

Karl Morell & Associates  
440 1<sup>st</sup> Street, NW, Suite 440  
Washington, DC 20001  
(202) 595-9045  
karlm@karlmorell.com

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ENTERED  
Office of Proceedings  
December 31, 2020  
Part of  
Public Record

December 31, 2020

E-FILED

Cynthia Brown  
Chief, Section of Administration  
Surface Transportation Board  
Office of Proceedings  
395 E Street, SW  
Washington, DC 20423

Re: Docket No. 36470, Rio Grande Pacific Corporation – Continuance In  
Control Exemption – Colorado, Midland & Pacific Railway Company

Attached for filing is a Verified Notice of Exemption under 49 C.F.R. § 1180.2(d)(2).  
The filing fee of \$1,600 has been tendered electronically via Pay.gov.

If you have any questions, please call me.

Sincerely,



Karl Morell

Enclosures

FILED  
December 31, 2020  
SURFACE  
TRANSPORTATION BOARD

FEE RECEIVED  
December 31, 2020  
SURFACE  
TRANSPORTATION BOARD

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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FINANCE DOCKET NO. 36470

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RIO GRANDE PACIFIC CORPORATION  
--CONTINUANCE IN CONTROL EXEMPTION--  
COLORADO, MIDLAND & PACIFIC RAILWAY COMPANY

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VERIFIED NOTICE OF EXEMPTION  
Pursuant to 49 C.F.R. § 1180.2(d)(2)

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Karl Morell  
Karl Morell and Associates  
Suite 440  
440 1<sup>st</sup> Street, N.W.  
Washington, D.C. 20001  
(202) 595-9045

Attorney for Applicant

Dated: December 31, 2020

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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FINANCE DOCKET NO. 36470

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RIO GRANDE PACIFIC CORPORATION  
--CONTINUANCE IN CONTROL EXEMPTION--  
COLORADO, MIDLAND & PACIFIC RAILWAY COMPANY

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VERIFIED NOTICE OF EXEMPTION  
Pursuant to 49 C.F.R. § 1180.2(d)(2)

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Rio Grande Pacific Corporation (“RGPC”), a non-carrier holding company, files this Notice of Exemption, pursuant to 49 C.F.R. § 1180.2(d)(2), for RGPC to continue in control of Colorado, Midland & Pacific Railway Company (“CMPR”), a non-carrier, upon CMPR becoming a Class III railroad. In support of this Notice of Exemption, the following information as required by 49 C.F.R. § 1180.4(g) is submitted:

**Section 1180.6 Supporting Information**

**(a)(1)(i) Description of Proposed Transaction**

RGPC, a non-carrier, currently controls 4 Class III railroads, as follows:

Nebraska Central Railroad Company

New Orleans & Gulf Coast Railway Company

Wichita, Tillman and Jackson Railway Company

Idaho Northern and Pacific Railroad Company

RGPC also owns 100 percent of the issued and outstanding stock of CMPR, a non-carrier that was formed for the purpose of leasing and operating a rail line. Concurrently with the filing of this Notice of Exemption, CMPR is filing a Notice of Exemption in Finance Docket No. 36471, *Colorado, Midland & Pacific Railway Company – Lease and Operation Exemption Containing Interchange Commitment – Union Pacific Railroad Company*, under 49 C.F.R § 1150.31, to lease and operate a rail line owned by Union Pacific Railroad Company (“UP”). Upon consummation of the transaction in Finance Docket No. 36471, CMPR will become a Class III carrier.

The rail line to be operated by CMPR is located between Milepost 171.90, at Parkdale, Colorado and Milepost 335.00, near Sage, Colorado in Fremont, Chaffee, Lake, and Eagle Counties, Colorado.

The rail lines operated by the RGPC carriers do not connect with the rail line to be operated by CMPR. Also, the involved transaction is not part of a series of anticipated transactions that would connect the rail line to be operated by CMPR with any railroad in the RGCP corporate family. Finally, neither RGPC nor any of the carriers controlled by RGPC are Class I rail carriers. Accordingly, this transaction falls within the class of transactions described at 49 C.F.R. § 1180.2(d)(2), and exempt from prior approval by the Board.

