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August 2, 2004

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VIA FED EX

Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

**RE: STB Docket No. AB-55 (Sub-No. 568X)
CSX Transportation, Inc. -- Abandonment
Exemption in Franklin County, Pennsylvania**

Dear Mr. Williams:

We represent Frederick A. Fox, Kaye A. Fox, Frederick Armstrong Fox ("the Foxes") and New Franklin Properties, LLC ("New Franklin").

In its decision issued on July 8, 2004, the Board directed the Foxes to complete their OFA for Segment 2 of CSXT's rail line in the Borough of Chambersburg, Franklin County, Pennsylvania, on or before August 9, 2004. We are now in the process of finalizing an agreement with CSXT.

Pursuant to Section 1152.27(i) of the Board's regulations, 49 C.F.R. §1152.27(i), we respectfully request the Board's permission to substitute Kensington Properties, LLC, as the purchaser for Segment 2. Kensington Properties is a Pennsylvania limited liability company that is wholly-owned by Frederick Armstrong Fox. Mr. Fox will guarantee the financial responsibility of Kensington Properties.

In order to allow us to complete the OFA by August 9, 2004, we respectfully request the Board to grant expedited consideration to this request.

If we can provide you with any additional information, then please do not hesitate to contact me. Thank you for your courtesy and attention to this matter.

BECKLEY & MADDEN

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Very truly yours,

BECKLEY & MADDEN

By



Charles O. Beckley, II

cc: Louis E. Gitomer, Esquire
Mr. Frederick Armstrong Fox