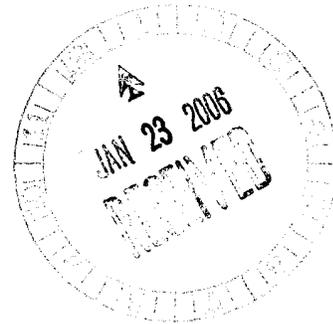


HARKINS CUNNINGHAM LLP

Attorneys at Law

Paul A. Cunningham
202.973.7601
pac@harkinscunningham.com

1700 K Street, N.W.
Suite 400
Washington, D.C. 20006-3817
Telephone 202.973.7600
Facsimile 202.973.7610



January 23, 2006

ENTERED
Office of Proceedings

JAN 23 2006

Part of
Public Record

BY HAND

The Honorable Vernon A. Williams
Secretary
Case Control Branch
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

215621

215622

Re: *Norfolk Southern Railway Company – Trackage Rights Exemption – Meridian
Speedway LLC – Between Meridian, MS and Shreveport, LA, STB Finance
Docket No. 34821; Kansas City Southern, The Kansas City Southern Railway
Company, and Meridian Speedway, LLC – Exemption for Transactions Within a
Corporate Family, STB Finance Docket No. 34822; The Kansas City Southern
Railway Company – Trackage Rights Exemption – Meridian Speedway, LLC,
STB Finance Docket No. 34823*

215623

Dear Secretary Williams:

Attached for filing in the above-referenced proceedings are an original and 30 copies (10 for each docket) of a Joint Petition for Stay, being filed on behalf of Canadian National Railway Company, Kansas City Southern, The Kansas City Southern Railway Company, Meridian Speedway, LLC, and Norfolk Southern Railway Company.

Also enclosed is a diskette containing the text of this filing in Microsoft Word format.

Very truly yours,

Paul A. Cunningham

Enclosures

PHILADELPHIA
2800 One Commerce Square
2005 Market Street
Philadelphia, PA 19103-7042
215.851.6700

NEW YORK
One Penn Plaza
25th Floor
New York, NY 10119-2532
212.329.1750

The Honorable Vernon A. Williams
January 23, 2006
Page 2

cc: The Honorable W. Douglas Buttrey, Chairman (by hand)
The Honorable Francis P. Mulvey, Vice Chairman (by hand)
David M. Konschnik, Director, Office of Proceedings (by hand)
Robert B. Terry, Esquire
William A. Mullins, Esquire (by hand)
James A. Hixon, Esquire
G. Paul Moates, Esquire (by hand)

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 34821

NORFOLK SOUTHERN RAILWAY COMPANY
– TRACKAGE RIGHTS EXEMPTION –
MERIDIAN SPEEDWAY LLC –
BETWEEN MERIDIAN, MS AND SHREVEPORT, LA

ENTERED
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STB Finance Docket No. 34822

KANSAS CITY SOUTHERN, THE KANSAS CITY SOUTHERN
RAILWAY COMPANY, AND MERIDIAN SPEEDWAY, LLC –
EXEMPTION FOR TRANSACTIONS WITHIN A CORPORATE FAMILY

STB Finance Docket No. 34823

THE KANSAS CITY SOUTHERN RAILWAY COMPANY
– TRACKAGE RIGHTS EXEMPTION –
MERIDIAN SPEEDWAY, LLC

JOINT PETITION TO STAY EXEMPTIONS

Canadian National Railway Company (“CN”), along with the parties in the above-entitled proceedings, Kansas City Southern (“KCS”), The Kansas City Southern Railway Company (“KCSR”), Meridian Speedway, LLC (“MSLLC”), and Norfolk Southern Railway Company (“NSR”), jointly request that the Board stay the exemptions in these proceedings for 30 days, or until February 23, 2006, to enable KCS, NSR, and CN to attempt to negotiate a mutually beneficial agreement addressing the operational impacts of the underlying transactions on CN’s line in Jackson, MS.

