

301166

BEFORE THE  
SURFACE TRANSPORTATION BOARD

ENTERED  
Office of Proceedings  
October 8, 2020  
Part of  
Public Record

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DOCKET NO. FD 36446

DFW & SOUTHERN RAILWAY COMPANY  
-- OPERATION EXEMPTION -  
MIDTEXAS INTERNATIONAL CENTER

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VERIFIED NOTICE OF EXEMPTION OF  
DFW & SOUTHERN RAILWAY COMPANY  
PURSUANT TO 49 C.F.R. § 1150.32

FILED  
October 8, 2020  
SURFACE  
TRANSPORTATION BOARD

L. Randall Denton  
DFW & Southern Railway Company  
100 Center Drive (a private street)  
P.O. Box 80  
Midlothian, Texas 76065  
Telephone 972-723-5522

Dated: October 8, 2020

FEE RECEIVED  
October 8, 2020  
SURFACE  
TRANSPORTATION BOARD

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DOCKET NO. FD 36446

DFW & SOUTHERN RAILWAY COMPANY  
-- OPERATION EXEMPTION -  
MIDTEXAS INTERNATIONAL CENTER

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**VERIFIED NOTICE OF EXEMPTION OF  
DFW & SOUTHERN RAILWAY COMPANY  
PURSUANT TO 49 C.F.R. § 1150.32**

DFW & Southern Railway Company ("DFW"), a non-carrier, hereby files this notice of exemption under 49 C.F.R. § 1150.31, et seq. to provide common carrier railroad service over certain track located at the MidTexas International Center ("Inland Port") located generally north of State Highway 287 and east of U.S. Highway 67 in Midlothian, Texas ("Inland Port Trackage"). Based on projected revenues for its operation over the Inland Port Trackage, DFW expects to be a Class III rail carrier.

In accordance with the requirements of 49 C.F.R. § 1150.33, DFW submits the following information:

**Name and Address of Applicant: 49 C.F.R. § 1150.33(a)**

The full name and address of the applicant herein is as follows:

DFW & Southern Railway Company  
100 Center Drive (a private street)  
P.O. Box 80  
Midlothian, Texas 76065

**Applicant's Representative: 49 C.F.R. § 1150.33(b)**

The DFW representative to whom correspondence regarding this transaction should be sent is as follows:

L. Randall Denton  
P.O. Box 80  
Midlothian, Texas 76065

**Statement Concerning Agreement: 49 C.F.R. § 1150.33(c)**

DFW and MidTexas intend to execute an Operating Agreement with the owner of the Inland Port Trackage, effective as of the effective date of this notice of exemption, pursuant to which DFW will acquire non-exclusive rights to provide common carrier railroad service over the Inland Port Trackage.

**Operation of the Property: 49 C.F.R. § 1150.33(d)**

DFW will be an operator over the Inland Port Trackage upon consummation of the transaction proposed in this proceeding. Promptly following the effective date of this notice of exemption and prior to DFW commencing operation over the Inland Port Trackage, DFW intends to enter into service agreements with various parties pursuant to which DFW will provide interchange, haulage, and switching services over the Inland Port Trackage. As so used by DFW, the Inland Port Trackage will constitute the entire line of railroad for DFW, and therefore it is a line of railroad under 49 U.S.C. Section 10901 and DFW will be a common carrier in interstate commerce.

DFW also provides notice that an existing common carrier railroad, Texas Central Business Lines Corporation ("TCB"), also is an operator over the Inland Port Trackage and therefore DFW and TCB will have dual operations over the Inland Port Trackage. Promptly following the effective date of this notice of exemption and prior to DFW commencing operation over the Inland Port

Trackage, DFW intends to enter into agreements with TCB for joint use and operating protocols over the Inland Port Trackage.

**Summary of the Transaction: 49 C.F.R. § 1150.33(e)**

DFW is a newly-formed, indirect non-carrier. Pursuant to the Operating Agreement and the service agreements, and the TCB joint use agreement to be executed as described above, DFW will provide common carrier railroad services over the Inland Port Trackage extending (describe line), a distance of approximately 18.2 miles in Midlothian, Ellis County, Texas. DFW intends to consummate the transaction described herein and commence operations as soon as possible following the effective date of this notice of exemption and not later than January 1, 2021.

