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Office of Proceedings  
April 25, 2022  
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Public Record

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April 25, 2022

**VIA E-FILING**  
**49 C.F.R. §1150.42(e) WAIVER REQUESTED**

Cynthia T. Brown  
Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street SW  
Washington, DC 20024

Re: STB Docket No. FD 36604  
Georgia Central Railway, L.P.  
- Lease and Operation Exemption -  
The City of Vidalia, GA

Dear Ms. Brown:

Enclosed for e-filing on behalf of Georgia Central Railway, L.P. is a Notice of Exemption being filed in accordance with 49 CFR 1150.43. Included within this Notice of Exemption is a request for waiver of the notice requirements of 49 C.F.R. §1150.42(e).

The filing fee was paid using Pay.gov. Please let me know if there are any questions regarding this filing.

Sincerely,



Justin J. Marks  
Counsel for Georgia Central Railway, L.P.

Enclosure

**FILED**  
**April 25, 2022**  
**SURFACE**  
**TRANSPORTATION BOARD**

**FEE RECEIVED**  
**April 25, 2022**  
**SURFACE**  
**TRANSPORTATION BOARD**

**Before the**  
**SURFACE TRANSPORTATION BOARD**

STB Docket No. FD 36604

**GEORGIA CENTRAL RAILWAY, L.P.**  
**– LEASE AND OPERATION EXEMPTION –**  
**THE CITY OF VIDALIA, GA**

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**VERIFIED NOTICE OF EXEMPTION**  
**UNDER 49 U.S.C. §10902**

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*(includes color images)*

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*Attorneys for Georgia Central Railway,  
L.P.*

Dated: April 25, 2022

**Before the**  
**SURFACE TRANSPORTATION BOARD**

STB Docket No. FD 36604

**GEORGIA CENTRAL RAILWAY, L.P.**  
**– LEASE AND OPERATION EXEMPTION –**  
**THE CITY OF VIDALIA, GA**

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**VERIFIED NOTICE OF EXEMPTION**  
**UNDER 49 U.S.C. §10902**

Georgia Central Railway, L.P. (“GC”), a Class III railroad, files this Notice of Exemption under 49 U.S.C. § 10902 to exempt from regulation GC’s entry into a Lease Agreement (“Lease Agreement”) with the City of Vidalia (the “City”) to replace a 1997 lease between GC and the City for GC to lease and operate as a common carrier approximately 2.6 miles of track beginning at milepost 152.2 and extending to milepost 149.6 (the “Rail Line”).<sup>1</sup> A map of the Rail Line is included as Exhibit A.

GC also operates from Macon, GA running southeast to Savannah, GA. The City’s Rail Line connects approximately mid-way along this route and extends north approximately 2.6 miles. The Rail Line only serves local industry and there is no overhead traffic because it is effectively stub-ended since its connection at milepost 149.6 is to an out-of-service line leased by Heart of Georgia Railroad, Inc., an affiliate of GC, from the Georgia Department of Transportation. GC has operated the Rail Line under a lease with the City since 1997; however,

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<sup>1</sup> Genesee & Wyoming Inc., acquired GC in 2005 through its acquisition of Rail Partners, L.P. See *Genesee & Wyoming Inc., RP Acquisition Company One and RP Acquisition Company Two – Control Exemption – Rail Partners, L.P., AN Railway, et al., Atlantic & Western Railway, et al., and KWT Railway, Inc.* STB Finance Docket No. 34708 (served June 24, 2005).

in researching this Notice, GC has not located any STB authority related to its original lease of the Rail Line.<sup>2</sup>

### **Notice**

In accordance with 49 C.F.R. §1150.43, GC hereby provides the following information:

- (a) The full name and address of Applicant: Georgia Central Railway, L.P., 13901 Sutton Park Drive South, Suite 270 Jacksonville, FL 32224.
- (b) Applicant's Representatives:
  - Eric M. Hocky  
Clark Hill PLC  
Two Commerce Square  
2001 Market St.  
Suite 2620  
Philadelphia, PA 19103  
(215) 640-8523
  - Justin J. Marks  
Clark Hill PLC  
1001 Pennsylvania Ave. N.W.  
Suite 1300 South  
Washington, DC 20004  
(202) 772-0916
- (c) GC has entered into a Lease Agreement with the City for GC to lease and operate as a common carrier the approximately 2.6 miles of track between milepost 152.2 and milepost 149.6. Under the terms of the Lease Agreement, it will be effective upon the effective date of this notice of exemption.
- (d) GC currently leases and operates the Rail Line although GC has not identified any STB authority for its 1997 lease of the Rail Line.

