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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

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Part of
Public Record

TOTAL PETROCHEMICALS USA, INC.

Complainant,

v.

Docket No. NOR 42121

**CSX TRANSPORTATION, INC; MOHAWK,
ADIRONDACK & NORTHERN RAILROAD
CORP.; and R.J. CORMAN RAILROAD
COMPANY (MEMPHIS)**

Defendants.

THIRD MOTION TO DISMISS COMPLAINT

TOTAL PETROCHEMICALS USA, INC. ("TPI") hereby moves to dismiss the Complaint in the above-captioned proceeding against the R.J. Corman Railroad Company (Memphis) ("RJCM"). TPI has reached a settlement with RJCM. TPI will shortly file a Fourth Amended Complaint which reflects the removal of several short line defendants within the past two weeks and the revised CSXT tariff rates that TPI has challenged in this proceeding.

TPI requests that the Board dismiss the Complaint against RJCM with prejudice. In support of this Motion, TPI states that dismissal will simplify this proceeding by reducing the number of parties involved. Additionally, CSXT has previously stated that it would not object to dismissal of defendants and/or lanes. See letter from CSXT counsel to the Board (filed Oct. 29, 2010).

Respectfully submitted,



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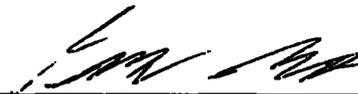
February 1, 2011

CERTIFICATE OF SERVICE

I hereby certify that this 1st day of February 2011, I served a copy of the foregoing upon Defendants in the following manner and at the addresses below:

Via e-mail and first-class mail to:

<p>G. Paul Moates Paul Hemmersbaugh Sidley Austin LLP 1501 K Street, NW Washington, DC 20005</p> <p>pmoates@sidley.com phemmersbaugh@sidley.com</p> <p><i>Counsel for CSXT</i></p>	<p>John Herbrand General Counsel Mohawk, Adirondack & Northern Railroad Corp. 1 Mill Street, Suite 101 Batavia, NY 14020</p> <p>jsh@herbrandlaw.com</p>
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