rep. Miceli and other interested parties will have ample opportunity to comment on environmental (and other) issues during the course of the review to be conducted by the Section of Environmental Analysis ("SEA"). The institution of SEA's review should not be unreasonably delayed, which is what Rep. Miceli's extension would result in.

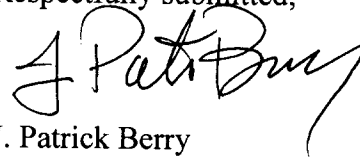
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For these reasons, NET respectfully urges the Board to deny Rep. Miceli's request for a 25 day extension of time. However, NET has no objection to a ten (10) day extension of time, to January 6, 2006, for the filing of replies to its petition.

Eleven (11) copies of this letter are enclosed. Please time-stamp one copy and return it to our messenger.

Thank you for your assistance.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "J. Patrick Berry". The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

J. Patrick Berry

Attorney for New England
Transrail, LLC

cc: Rep. James R. Miceli
Daniel R. Deutsch, Esq.
Stephen M. Richmond, Esq.
Susan P. Ruch, Esq.

CERTIFICATE OF SERVICE

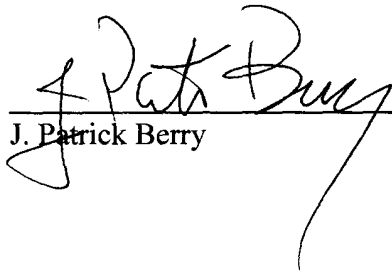
I hereby certify that on this 14th day of December, 2005, a copy of the foregoing was served on the following persons by electronic mail and first-class mail:

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J. Patrick Berry