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April 17, 2006

BY HAND

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



Re: Norfolk Southern Railway Company—Control and Consolidation
Exemption—Algers, Winslow and Western Railway Company,
STB Finance Docket No. 34839.

Dear Secretary Williams:

I am writing in response to a letter dated April 12, 2006 submitted to the Board by Mr. Thomas Wilcox, counsel to Indianapolis Power & Light Company ("IPL") and a letter dated April 14, 2006 by Mr. Christopher Mills, counsel for PSI Energy, Inc., regarding the rebuttal filed by Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively "NS") on April 11, 2006 to replies filed by IPL and others to NS' petition for exemption in this proceeding. Mr. Wilcox's letter purports to make no request of the Board but merely states IPL's opinion that the Board should "on its own motion immediately establish a procedural schedule in this proceeding that at a minimum permits IPL and the other parties of record at least 20 days to respond to NSR's and NSC's filing." Mr. Wilcox's letter also "notifies the Board that [IPL] is in the process of preparing an appropriate filing that expands on the points raised in this letter that IPL intends to file in due course under the Board's procedural rules." Mr. Mill's letter supports Mr. Wilcox.

Mr. Wilcox provides no good reason why the Board should, on its own motion or otherwise, prolong this proceeding further by allowing further replies. Doing so would effectively deprive NS of the availability of the expedited exemption process merely because IPL and others have raised baseless claims that NS has been required to rebut. NS' rebuttal merely responded to the arguments the objectors made—arguments that are contrary to well established Board precedents that the objectors completely ignored.

Contrary to Mr. Wilcox's claim, NS' rebuttal was not in violation of the Board's rules but was specifically authorized by the Board's order served April 3, 2006. As NS noted in its rebuttal, NS had no reason in its petition for to anticipate the groundless arguments made in the

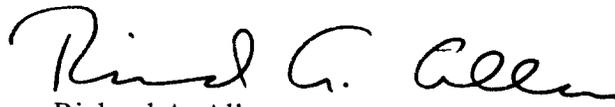
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lengthy replies filed by IPL, Indiana Southern Railway Company and others. More replies by those parties would not only violate the rule at 49 C.F.R. § 1104.13(c) but would also be wholly unwarranted. IPL and the other parties have already made their arguments in opposition to the petition for exemption at length. Even if this were not an exemption proceeding, the normal practice is to permit the moving party—here NS—the final word in support of the relief it seeks. There is no reason to depart from that practice in this case.

Sincerely,

A handwritten signature in cursive script that reads "Richard A. Allen".

Richard A. Allen

Encl.

cc: (w/encl.) All parties of record