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February 4, 2015

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

ENTERED
Office of Proceedings
February 4, 2015
Part of
Public Record

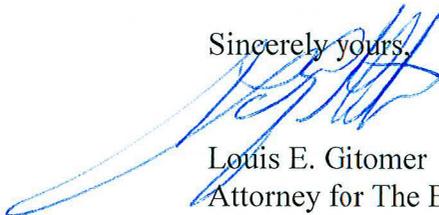
**RE: Docket No. FD 35897, R. J. Corman Railroad Company/Carolina Lines, LLC-
Acquisition and Operation Exemption-The Baltimore and Annapolis Railroad
Company, d/b/a/ Carolina Southern Railroad Company**

Dear Ms. Brown:

The Baltimore and Annapolis Railroad Company, d/b/a/ Carolina Southern Railroad Company ("Carolina Southern") notifies the Surface Transportation Board that contrary to the representations made by R. J. Corman Railroad Company/Carolina Lines, LLC ("Applicant") in the Notice of Exemption filed on January 12, 2015, at pages 3-4, that the agreement is not a final agreement, but an executory contract, titled Terms of Agreement, subject to the approval of the interested parties' Boards of Directors. The Board of Directors of Carolina Southern, an interested party as the seller, has not approved the Terms of Agreement or a formal written agreement. However, Carolina Southern hopes to enter a formal written agreement with Applicant in short order.

This letter is being efiled. If you have any questions, please call or email me.

Sincerely yours,



Louis E. Gitomer

Attorney for The Baltimore and Annapolis
Railroad Company, d/b/a. Carolina
Southern Railroad Company

Cc: Mr. Wimbish