Manager Securities Operations





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1-32579

December 28, 2001

Ms. Krista M. Hughes
Branch Chief
Securities and Exchange Commission
Branch of Filer Support 2
Room 1004 -- STOP/1-4
450 Fifth Street, NW
Judiciary Plaza
Washington, DC 20549

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Dear Ms. Hughes:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Railamerica, Inc., Common Stock, \$.001 par value and Common Stock Purchase Rights with respect to Common Stock, par value \$.001 and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on December 28, 2001. Tentative listing date –January 2, 2002.

Sincerely,

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THONSON FINANCIAL