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<sup>2</sup> GC is not seeking retroactive authority in this Notice of Exemption.

- (e) Brief Summary of the Proposed Transaction: GC has entered into a Lease Agreement with the City to replace a 1997 lease between GC and the City for GC to lease and operate approximately 2.6 miles of track.
- (1) The owner of the tracks is the City of Vidalia, GA. The name and address of the City is 114 Jackson Street, P.O. Box 280, Vidalia, Georgia 30475.
  - (2) The Lease Agreement will be effective upon the effective date of this Notice of Exemption, thirty days after filing (or upon the grant of the requested labor notice waiver).
  - (3) The mileposts of the rail line are milepost 152.2 and milepost 149.6.
  - (4) The total distance of the Rail Line is approximately 2.6 miles of common carrier track.
- (f) Attached as Exhibit A to this Notice of Exemption is a map of the Rail Line
- (g) GC certifies that its projected revenues as a result of the transaction will not exceed those that would qualify it as a Class III carrier.
- (h) GC certifies that the Lease Agreement does not include an interchange commitment.
- (i) In addition to the information set forth above, GC certifies that its revenues currently exceed \$5,000,000. However, no employees will be affected by the transaction because GC is the current operator and has been the operator since 1997. GC is therefore requesting a waiver of the labor notice requirements under 49 C.F.R. §1150.42(e). See request for waiver set forth below.

### **Labor Protection**

GC is a Class III carrier and pursuant to 49 U.S.C. §10902(d), approval of this transaction may not be subjected to labor protection conditions. Additionally, since GC is the current operator of the Rail Line, no employees will be adversely affected by the transaction.

### **Environmental and Historic Reports**

This transaction is for continued rail operations that will not result in operational changes that will exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (5). Further Board approval is required for GC to abandon or discontinue service on the Rail Line. Because GC does not own the Rail Line, it will have no authority to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older. Accordingly, no environmental or historic documentation is required. *See* 49 C.F.R. §1105.6(c)(2); 49 C.F.R. §1105.8(b)(1).

### **Caption Summary**

Attached hereto as Exhibit B is the caption summary required by 49 C.F.R. §1150.44.

### **Request for Waiver of Notice Requirements of 49 C.F.R. §1150.42(e)**

As noted above, GC's total revenues exceed \$5,000,000. Under the Board's regulations at 49 C.F.R. §1150.42(e), GC would be required to give sixty days' notice to employees working on the Rail Line (and the national offices of their collective bargaining representatives).

However, the Board has held: "The purpose of 49 CFR 1150.42(e) is to ensure that rail labor unions and employees who would be affected by the transfer of a line are given sufficient notice of the transaction before consummation." *Louisiana & Delta Railroad, Inc. – Lease Amendment and Operation Exemption – Union Pacific Railroad Company*, STB Finance Docket No. 36379, slip op. at 2 (served Mar. 4, 2020). *See also Acquisition of Leased Lines under 49 USC 10901 and 10902 – Advance Notice of Proposed Transactions* ("Advanced Notice of Proposed

*Transactions*”), 2 STB 592 (1997). In adopting the notice requirement, the Board specifically recognized that “exceptional situations may occur necessitating acquirer requests for waiver of the 60 day notice provision ...” *Advanced Notice of Proposed Transactions*, *supra* at 601.