Applicants are:

Rio Grande Pacific Corporation  
6100 Southwest Blvd. Suite 320  
Fort Worth, Texas 76109

Nebraska Central Railroad Company  
304 N. 5<sup>th</sup> Street  
Norfolk, NE 68701

New Orleans & Gulf Coast Railway Company  
9387 Highway 23  
Belle Chasse, LA 70037

Wichita, Tillman & Jackson Railway Company  
700 Jefferson Street  
Wichita Falls, TX 76304

Idaho Northern & Pacific Railroad Company  
119 North Commercial Avenue  
Emmett, Idaho 83617

Colorado, Midland & Pacific Railway Company  
6100 Southwest Blvd. Suite 320  
Fort Worth, Texas 76109

Applicants' representative:  
Karl Morell  
Karl Morell & Associates  
440 1<sup>st</sup> Street, N.W.  
Suite 440  
Washington, D.C. 20001  
(202) 595-9045

**(a)(1)(ii) Consummation Date**

The proposed transaction will be consummated on or shortly after the effective date of this Notice of Exemption and the Notice of Exemption in Finance Docket No. 36471.

**(a)(1)(iii) Purpose Sought to be Accomplished**

RGPC intends to reduce overhead expenses, coordinate billing, maintenance, mechanical and personnel policies and practices of its rail carrier subsidiaries and thereby improve the overall efficiency of rail service provided by the railroads in the RGPC corporate family.

**(a)(5) List of States**

The properties of the rail carriers controlled RGPC are located in the following states: Nebraska, Louisiana, Texas, Oklahoma, Idaho and Oregon. The rail line to be operated by CMPR is located in Colorado.

**(a)(6) Map**

Maps of the rail lines operated by the Class III carriers controlled by RGPC and the rail line to be operated by CMPR are attached as Exhibit 1.

**(a)(7)(ii) Agreement**

No agreement is necessary for RGPC to control CMPR.

**LABOR PROTECTION**

Under 49 U.S.C. § 10502(g), the Surface Transportation Board (“Board”) may not use its exemption authority to relieve a rail carrier of its statutory obligation to protect the interests of its employees. Section 11326 (c), however, does not provide for labor protection for transactions under sections 11324 and 11325 that involve only Class III rail carriers. Because this transaction involves Class III rail carriers only, the Board, under the statute, may not impose labor protective conditions for this transaction.

**ENVIRONMENTAL AND HISTORIC IMPACTS**

RGPC is obtaining control of CMPR for the purpose of continued rail operations where further Board approval is required to abandon or discontinue any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 years old or older. Hence, this Notice of Exemption does not require an historic report under 49 C.F.R. § 1105.8(b)(1).

The control by RGPC of CMPR is exempt from environmental reporting pursuant to 49 C.F.R. § 1105.6(c)(2)(i) and (ii).

This action will not significantly affect the quality of the human environment or energy conservation.

Respectfully submitted,

A handwritten signature in dark ink that reads "Karl Morell". The signature is written in a cursive, slightly slanted style.

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KARL MORELL  
Karl Morell and Associates  
Suite 440  
440 1st Street, N.W.  
Washington, DC 20001  
(202) 595-9045

