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October 14, 2011

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

ENTERED
Office of Proceedings

OCT 14 2011

Part of
Public Record

Re: STB Finance Docket No. 35387
Ag Processing Inc. et al. Petition for Declaratory Order

Dear Ms. Brown:

On September 22, 2011, the Director of the Board's Office of Proceedings issued a decision in the above-captioned matter instituting a declaratory order proceeding and setting the proceeding for oral argument before the Board on October 25, 2011. Each side was allocated 20 minutes for its presentation, with Petitioners granted the right to reserve part of their time for rebuttal.

The September 22 Decision does not note that part of the record consists of Highly Confidential material submitted by Norfolk Southern Railway Company ("NSR") subject to a protective order. Under the protective order, Highly Confidential material may be seen only by outside counsel or experts for the parties (and, of course, the Board and its staff). Petitioners wish to address this Highly Confidential material during oral argument, and have so advised NSR. NSR has responded that, if Petitioners choose to present argument involving the Highly Confidential material, then NSR also would address this material. Accordingly, the Highly Confidential Material would be discussed by one or both of the parties at oral argument if appropriate provision is made for them to do so.

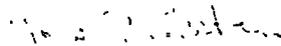
Counsel for Petitioners was advised by the Board's staff that, when an argument involves Highly Confidential material, the Board's preference is to set aside argument dealing with that material until after the "public" argument is completed. Counsel for Petitioners and NSR agree that such an arrangement would be appropriate in this case. However, Petitioners believe that both parties' presentations of their respective cases

would be hampered if the time required to address the Highly Confidential material is to be taken from their allocation of 20 minutes each.

Accordingly, Petitioners request the Board to add time at the end of the scheduled argument for the presentation of argument on Highly Confidential material. Petitioners suggest five minutes per side, with Petitioners opening, NSR responding, and Petitioners then rebutting if they have elected to save any of their five minutes for rebuttal. NSR has agreed to such an arrangement, and consents to this request.

In order for the parties to plan and allocate time to their arguments, we respectfully urge the Board to respond to this request as quickly as possible. We thank the Board in advance for its consideration of our request.

Sincerely,



Andrew P. Goldstein
Attorney for Petitioners

cc: Robert A. Wimbish, Esq.
Norfolk Southern Railway Company

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