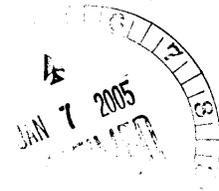


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January 7, 2005

VIA FAX (202-565-9004) AND REGULAR MAIL

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

ENTERED  
Office of Proceedings

JAN 07 2005

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Public Record

RE: **STB Docket No. AB-254 (Sub-No. 7X)**  
**Providence and Worcester Railroad Company ("P&W") - Abandonment**  
**Exemption in Thompson, Connecticut ("Southbridge Running Track")**

Dear Secretary Williams:

This letter is in response to the December 23, 2004 filing by the State of Connecticut, Department of Environmental Protection (the "State") regarding the abandonment of an approximate 3.4 mile portion of the Southbridge Running Track ("SRT") and the State's request for imposition of a Public Use Condition and an Interim Trail Use Condition. This portion of the SRT is the final piece needed to create a contiguous bike trail from Webster, MA through Quinebaug, CT and back into Dudley, MA. Providence and Worcester Railroad Company ("P&W") has already come to an agreement with the Commonwealth of Massachusetts regarding their use of the Massachusetts property and we have no objection to imposition of the two uses on the Connecticut portion. P&W has been negotiating with the State and will continue to do so until the transaction is complete.

Please do not hesitate to contact me if you have any questions or need any further information.

Very truly yours,

Amy Silverstein  
Assistant General Counsel

cc: David Leff, CT DEP  
John Spillane, Esq.

**PROVIDENCE AND WORCESTER RAILROAD COMPANY**  
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601  
TELEPHONE (508) 755-4000 FAX (508) 795-0748