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August 10, 2010

**Ms. Cynthia Brown
Surface Transportation Board
202-245-0464**

**Re: FD 35398
FD 35399
FD 35400**

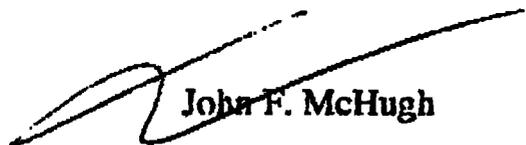
**ENTERED
Office of Proceedings
AUG 10 2010
Part of
Public Record**

Dear Ms. Brown:

Following please find the three documents Ms. Frankic McNair requested for these three matters.

Thank you for your assistance.

Very truly yours,


John F. McHugh

227613

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35398

**BDB COMPANY ACQUISITION, ACTIVE RAIL PROPERTY-
CONSOLIDATED RAIL CORPORATION**

NOTICE OF EXEMPTION

ENTERED
Office of Proceedings

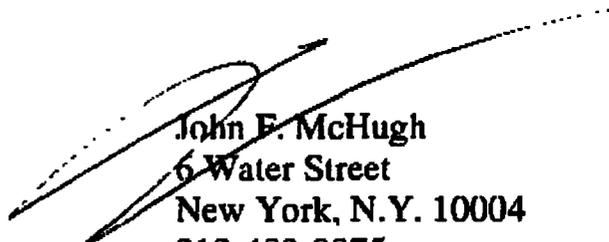
AUG 10 2010

Part of
Public Record

Certification

BDB Company certifies that the projected annual revenues as the result of this transaction will not exceed those that would qualify it as a Class III rail carrier.

Dated, New York, N.Y.
August 10, 2010


John F. McHugh
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New York, N.Y. 10004
212-483-0875

VERIFICATION

John F. McHugh declares pursuant to 28 U.S.C. §1746 that he is the attorney for BDB Company and is authorized to make this declaration, and knows the representations hereinabove made in this Notice of Exemption are correct from his own knowledge and/or that he believes the information provided to be correct based upon the information known.

The undersigned declares under penalty of perjury that the forgoing is true.

Dated, New York, N.Y.
August 10, 2010