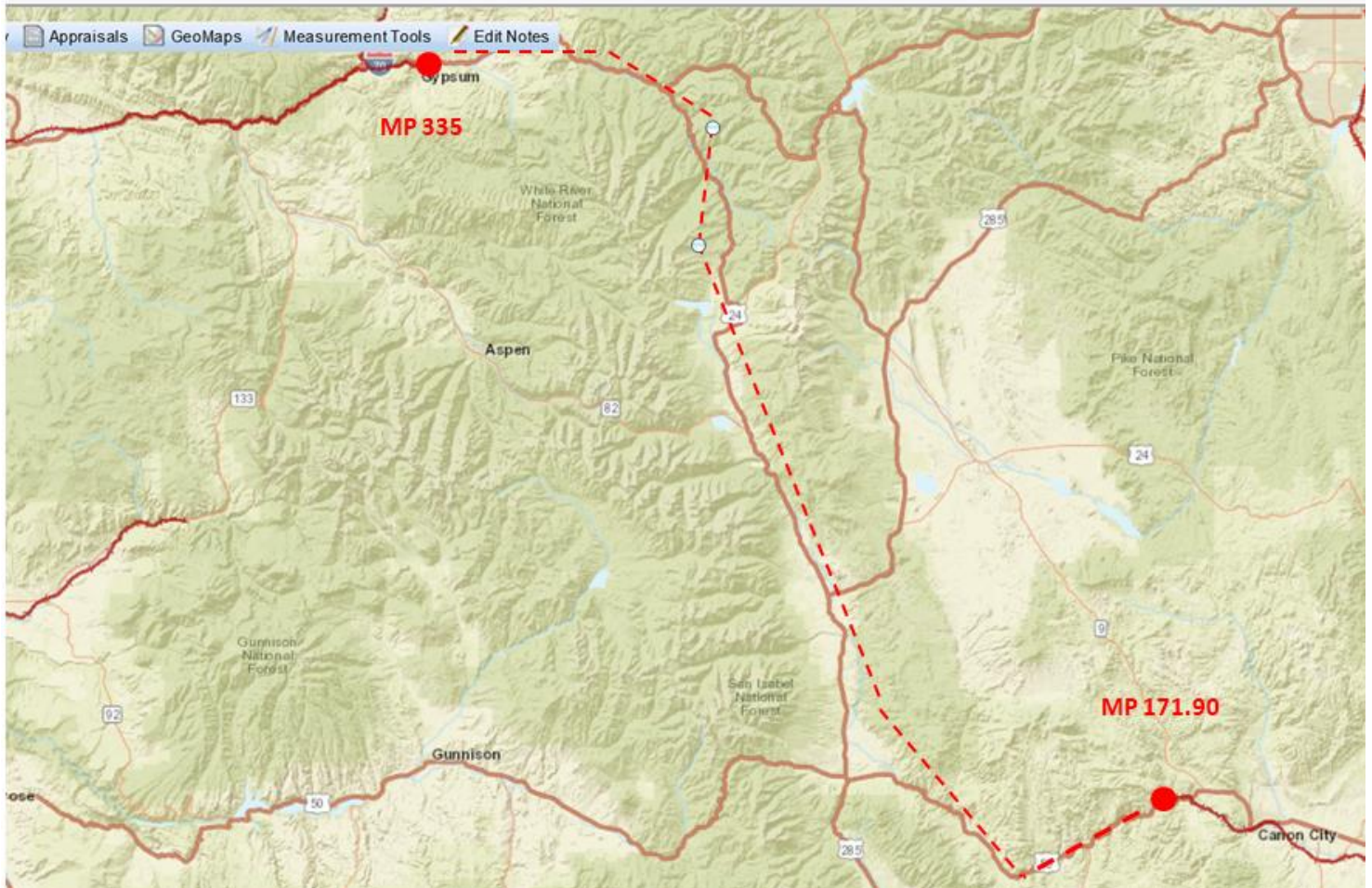
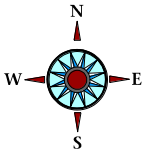
Attorney for Applicants

