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July 28, 2011

VIA Electronic Submission

Office of the Chief Accountant
Division of Corporate Finance
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

File Reference No. 4-600

Re: Work Plan for Consideration of Incorporating International Financial Reporting Standards into the Financial Reporting System for U.S. Issuers

Dear Ladies and Gentlemen:

CSX Corporation (CSX) appreciates the opportunity to provide comments to the *Work Plan for Consideration of Incorporating International Financial Reporting Standards ("IFRS") into the Financial Reporting System for U.S. Issuers*. CSX provides comments to you based on the premise of being a large accelerated filer and preparer of financial statements prepared in accordance with U.S. GAAP. CSX, based in Jacksonville, Florida, is listed on the NYSE and is one of the nation's leading transportation suppliers. The Company provides rail-based transportation services including traditional rail service and the transport of intermodal containers and trailers. CSX supports and joins in the comments on the work plan prepared by the Association of American Railroads (AAR). CSX's comments are intended to supplement the comments to be filed by the AAR.

CSX supports the overall framework of the condorsement approach as outlined in the work plan. We commend the U.S. Securities and Exchange Commission ("SEC") for its efforts in exploring a possible framework in having a single set of high-quality, globally accepted accounting standards. CSX respectfully requests that consideration be given to the authority outlined in the framework, and in transition. The two primary areas of preference are described below:

- Framework: Avoid "U.S. flavor" of IFRS
- Transition: Gradual implementation and evaluation of each IFRS for retrospective vs. prospective application

Framework: CSX emphasizes that a "U.S. flavor" of IFRS should be rare if not completely avoided. If all jurisdictions applied their own authority, a single set of globally accepted standards will not be achieved and efforts to incorporate IFRS into U.S. GAAP will be ineffective. CSX recognizes the importance for the United States to have an active role in the international accounting arena. The roles of the FASB and SEC are critical in participating and supporting the development of IFRS, however, CSX is concerned over the authority to modify the requirements of IFRS that will be incorporated into U.S. GAAP. CSX recommends that both regulatory bodies limit their authority to circumstances that are only U.S. specific and where guidance does not currently exist within IFRS (e.g. uncertain tax positions and revenue recognition for specific transactions such as real estate transactions and software development.)

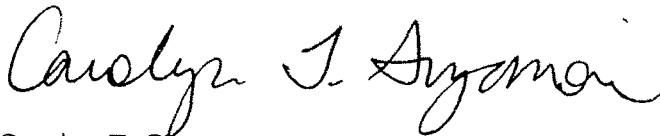
Transition Element: CSX supports a flexible, tailored transition strategy. The condorsement method as outlined in the work plan allows for a gradual implementation that minimizes cost and effort in this transition. It would also align the United States with other jurisdictions by retaining the national standard setter's authority to establish accounting standards in the United States.

In order for U.S. issuers filing under U.S. GAAP to represent that they are compliant with "IFRS as issued by the IASB", CSX suggests adopting IFRS on a retrospective basis, limiting prospective application to the exceptions outlined in IFRS 1 (i.e. hedge accounting, non-controlling interest, borrowing costs, and other specific circumstantial exceptions which have demonstrated a need for prospective application due to factors such as cost, practicality, etc.) CSX recommends evaluating each IFRS for additional exception to retrospective application as each standard is incorporated into U.S. GAAP. For example, the framework discusses the possible approach to incorporating IAS 16 *Property, Plant and Equipment* which includes the concept of componentization, not currently found in ASC 360 *Property, Plant and Equipment*. Retrospective application of this particular standard raises significant concern for capital intensive industries such as railroads, and an additional requirement to componentize is an even greater concern. Componentization would be a huge burden on resources and extremely costly as much of the information needed to componentize is not currently readily available. It is also believed that users of the financial statements would not receive any better information as a result of a retrospective application. Railroads currently follow the group method of depreciation when accounting for a large group of homogenous assets. This is an acceptable method under U.S. GAAP and we recommend it continue to be an acceptable method under IFRS.

CSX recognizes the time and effort that has been involved in the Memorandum of Understanding projects and has concerns that before any IFRS can be incorporated, these convergence projects should be completed as phase one. CSX agrees with the work plan that phase two would include international standards that are on the IASB's current standard setting agenda, followed by phase three including all other international standards and areas not addressed by IFRS.

CSX appreciates the opportunity to comment on this Staff Paper and the SEC's consideration of the responses contained in this letter. We would be glad to speak with you directly if appropriate. Do not hesitate to call me at (904) 359-1507.

Very truly yours,



Carolyn T. Sizemore
Vice President and Controller

cc: Oscar Munoz – Chief Financial Officer
Angie Williams – Assistant Controller