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 34821

NORFOLK SOUTHERN RAILWAY COMPANY
– TRACKAGE RIGHTS EXEMPTION –
MERIDIAN SPEEDWAY LLC –
BETWEEN MERIDIAN, MS AND SHREVEPORT, LA

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On January 17, 2006, KCS, KCSR, MSLLC, and NSR filed a series of notices of exemptions in these proceedings, as more fully described therein, for authority to implement a joint venture between KCS and Norfolk Southern Corporation (the holding company for NSR) involving the transfer to MSLLC, a newly formed entity, of the Meridian, MS-Shreveport, LA portion of KCSR's "Meridian Speedway" line between Meridian, MS and Dallas, TX and the establishment of underlying operations. The purpose of the joint venture is to facilitate capital investments that will upgrade the line and expand its capacity and thereby permit the parties to carry increased traffic and to enhance safe operations over the Speedway, an important East-West route linking the Southwest and the Southeast. Absent further action by the Board, the exemptions become effective tomorrow, January 24, 2006.

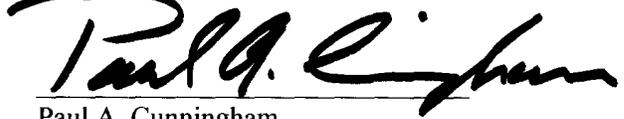
The Meridian-Shreveport line crosses CN's North-South mainline between Chicago and New Orleans at Jackson, MS, and current KCSR operations and those contemplated by the embraced notices of exemption must necessarily move over a fourth-tenths of a mile segment of that mainline in Jackson. As described in the filings, KCSR operates over the CN track pursuant to a 1986 trackage rights agreement between MidSouth Corporation, subsequently acquired by KCS, and Illinois Central, CN's subsidiary. It is the intent of KCS, KCSR, and NSR to seek CN's consent for assignment of the KCSR rights to the joint venture and for MSLLC to then provide for operations, including over the CN segment, at increased traffic levels as the line is upgraded.

CN has no objection to the basic proposals of KCS and NSR to enhance capacity, improve safe operations, and increase their business, and it recognizes the potential benefits that may be realized through the transactions. However, the CN track at issue, used by both CN and KCSR, already handles approximately 50 trains per day.

NSR and KCS have consulted with CN about the proposed transaction, and they have expressed a willingness to work with CN to address issues relating to the joint use of this four-tenths of a mile line. KCS, KCSR, MSLLC, NSR, and CN believe that an agreement can be reached that addresses responsibilities, obligations, and procedures for dealing with operational problems, including further capacity concerns, that may arise in the handling of additional traffic that KCS and NSR hope to move over the Meridian Speedway. Accordingly, KCS, KCSR, MSLLC, NSR and CN jointly request that the Board stay the effectiveness of the exemptions in these proceedings for 30 days to afford the parties time to attempt to reach such an agreement. Moreover, should the parties – who already have plans to meet on January 24, 2006, to continue their discussions on this matter – reach an agreement in less than 30 days, they will promptly notify the Board.

WHEREFORE, for the reasons set forth above, the Board should stay the exemptions of the transactions that are the subjects of the notices of exemption in STB Finance Docket Nos. 34821, 34822, and 34823 until February 23, 2006.

Respectfully submitted,



Sean Finn
CANADIAN NATIONAL RAILWAY COMPANY
P.O. Box 8100
Montréal, PQ H3B 2M9
(514) 399-5430

Paul A. Cunningham
Gerald P. Norton
James M. Guinivan
HARKINS CUNNINGHAM LLP
1701 K Street, N.W., Suite 400
Washington, DC 20006-3804
(202) 973-7600

Theodore K. Kalick
CANADIAN NATIONAL RAILWAY COMPANY
Suite 500, North Building
601 Pennsylvania Ave., N.W.
Washington, D.C. 20004
(202) 347-7840

*Counsel for Canadian National Railway Company
and Illinois Central Railroad Company*

Robert B. Terry
Thomas J. Healey
KANSAS CITY SOUTHERN
427 West 12th Street
Kansas City, MO 64105
(816) 983-1370



William A. Mullins
David C. Reeves
BAKER & MILLER PLLC
2401 Pennsylvania Ave., N.W.
Suite 300
Washington, D.C. 20037
(202) 663-7823

*Counsel for Kansas City Southern, The Kansas City Southern
Railway Company, and Meridian Speedway, LLC*

James A. Hixon
James A. Squires
George A. Aspatore
John M. Scheib
Norfolk Southern Corporation
Three Commercial Place
Norfolk, VA 23510
(757) 629-2657



G. Paul Moates
Terence M. Hynes
Paul A. Hemmersbaugh
Sidley Austin LLP
1501 K Street, N.W.
Washington, D.C. 20005
(202) 736-8000

*Counsel for Norfolk Southern Corporation and
Norfolk Southern Railway Company*

January 23, 2006