Dated: December 31, 2020

## **EXHIBIT 1**

### **MAPS**

## EXHIBIT "1"

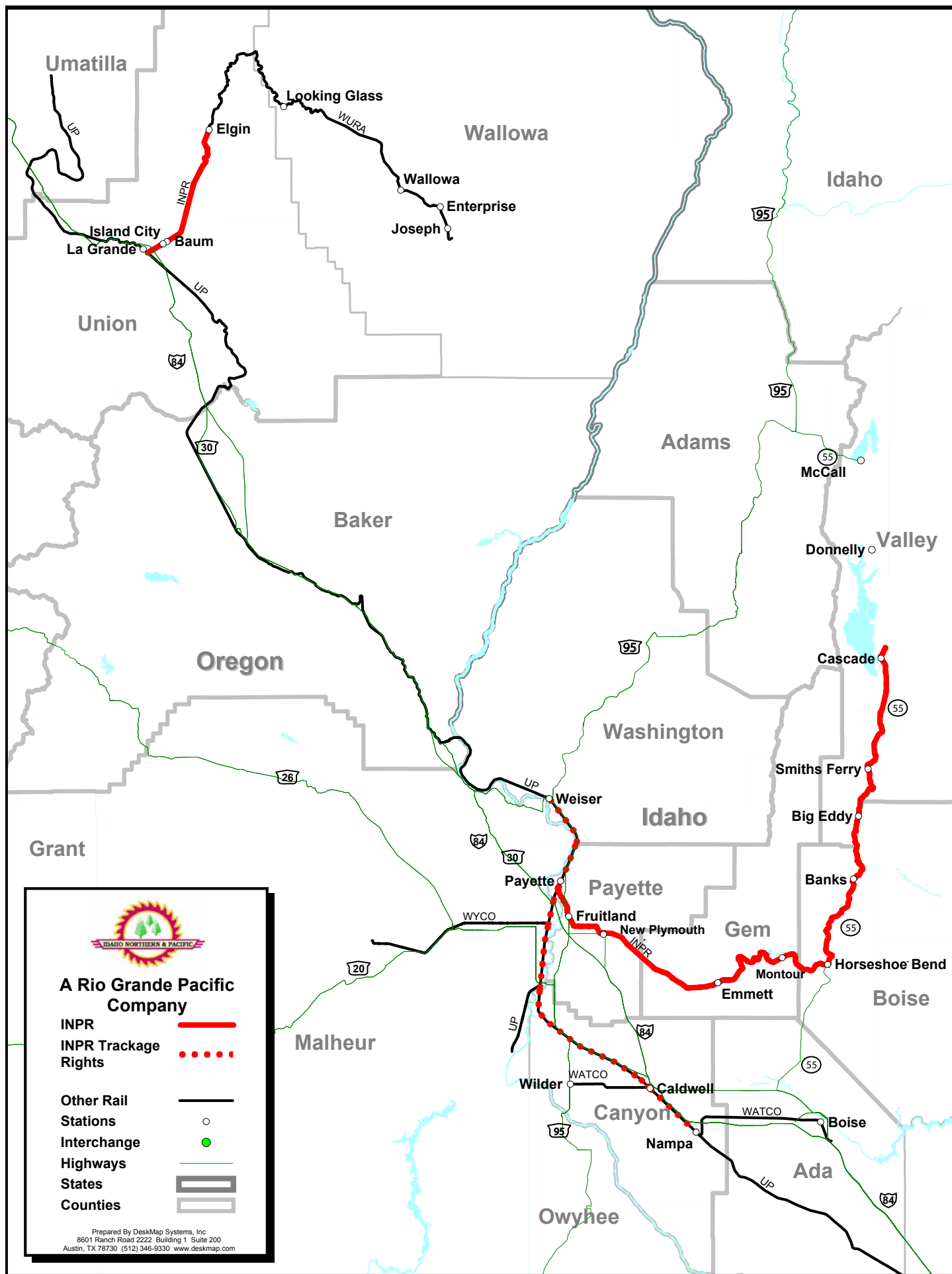


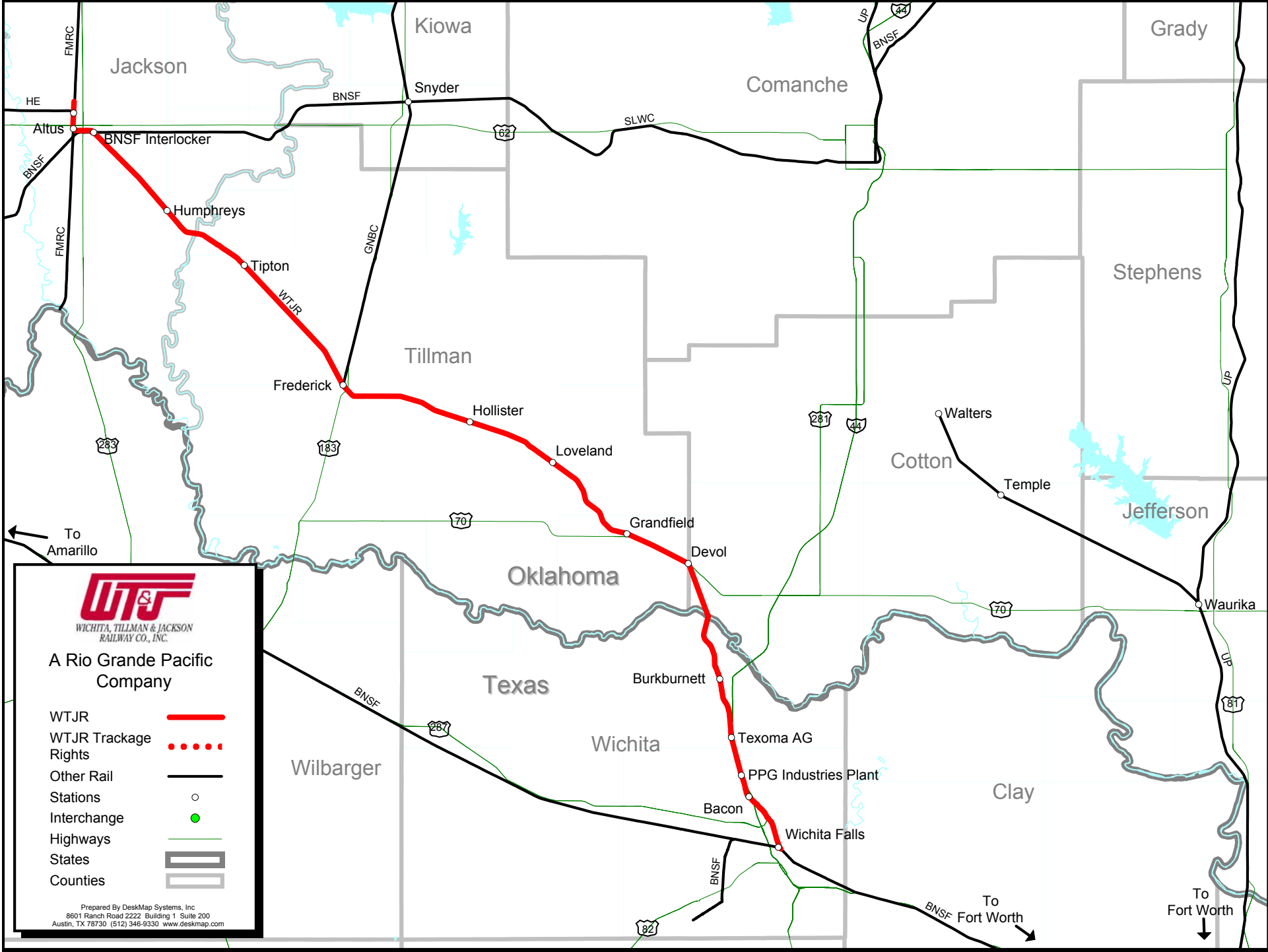
### WARNING

IN ALL OCCASIONS, U.P. COMMUNICATIONS DEPARTMENT MUST BE CONTACTED IN ADVANCE OF ANY WORK TO DETERMINE EXISTENCE AND LOCATION OF FIBER OPTIC CABLE.  
PHONE: 1-(800) 336-9193

### EXHIBIT "1"

UNION PACIFIC RAILROAD COMPANY  
TENNESSEE PASS SUBDIVISION  
RAILROAD MP 171.90 to MP 335.00  
FREMONT, CHAFFEE, LAKE, EAGLE COUNTIES, CO  
Folder No. 1847-45