In this instance, GC should not be required to comply with the requirements of Section 1150.42(e) because there will be no changes for any employees working on the Rail Line. GC already operates the Rail Line and has been the sole operator providing local service over the Rail Line since at least 1997. The Lease Agreement supersedes and replaces the current lease. Under the Lease Agreement, GC will continue to be the sole (common carrier) operator of the Rail Line. The City does not conduct rail operations and therefore it has no railroad employees who will be affected or have to make any career choices as a result of the sale. Posting notices on the Rail Line would not provide notice to any City of Vidalia railroad employees since it has none. Thus, under the circumstances of this transaction, compliance with the notice requirements will not further the purposes of the rule and should be waived. Granting GC a waiver would be consistent with other circumstances in which the Board has granted waivers from the labor notice requirements when a common carrier has filed to extend the term of its operation of a line it was previously operating and to remain as the common carrier operator on the line. *See Savannah Port Terminal Railroad, Inc. Operation Exemption – Georgia Ports Authority*, STB Finance Docket No. 36558 (served Dec. 27, 2021). *See also Louisiana Southern Railroad, LLC – Lease Exemption containing Interchange Commitment – The Kansas City Southern Railway Company*, STB Docket No. FD 35983 (served Feb. 18, 2016). GC asks that the waiver of the labor notice requirements be granted expeditiously so that this Notice of Exemption can become effective as scheduled 30 days after it is filed.

## Conclusion

Accordingly, GC requests that the Board issue a notice allowing the Lease Agreement to become effective 30 days after the date that GC files this notice of exemption.

Respectfully submitted,



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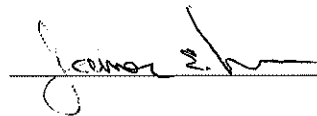
*Attorneys for Georgia Central Railway, L.P.*

Dated: April 25, 2022

## VERIFICATION

I hereby verify on behalf of Georgia Central Railway, L.P., under penalty of perjury, that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verification.

Executed on April 25, 2022.

