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VIA E-FILING

Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

**RE: *Norfolk Southern Railway Company – Acquisition and Operation –
Certain Rail Lines of the Delaware and Hudson Railway Company, Inc.***
STB Docket No. FD 35873

**NOTICE OF INTENT TO PARTICIPATE OF SEDA-COG JOINT
RAIL AUTHORITY**

Dear Ms. Brown:

SEDA-COG Joint Rail Authority (“JRA”) is the owner of various rail lines in central Pennsylvania that are operated by third-party short lines. The JRA-owned rail lines currently enjoy access to both Norfolk Southern Railway Company (“NSR”) and Delaware & Hudson Railway Company, Inc. (“D&H”).

By this letter filing, the JRA hereby gives notice of its intent to participate in the above-referenced proceeding as its interests may appear. The JRA has been involved in extensive and productive discussions with NSR, which we believe may soon enable the JRA formally to state its support for the proposed transaction. In addition, the JRA looks forward to a similar dialogue with Canadian Pacific Railway Company (acting on behalf of D&H) to better understand its position and its intent to maintain a commercial presence in Pennsylvania.

Sincerely,

Jeffery K. Stover, Executive Director
SEDA-COG Joint Rail Authority

**SEDA-COG JOINT
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Affiliated with
SEDA Council of Governments

CERTIFICATE OF SERVICE

I hereby certify that on this 19th day of December, 2014, copies of the foregoing Notice of Intent to Participate are being served by U.S. Postal Service first class mail upon the following parties appearing on the Surface Transportation Board's service list (available from the agency's website) as of today.

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