**Map: 49 C.F.R. § 1150.33(f)**

A map showing the Inland Port Trackage and indicating the area served by the line, including origins, termini, stations, and cities, is attached as Exhibit A to this notice.

**Certificate of Compliance: 49 C.F.R. § 1150.33(g)**

A Certificate of Compliance with the provisions of 49 C.F.R. § 1150.33(g) is attached as Exhibit B to this notice.

**Interchange Commitments: 49 C.F.R. § 1150.33(h)**

The Operating Agreement, the service agreements, and the TCB joint use agreement to be executed by DFW as described above will not include any provision limiting DFW's future interchange of traffic on the Inland Port Trackage with a third-party connecting carrier.

**Advance Notice: 49 C.F.R. § 1150.32(e)**

The projected annual revenue of DFW does not exceed \$5 million, and accordingly the advance notice requirements of 49 C.F.R. § 1150.32(e) are not applicable to this transaction. See Exhibit B hereto.

**Environmental and Historic Preservation Data: 49 C.F.R. § 1105**

Under 49 C.F.R. § 1105.6(c)(2), each of the proposed Operating Agreement and the service agreements and the TCB joint use agreement described above, all relating to use of the Inland Port Trackage by DFW, is exempt from environmental reporting requirements. DFW's operation of the Inland Port Trackage will not result in significant changes in carrier operations, i.e., changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5).

Under 49 C.F.R. § 1105.8(b)(1), each of the proposed Operating Agreement and the service agreements and the TCB joint use agreement described above, all relating to use of the Inland Port Trackage by DFW, also is exempt from historic preservation reporting requirements. DFW will not obtain any interest in the Inland Port Trackage, its sites or structures, greater than the right to provide common carrier railroad services thereon, and it may not dispose of or alter any property located within the Inland Port. DFW's proposed Operating Agreement and the service agreements and the TCB joint use agreement described above are each for the purpose of continuing rail operations at the Inland Port Trackage, and further Surface Transportation Board approval will be obtained prior to discontinuance or abandonment of any service. There are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older. Therefore, a historic report is not required for this filing. 49 C.F.R. Section 1105.8(a), (b).

**Caption Summary: 49 C.F.R. § 1150.34**

A caption summary in appropriate form is attached as Exhibit C to this notice.

