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December 3, 2009

BY HAND DELIVERY

Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001



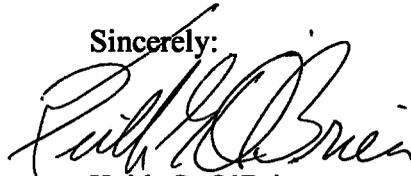
Re: ***Massachusetts Department of Transportation – Acquisition Exemption –
Certain Assets of CSX Transportation, Inc.
STB Finance Docket No. 35312***

Dear Ms. Brown:

When the Notice of Exemption in the above mater was filed the supporting verification and certification of Jeffrey B. Mullan on behalf of the Massachusetts Department of Transportation were facsimiles. Enclosed for association with the original filing are the original verification and certification pages signed by Mr. Mullan.

Your courtesy in this matter is appreciated.

Sincerely:


Keith G. O'Brien

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Public Record

VERIFICATION

Pursuant to 28 U.S.C. 1746, I declare under the penalty of perjury under the laws of the United States that I am authorized to make this verification on behalf of the Massachusetts Department of Transportation, and that the foregoing notice of exemption is true and correct to the best of my knowledge and belief.



Jeffrey B. Mullan
Secretary and Chief Executive Officer
Massachusetts Department of Transportation

November 23, 2009

CERTIFICATION

I, Jeffrey B. Mullan of, the Massachusetts Department of Transportation ("MassDOT") hereby certify that MassDOT's projected annual revenues resulting from the consummation of the proposed transaction would not exceed \$5 million annually, and would not result in MassDOT becoming a Class I or Class II carrier under the provisions of 49 CFR 1201(1-1).



Jeffrey B. Mullan
Secretary and Chief Executive Officer
Massachusetts Department of Transportation

November 23, 2009