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A. Gayle Jordan
General Solicitor - Environmental

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VIA FACSIMILE, REGULAR MAIL & E-MAIL
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March 16, 2011

Mr. Wayne T. Lemoi
Director, PHMSA Pipeline Safety, Southern Region
233 Peachtree St. NE, Suite 600
Atlanta, GA 30303

Re: CPF 2-2011-6004M

Dear Mr. Lemoi:

Norfolk Southern Railway Company ("Norfolk Southern") has received the Notice of Amendment ("Notice") dated February 15, 2011, with respect to its Macon diesel fuel pipeline. Norfolk Southern understands that the Notice relates to inspections conducted by the Pipeline and Hazardous Materials Safety Administration ("PHMSA") on September 28-29, 2009, November 30, 2009, and June 29, 2010. By way of summary, the Notice alleges that Norfolk Southern's procedures for its pipeline facility in Macon are inadequate in several respects. The Notice does not propose a fine or civil penalty for the cited inadequacies.

As you know, Norfolk Southern has a strong commitment to regulatory compliance and has been working diligently to modify its plans. We appreciate that the Department of Transportation ("DOT") has brought the matters in the Notice to our attention so that we may correct them. Of course, our intention is to comply with the requirements in every respect

We hereby respond to the allegations put forth in the Notice by advising DOT that Norfolk Southern elects not to contest the findings put forth in the Notice. Norfolk Southern intends to address the matters identified in the Notice, and will submit the amended procedures to your office for review. As discussed at our January 24, 2011 meeting, Norfolk Southern has retained additional consultants to assist in making the required revisions and to otherwise assist in addressing compliance questions at Macon. We understand a response is due on June 8, 2011, and will work towards submitting the appropriate changes by that date. As we have explained, the Company is exploring a number of strategic options with respect to the operation of the Macon pipeline as well as the other pipelines we discussed. While we do not anticipate that this

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transition might affect the time of a response to this Notice, Norfolk Southern reserves the right to request a further extension of this timing requirement should the circumstances so warrant.

Sincerely,

A handwritten signature in black ink, appearing to read "A. Gayle Jordan". The signature is written in a cursive style with a large, sweeping initial "A" and a long, horizontal stroke extending to the right.

A. Gayle Jordan