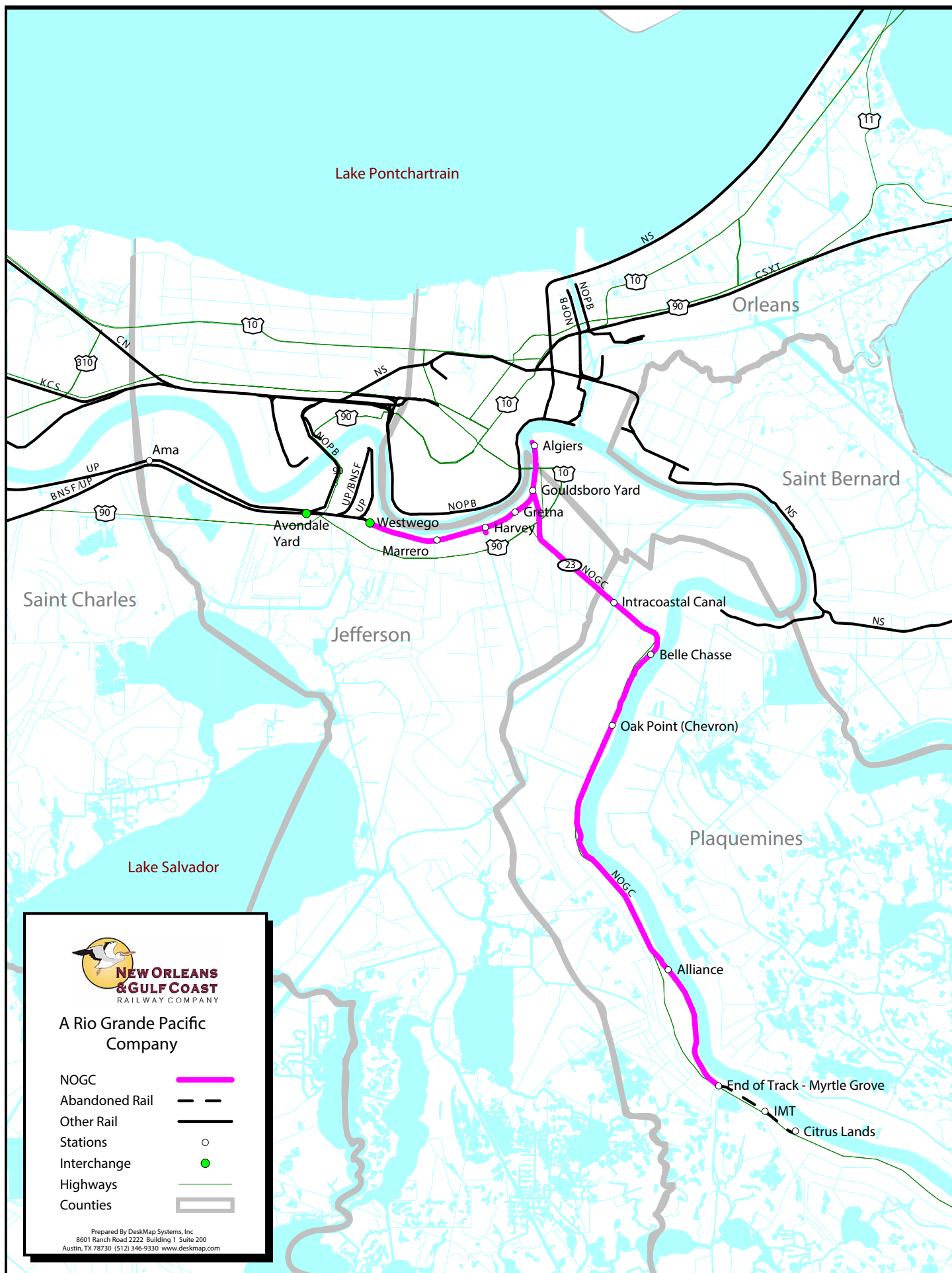


WICHITA, TILLMAN & JACKSON  
RAILWAY CO., INC.

A Rio Grande Pacific  
Company

- WTJR
- WTJR Trackage Rights
- Other Rail
- Stations
- Interchange
- Highways
- States
- Counties

Prepared By DeskMap Systems, Inc.  
8601 Ranch Road 2222 Building 1 Suite 200  
Austin, TX 78730 (512) 346-9330 www.deskmap.com

