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January 6, 2003

BY HAND DELIVERY

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Edward J. Fishman
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Re: **Docket No. AB-279 (Sub-No. 3) - 207002**
Canadian National Railway Company -- Adverse Discontinuance --
Lines of Bangor and Aroostook Railroad Company and Van Buren
Bridge Company in Aroostook County, Maine

Docket No. AB-124 (Sub-No. 2) - 207003
Waterloo Railway Company -- Adverse Abandonment -- Lines of
Bangor and Aroostook Railroad Company and Van Buren Bridge
Company in Aroostook County, Maine

Dear Secretary Williams:

I am enclosing an original and ten copies of the **Trustee of Bangor and Aroostook Railroad Company's Motion For Leave to File a Reply to the Canadian National Railway Company and Waterloo Railway Company Opposition to the Trustee's Motion to Compel**, dated January 6, 2003, for filing in the above-captioned proceeding.

Should any questions arise regarding this filing, please feel free to contact me. Thank you for your assistance on this matter.

Respectfully submitted,

Edward J. Fishman

Attorney for Trustee of Bangor and Aroostook
Railroad Company, et al.

Enclosures

cc: Parties on Certificate of Service

ENTERED
Office of Proceedings

JAN 07 2003

Part of
Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

DOCKET NO. AB-279 (Sub-No. 3)

CANADIAN NATIONAL RAILWAY COMPANY
--ADVERSE DISCONTINUANCE --
LINES OF BANGOR AND AROOSTOOK RAILROAD COMPANY AND
VAN BUREN BRIDGE COMPANY
IN AROOSTOOK COUNTY, MAINE

DOCKET NO. AB-124 (Sub-No. 2)

WATERLOO RAILWAY COMPANY
-- ADVERSE ABANDONMENT --
LINES OF BANGOR AND AROOSTOOK RAILROAD COMPANY AND
VAN BUREN BRIDGE COMPANY
IN AROOSTOOK COUNTY, MAINE

**TRUSTEE OF BANGOR AND AROOSTOOK RAILROAD COMPANY'S MOTION FOR
LEAVE TO FILE A REPLY TO THE CANADIAN NATIONAL RAILWAY COMPANY
AND WATERLOO RAILWAY COMPANY OPPOSITION TO THE TRUSTEE'S
MOTION TO COMPEL**

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**ATTORNEYS FOR TRUSTEE OF BANGOR
AND AROOSTOOK RAILROAD COMPANY,
ET AL.**

Dated: January 6, 2003

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MOTION TO COMPEL**

Pursuant to 49 C.F.R. § 1117.1, James E. Howard, Chapter 11 Trustee of Bangor and Aroostook Railroad Company, Debtor (the "Trustee") respectfully requests leave to file the accompanying reply ("Reply") to the Opposition filed by Canadian National Railway Company and Waterloo Railway Company to the Trustee's Motion to Compel ("CN Opposition").¹

The CN Opposition blatantly mischaracterizes the case law pertaining to the availability of discovery in adverse abandonment cases. CN argues that discovery is not available in abandonment proceedings in the face of applicable precedent to the

¹ By letter filed December 11, 2002, CN indicated to the Board that it expected to file the CN Opposition no later than December 23, 2002. CN's Opposition was actually filed with the Board on December 30, 2002, the last possible date for filing under 49 CFR § 1104.13(a).

contrary and in contravention of the Board's discovery regulations. CN also grossly overstates the alleged burden of complying with the Discovery Requests. The Reply is necessary to clarify the availability and limited scope of the discovery sought by the Trustee.²

For the foregoing reasons, the Trustee respectfully requests that the Board grant the Trustee leave to file the accompanying Reply to CN's Opposition.

Respectfully submitted

By:



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**ATTORNEYS FOR TRUSTEE OF BANGOR &
AROOSTOOK RAILROAD COMPANY, ET.
AL.**

Dated: January 6, 2003

² See South Orient Railroad Company, Ltd. – Abandonment and Discontinuance of Trackage Rights – Between San Angelo and Presidio, TX, STB Docket No. AB-545 (STB served October 6, 1998) (good cause or additional information necessary to develop a more complete record allows the Board to admit subsequent replies).

CERTIFICATE OF SERVICE

I hereby certify that on this 6th day of January, 2003, a copy of the foregoing **Trustee Of Bangor And Aroostook Railroad Company's Motion For Leave To File A Reply To The Canadian National Railway Company And Waterloo Railway Company Opposition To The Trustee's Motion To Compel** was served by facsimile and regular mail upon:

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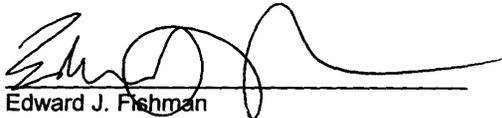
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