

Before the
SURFACE TRANSPORTATION BOARD
STB Docket No. AB-1095 (Sub. No. 1)

ENTERED
Office of Proceedings
June 12, 2015
Part of
Public Record

PAULSBORO REFINING COMPANY LLC
--ADVERSE ABANDONMENT--
SMS RAIL SERVICE, INC. IN GLOUCESTER COUNTY, NJ

**JOINT RESPONSE OF CONSOLIDATED RAIL CORPORATION
NORFOLK SOUTHERN RAILWAY COMPANY AND
CSX TRANSPORTATION, INC., TO JOINT PETITION OF
PAULSBORO REFINING COMPANY, LLC AND SMS RAIL SERVICES INC.**

Consolidated Rail Corporation ("Conrail"), Norfolk Southern Railway Company ("NS") and CSX Transportation, Inc. ("CSXT") (collectively, the "Interchange Carriers") hereby submit this Joint Response to the May 27, 2015 Joint Petition of Paulsboro Refining Company LLC ("PRC") and SMS Rail Service, Inc. ("SMS") filed in the above-captioned action (the "Petition").

The Interchange Carriers filed their Comments in the instant proceeding on May 16, 2014, taking no position on the merits of PRC's application. The Interchange Carriers, however, felt that PRC had failed adequately to explain, if its application were granted by the Board, how it envisioned receiving common carrier service from Conrail on behalf of NS and CSXT.

The Interchange Carriers now advise the Board that PRC and Conrail have entered into a Sidetrack Agreement, effective April 24, 2015, which permits the outbound and inbound cars from and to PRC's refinery to be interchanged with the Interchange Carriers in Conrail's Paulsboro Yard without SMS being involved as an intermediate common carrier. In addition, on May 27, 2015, PRC, through its counsel, informed Conrail that PRC's switching operator took over for SMS on May 15, 2015 and that SMS is no longer present on the premises, a fact which Conrail has confirmed with its Transportation department. The Interchange Carriers are not

aware of whether the Board was notified of the foregoing facts and takes no position on whether such facts resulted in the satisfaction of the Board's conditions to the effectiveness of its abandonment decision prior to the filing of the instant Petition.

Respectfully submitted,



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Dated: June 12, 2015

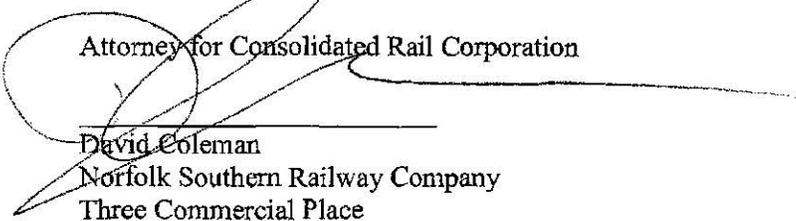
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CERTIFICATE OF SERVICE

I certify that on this 12th day of June, 2015 I served a copy of the foregoing Joint Response of Consolidated Rail Corporation, Norfolk Southern Railway Company and CSX Transportation, Inc., to Joint Petition of Paulsboro Refining Company, LLC and SMS Rail Services, Inc., on the persons listed below via the methods listed below:

Via Electronic and First-Class Mail:

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