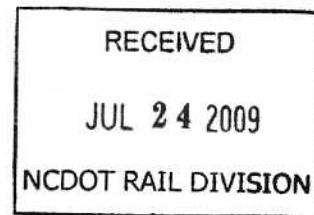


Scott M. Saylor
President



July 22, 2009

Mr. Pat Simmons
Director, Rail Division
N. C. Department of Transportation
1553 Mail Service Center
Raleigh, NC 27699

Dear Mr. Simmons,

Enclosed is the resolution approved by the North Carolina Railroad Company Board of Directors on July 16, 2009. The resolution acknowledges the Company's support of funding from Passenger Rail Investment and Improvement Act of 2008 and the American Recovery and Reinvestment Act of 2009 as NCRR works closely with the North Carolina Department of Transportation in refining project priorities and implementation.

We look forward to working with you and the Department and appreciate the partnership to improve freight and passenger rail service in North Carolina.

Sincerely,

A handwritten signature in black ink, appearing to be "S. Saylor".

Scott M. Saylor

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE
NORTH CAROLINA RAILROAD COMPANY**

WHEREAS, the Passenger Rail Investment and Improvement Act of 2008 and the American Recovery and Reinvestment Act of 2009 are now in effect, and;

WHEREAS, the Acts establish a program of federal capital grants to states and interstate high-speed rail compacts for infrastructure investments which will improve passenger, intermodal and freight services, create a new capital program for states to expand and improve conventional and high-speed intercity passenger rail services, facilitate competitive service provisions, provide grants to address critical rail network capacity needs, and encourage public-private partnerships that provide for the financing, design, construction, operation, and maintenance of high-speed rail services, and;

WHEREAS, the Congress has appropriated \$8,000,000,000 and the President has recommended a program of additional investments at the rate of \$1,000,000,000 annually over the next five federal fiscal years for a total national availability of \$13,000,000,000 to develop high speed rail and other investments in rail infrastructure that improve network capacity, safety and reliability, and;

WHEREAS, primary objectives of the Acts are to contribute to economic recovery efforts by creating and or saving jobs, advance strategic transportation goals that ensure safe and efficient transportation, build a foundation for future economic competitiveness, promote energy efficiency and environmental quality, support interconnected livable communities, and further development of high-speed and intercity passenger goals, and;

WHEREAS, the North Carolina Railroad Company is halfway through a \$160 million capital program in partnership with the North Carolina Department of Transportation and Norfolk Southern Railway to enhance safety, add track capacity and improve passenger rail travel times and reliability, and;

WHEREAS, the North Carolina Railroad Company has reviewed the North Carolina Department of Transportation's rail infrastructure investment program of projects for funding from the Acts, and supports 100% federal funding for such projects to build on the long term vision of North Carolina's rail future;

NOW, THEREFORE, BE IT RESOLVED that the North Carolina Railroad Company Board of Directors supports the State of North Carolina's goals and objectives and will coordinate further with the Department to timely implement rail projects that help secure the economic health and well being of the state and to enhance transportation infrastructure for passenger and freight rail on the North Carolina Railroad line and throughout the state.

Effective this 16th day of July, 2009.




Recording Secretary