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January 31, 2006

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

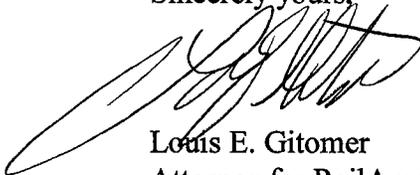
RE: Ex Parte No. 647, *Class Exemption for Expedited Abandonment Procedure for Class II and Class III Railroads*

Dear Secretary Williams:

RailAmerica, Inc. ("RailAmerica"), a non-carrier holding company that controls 43 subsidiary railroads intends to participate in the proceeding commenced by the Advance Notice of Proposed Rulemaking served by the Surface Transportation Board on January 19, 2006.

RailAmerica is efilng this letter. Thank you for your assistance. If you have any questions, please call or email me.

Sincerely yours,



Louis E. Gitomer
Attorney for RailAmerica, Inc.