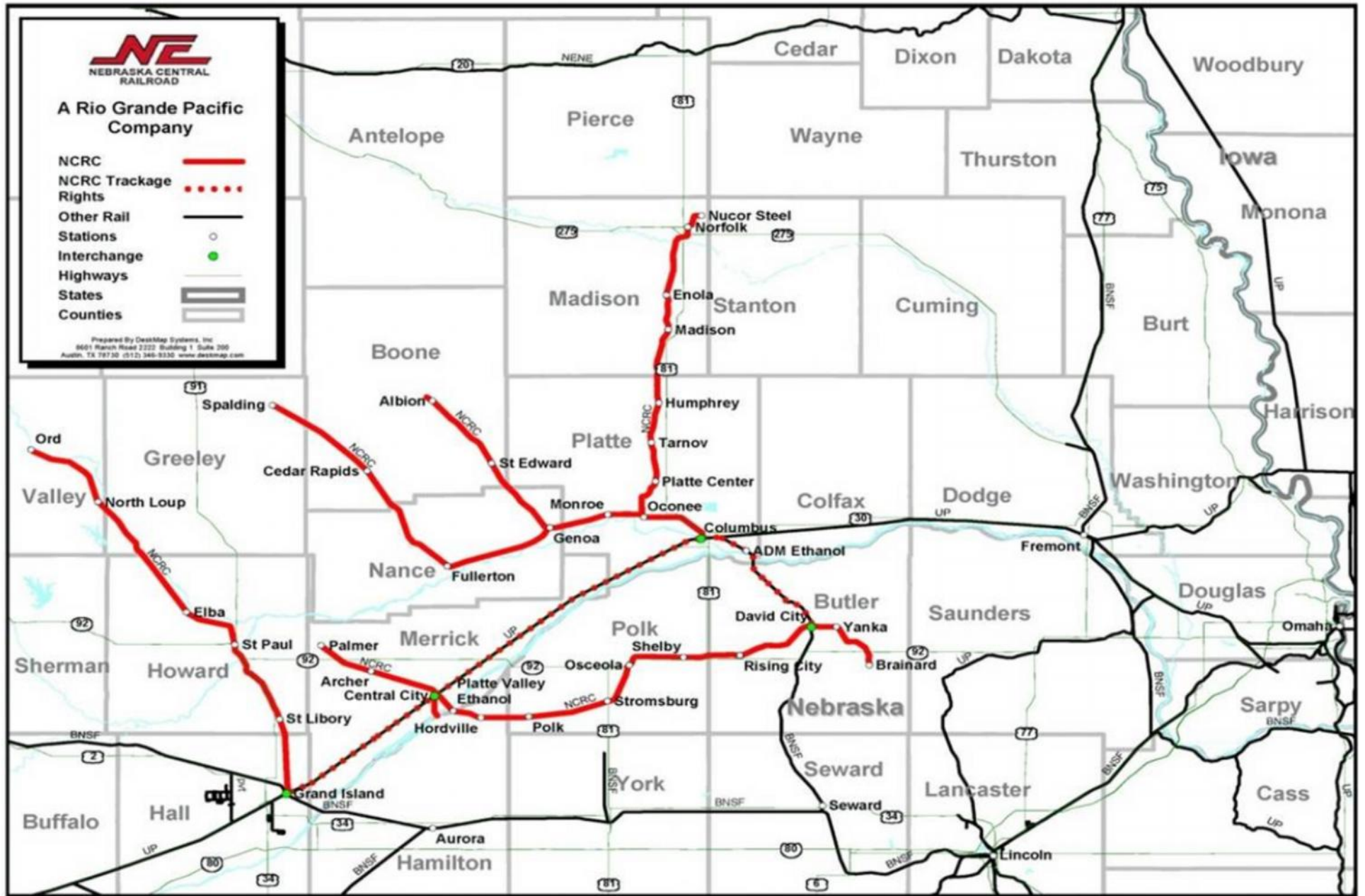




A Rio Grande Pacific  
Company

- NCRC
- NCRC Trackage Rights
- Other Rail
- Stations
- Interchange
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- States
- Counties

Prepared By: DesMap Systems, Inc.  
6601 Ranch Road 2222 Building 1 Suite 200  
Austin, TX 78730 (512) 346-9330 www.desmap.com



## VERIFICATION

I, Robert L. Bach, President of Rio Grande Pacific Corporation, hereby verify under penalty of perjury that the foregoing Notice of Exemption is true and correct as stated to the best of my knowledge, information and belief. Further, I certify that I am qualified and authorized to file the foregoing Notice of Exemption.

Executed on Dec. 29, 2020

Robert L. Bach