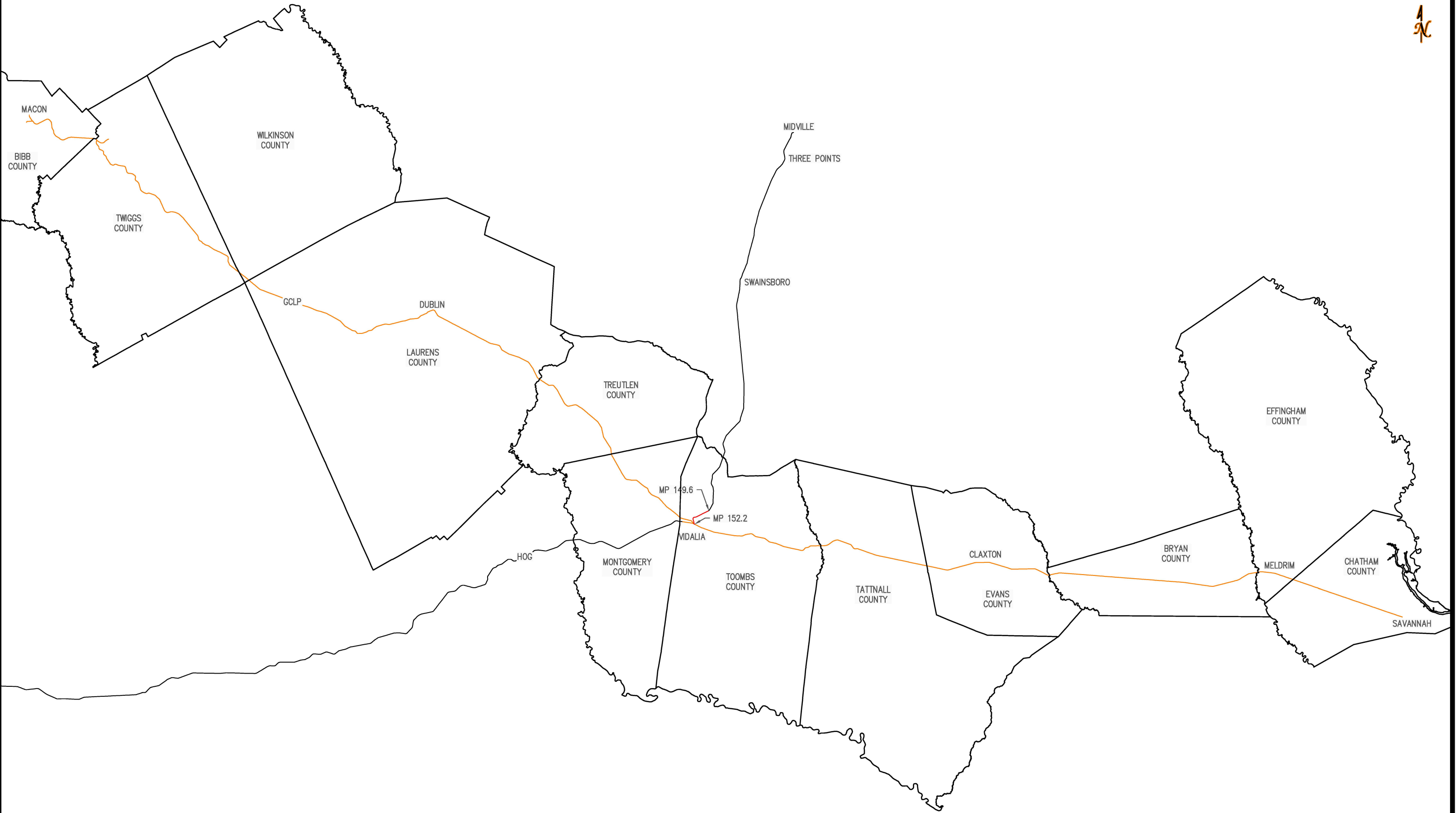


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James Irvin, President

# **EXHIBIT A**

## **MAP**



| REVISIONS |  |  |  |
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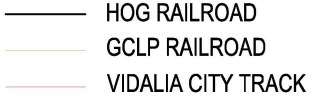
GEORGE W.  
CARPENTERS &  
WYOMING

GENESEE & WYOMING  
INDUSTRIAL DEVELOPMENT



GEORGE W.  
CARPENTERS &  
WYOMING

GCRR - GEORGIA CENTRAL  
RAILROAD



HOG RAILROAD  
GCLP RAILROAD  
VIDALIA CITY TRACK

City Of Vidalia  
Vidalia, GA

|                                          |                               |
|------------------------------------------|-------------------------------|
| DRAWN:<br>DESIGNED:<br>CHECKED:<br>DATE: | JMM<br>JMM<br>---<br>03/31/22 |
|------------------------------------------|-------------------------------|

EXHIBIT "A"

DRAWING NO.  
SP.01  
SHEET 1 OF 1

## **EXHIBIT B**

### **CAPTION SUMMARY**

SURFACE TRANSPORTATION BOARD

**Notice of Exemption**

STB Docket No. FD 36604

**GEORGIA CENTRAL RAILWAY, L.P.  
- LEASE AND OPERATION EXEMPTION –  
THE CITY OF VIDALIA, GA**

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Georgia Central Railway, L.P. (“GC”), a Class III railroad, files this Notice of Exemption under 49 U.S.C. § 10902 to exempt from regulation GC’s entry into a Lease Agreement with the City of Vidalia (the “City”) to replace a 1997 lease between GC and the City, for GC to lease and operate as a common carrier approximately 2.6 miles of track beginning at milepost 152.2 and extending to milepost 149.6.

Comments must be filed with the Board and served on GC’s representative, Justin Marks, Esq., Clark Hill, 1001 Pennsylvania Ave. N.W., Suite 1300 South, Washington, DC 20004, (202) 772 0916, [jmarks@clarkhill.com](mailto:jmarks@clarkhill.com).

The Notice is filed under 49 C.F.R. §1150.41. If the Notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. §10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

Board decisions and notices are available at [www.stb.gov](http://www.stb.gov).

Decided: May \_\_, 2022.

By the Board, Scott M. Zimmerman, Acting Director, Office of Proceedings.