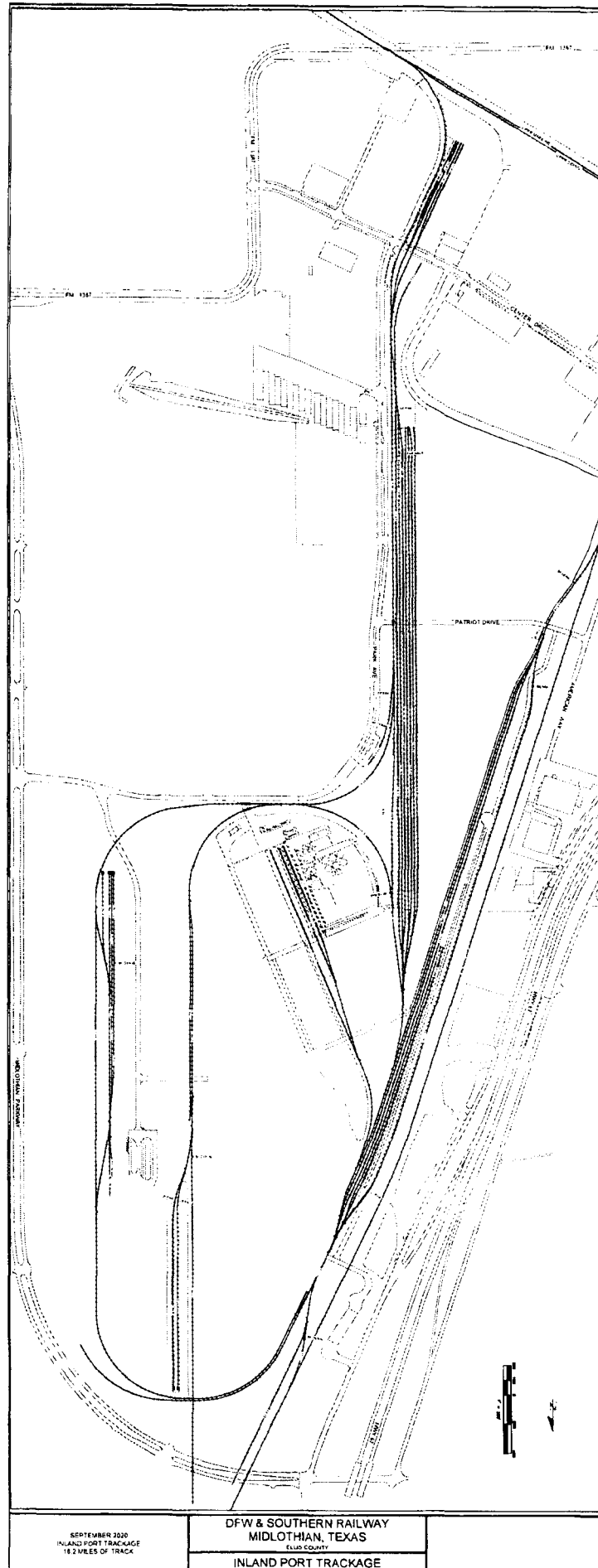
Respectfully submitted,

By: 

L. Randall Denton, President  
DFW & Southern Railway Company  
100 Center Drive (a private street)  
P.O. Box 80  
Midlothian, Texas 76065  
Telephone 972-723-5522

Dated: October 8, 2020

# EXHIBIT A



SEPTEMBER 2020  
INLAND PORT TRackage  
16.2 MILES OF TRACK

DFW & SOUTHERN RAILWAY  
MIDLOTHIAN, TEXAS  
ELIAS COUNTY

INLAND PORT TRackage

**EXHIBT B**

**CERTIFICATION**

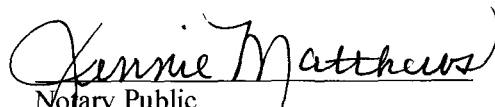
State of Texas                )  
                                          ) ss:  
County of Ellis                )

L. Randall Denton, being duly sworn, hereby certifies that the projected annual rail revenue of DFW & Southern Railway Company does not exceed \$5 million and will not result in the creation of a Class I or Class II rail carrier under the provisions of 49 C.F.R. Section 1201 (1-1).

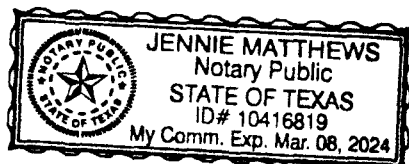
  
L. Randall Denton  
DFW & Southern Railway Company

SUBSCRIBED AND SWORN TO

Before me this 8 day of October, 2020

  
Notary Public

My Commission Expires:



**SURFACE TRANSPORTATION BOARD**

**NOTICE OF EXEMPTION**

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DOCKET NO. FD 36446

DFW & SOUTHERN RAILWAY COMPANY

-- OPERATION EXEMPTION -

MIDTEXAS INTERNATIONAL CENTER, INC.

---

DFW & Southern Railway Company ("DFW"), a non-carrier, hereby files this notice of exemption under 49 C.F.R. § 1150.31, et seq. to provide common carrier railroad service over certain track located at the MidTexas International Center ("Inland Port") located generally north of State Highway 287 and east of U.S. Highway 67 in Midlothian, Texas ("Inland Port Trackage").

DFW expects to consummate each of the proposed Operating Agreement and the service agreements and the TCB joint use agreement described in this notice, all relating to use of the Inland Port Trackage by DFW, and commence operations on the Inland Port Trackage no later than January 1, 2021.

Comments must be filed with the Board and served on:

L. Randall Denton  
100 Center Drive (a private street)  
P.O. Box 80  
Midlothian, Texas 76065  
Telephone (972-723-5522)

This Notice is filed under 49 C.F.R. Section 1150.31. If this Notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. Section 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

Dated: October 8, 2020

By the Board

**VERIFICATION**

State of Texas            )  
                                  ) ss:

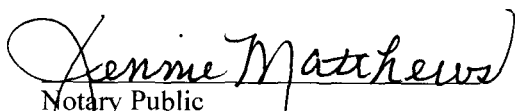
County of Ellis         )

L. Randall Denton, being duly sworn, deposes and says that he is President of DFW & Southern Railway Company, that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and the same are true as stated.

  
L. Randall Denton

SUBSCRIBED AND SWORN TO

Before me this 8 day of October, 2020

  
Notary Public

My Commission Expires:

