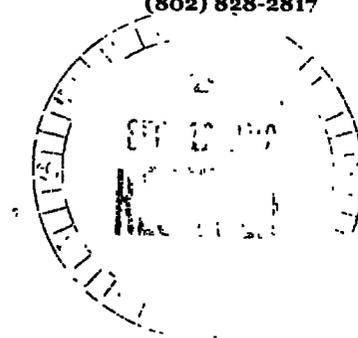




TELEPHONE:
(802) 828-2831

FAX:
(802) 828-2817

STATE OF VERMONT
OFFICE OF THE ATTORNEY GENERAL
VERMONT AGENCY OF TRANSPORTATION
NATIONAL LIFE BUILDING
ONE NATIONAL LIFE DRIVE
MONTPELIER, VERMONT 05633-5001



September 6, 2012

232958

The Honorable Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E Street. SW, Room #100
Washington, DC 20423-0001

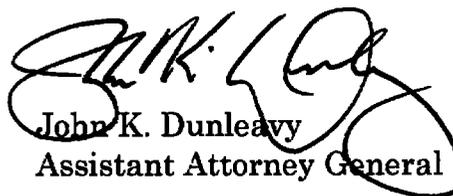
ENTERED
Office of Proceedings
SEP 12 2012
Part of
Public Record

Re: *Genesee & Wyoming, Inc. – Control – RailAmerica, Inc., et al.*
STB Finance Docket No. ~~35654~~ 35654

Dear Ms. Brown:

Enclosed for filing in the above matter are the original and 10 copies of the Vermont Agency of Transportation's "Notice of Intent to Participate," including a certificate of service showing that VTrans is serving copies of this filing upon all persons specified in the Board's September 5, 2012 decision.

Sincerely,


John K. Dunleavy
Assistant Attorney General

jkd

Enclosure

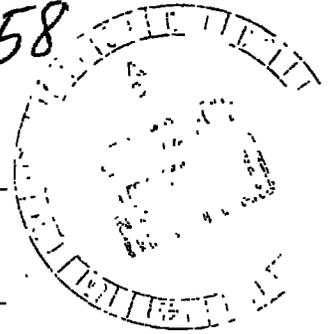
cc: Service List
Christopher Cole, Director of Policy, Planning & Intermodal Development
Dan Delabruere, Rail Program Manager

232958

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35654

GENESEE & WYOMING, INC.
- CONTROL -
RAIL AMERICA, INC., *ET AL.*



ENTERED
Office of Proceedings

SEP 12 2012

Part of
Public Record

NOTICE OF INTENT TO PARTICIPATE

In accordance with the Board's decision served on September 5, 2012 in the above-captioned matter, the Vermont Agency of Transportation ("VTrans") hereby provides notice of its intention to participate in this proceeding. Please add my name and address to the service list as the party of record representing VTrans.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "John K. Dunleavy", is written over a horizontal line.

John K. Dunleavy
Assistant Attorney General
Vermont Agency of Transportation
One National Life Drive
Montpelier, VT 05633-5001
Tel. (802) 828-2831
Fax: (802) 828-2817
john.dunleavy@state.vt.us

Dated: September 6, 2012

CERTIFICATE OF SERVICE

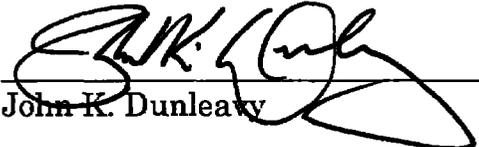
I hereby certify that on September 6, 2012 I served the foregoing Notice of Intent to Participate by first-class mail, postage prepaid, on the following:

Secretary of Transportation
1200 New Jersey Avenue, S.E.
Washington, DC 20590

Attorney General of the United States
c/o Assistant Attorney General
Antitrust Division
Room 3109
Department of Justice
Washington, DC 20530

Terence M. Hynes, Esq.
Sidley Austin LLP
1501 K Street, N.W.
Washington, DC 20005

David H. Coburn, Esq.
Steptoe & Johnson LLP
1330 Connecticut Avenue, N.W.
Washington, DC 20036



John K. Dunleavy