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August 30, 2004

VIA FACSIMILE AND CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
Mercury Building
1925 K Street, N.W.
Washington, D.C. 20423

FILE FEE WAIVED

Re: STB Docket No. AB-254 (Sub-No. 7X) *211850*
Providence and Worcester Railroad Company (P&W) – Abandonment
Exemption in Southbridge, Webster and Dudley, Massachusetts
Thompson, Connecticut (Southbridge Running Track or SRT)

Dear Secretary Williams:

This letter is a request for an extension of time to continue to complete negotiations with the Providence and Worcester Railroad Company in connection with the NITU issued by the Board in its decision serviced on December 2, 2003. The Board had previously granted an extension of the NITU negotiating period until August 31, 2004. While the parties have in substance come to an agreement, appropriate documentation remains to be executed, and final administrative details need to be wrapped up. Therefore, the parties request an extension until September 14, 2004. Both parties consent to this extension as evidenced by the signatures below.

Please do not hesitate to contact the undersigned if you have any questions or need any further information. I look forward to your response.

Respectfully yours,

Commonwealth of Massachusetts
Massachusetts Highway Department

By: *Gerald Solomon*
Gerald Solomon
Director, Right of Way

Providence and Worcester Railroad Company

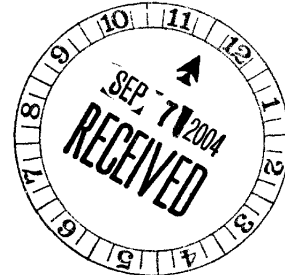
By: _____
Amy Silverstein
Assistant General Counsel



Office of the Commissioner

Mitt Romney
GovernorKerry Healey
Lt. GovernorDaniel A. Grabauskas
SecretaryJohn Cogliano
CommissionerENTERED
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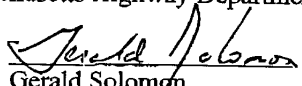
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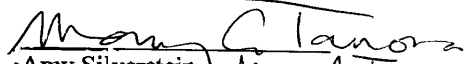
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~~Amy Silverstein~~ Mary A. Tanona
~~Assistant General Counsel~~