

CSX CORP  
Form FWP  
April 23, 2007

Filed Pursuant to Rule 433

Registration No. 333-140732

**PRICING TERM SHEETS**

**5.600% Notes due 2017**

**Issuer:** CSX Corporation

**Security:** 5.600% Notes due 2017

**Size:** \$300,000,000

**Maturity Date:** May 1, 2017

**Coupon:** 5.600%

**Interest Payment Dates:** May 1 and November 1, commencing November 1, 2007

**Price to Public:** 99.817%

**Benchmark Treasury:** 4.625% due February 15, 2017

**Benchmark Treasury Yield:** 4.674%

**Spread to Benchmark Treasury:** + 95 bp

**Yield:** 5.624%

**Make-Whole Call:** T+ 20 bp

**Expected Settlement Date:** April 25, 2007

**CUSIP:** 126408 GJ6

**Anticipated Ratings:** Baa2 (Stable) by Moody's Investors Service, Inc.  
BBB (Stable) by Standard & Poor's Ratings Services  
BBB (Stable) by Fitch Ratings Ltd.

**Joint Book-Running Managers:** Citigroup Global Markets Inc.  
J.P. Morgan Securities Inc.  
Morgan Stanley & Co. Incorporated

**Senior Co-Managers** Barclays Capital Inc.  
Deutsche Bank Securities Inc.

**Co-Managers:** Mizuho Securities USA Inc.  
Credit Suisse Securities (USA) LLC  
Mitsubishi UFJ Securities International plc  
Scotia Capital (USA), Inc.

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UBS Securities LLC

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering.**

**You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc. toll free at 1-877-858-5407, J.P. Morgan Securities Inc. collect at 212-834-4533 or Morgan Stanley & Co. Incorporated toll free at 1-866-718-1649.**

**PRICING TERM SHEETS****6.150% Notes due 2037**

Issuer:	CSX Corporation
Security:	6.150% Notes due 2037
Size:	\$700,000,000
Maturity Date:	May 1, 2037
Coupon:	6.150%
Interest Payment Dates:	May 1 and November 1, commencing November 1, 2007
Price to Public:	99.903%
Benchmark Treasury:	4.500% due February 15, 2036
Benchmark Treasury Yield:	4.867%
Spread to Benchmark Treasury:	+ 129 bp
Yield:	6.157%
Make-Whole Call:	T+ 25 bp
Expected Settlement Date:	April 25, 2007
CUSIP:	126408 GK3
Anticipated Ratings:	Baa2 (Stable) by Moody's Investors Service, Inc. BBB (Stable) by Standard & Poor's Ratings Services BBB (Stable) by Fitch Ratings Ltd.
Joint Book-Running Managers:	Citigroup Global Markets Inc. J.P. Morgan Securities Inc. Morgan Stanley & Co. Incorporated
Senior Co-Managers:	Barclays Capital Inc. Deutsche Bank Securities Inc.
Co-Managers:	Mizuho Securities USA Inc. Credit Suisse Securities (USA) LLC Mitsubishi UFJ Securities International plc Scotia Capital (USA), Inc. UBS Securities LLC

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