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April 29, 2022

VIA ELECTRONIC FILING

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Room 1034
Washington, DC 20006

Expedited Consideration Requested

Re: **FD 36589**
Merced County Central Valley Railroad, L.L.C. —
Lease and Operation Exemption — Track in Merced County, Cal.

FD 36590
Patriot Rail Company LLC, Steelriver Transport Ventures LLC,
First State Infrastructure Managers (International) Limited,
Global Diversified Infrastructure Fund (North America) LP, and
Mitsubishi UFJ Financial Group, Inc.

Dear Ms. Brown:

Patriot Rail¹ and Merced County Central Valley Railroad, LLC's ("MCCVR") hereby respond to the Board's April 14, 2022 order (the "Order") in the above-referenced dockets.

In the Order, the Board has requested clarification concerning MCCVR's planned commencement of common carrier rail service at the Castle Commerce Center (the "Center") in Merced County, California. Specifically, the Board has asked for additional information

¹ Patriot Rail Company LLC ("Patriot"), Steelriver Transport Ventures LLC, Global Diversified Infrastructure Fund (North America LP), First State Infrastructure Managers (International) Limited; and Mitsubishi UFJ Financial Group, Inc. ("MUFG") (collectively "Patriot Rail").

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regarding: (i) the role of a separate Patriot Rail industrial switching subsidiary, Foster Townsend Rail Logistics LLC (“FTRL” – a non-common carrier); and (ii) the identity of the entities through which MUFG indirectly controls MCCVR.

Patriot Rail and MCCVR regret any lack of clarity in the notices of exemption (the “Notices”) that each has tendered. As set forth below, FTRL was only included as a signatory to the underlying lease agreement (“Lease”)² with Merced County (“County”) as a placeholder to provide additional time to finalize the name for the entity that ultimately was formed as MCCVR. Both the County and Patriot Rail intended for MCCVR – not FTRL – to provide common carrier rail services at the Center, and that remains the case.

In addition, Patriot Rail is offering an up-to-date corporate organizational chart showing the entire chain of MUFG’s indirect control of MCCVR (and the other short line railroads in the Patriot Rail family). See Highly Confidential Exhibit B. MCCVR is also providing the verified statements of Patriot Rail Chief Policy Officer Donald Itzkoff and one of Patriot Rail’s customers at the Center in support of allowing the subject class exemptions to become effective as soon as possible. On that note, current third-party-provided service within the Center is set to terminate on Saturday, April 30, 2022, and, for that reason, MCCVR hereby requests *expedited action* to permit the exemptions to become effective as of May 1, 2022.

1. Background

The County owns the currently-unregulated track (the “Track”) – roughly 0.3 miles of trackage in the Center – that is the subject of the FD 36589 proceeding. The Track is located near Atwater, California, and connects to a line operated by BNSF Railway Company (“BNSF”).³ The shippers in the Center include a fertilizer company, a lumber company, and a propane company, each of which receives twice-weekly switching service from BNSF pursuant to an industrial track agreement that is set expire on Saturday, April 30, 2022.

² The Board’s class exemption regulations do not require the filing of the agreement governing the operation of a railroad line except in cases where the agreement restricts third-party interchange. But, in this proceeding, MCCVR offered that agreement in keeping with Board common law under *Anthony Macrie — Continuance in Control Exemption — New Jersey Seashore Lines, Inc.* FD 35296 (STB served Aug. 31, 2010) (“*Macrie*”), 3. Recent Board practice leaves unclear whether, in transactions that would create a new short line operation when none currently exist (as here), the prospective common carrier service provider must comply with *Macrie* in seeking operating authority from the Board. Filing parties in some recent proceedings involving comparable arrangements have not offered the underlying operating agreement, and the Board appears in at least some of those proceedings not to have required it.

³ *Merced County Central Valley Railroad, L.L.C. — Lease and Operation Exemption — Track in Merced County, Cal.*, FD 36589 (STB filed Mar. 16, 2022), 2.

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Consistent with the County's vision for rail-served manufacturing and commercial growth at the Center, the County negotiated with Patriot Rail to provide expanded, five-days-a-week rail service through a new Patriot Rail subsidiary that would become a rail common carrier, an arrangement that would better address the needs of future agricultural and food products customers that have committed to commence operations at the Center next month.

The negotiations culminated in the County's agreement to lease the Track to a new company to be established under MUFGS's indirect, and Patriot's direct, control. Initial drafts of the Lease were styled as between the County and a "New Patriot LLC," (which ultimately became MCCVR) with the County to be entitled to input on the name of the new rail operating entity. The County Board of Supervisors ultimately voted to approve the Lease before the parties decided on MCCVR's name. Accordingly, Patriot Rail styled the Lease in FTRL's name (since FTRL is an inactive Patriot Rail holding) strictly as a placeholder pending the County's input on the MCCVR name.

To address the transfer of the Lease from FTRL to MCCVR, the County and Patriot Rail included Lease language to facilitate FTRL's assignment of the Lease to the new Patriot Rail entity after finalizing its name. See Section 34.1. The parties further confirmed at Section 3.1 of the Lease that the prospective operator would not commence common carrier operations unless and until FTRL "and/or a related entity," (which the parties have come to agree would be MCCVR), obtained Board authorization to do so.

After the County approved the MCCVR name, Patriot Rail formed MCCVR as a Delaware LLC on February 16, 2022. Consistent with Section 34 of the Lease, FTRL assigned the Lease to MCCVR effective as of the same day. See "Assignment, Assumption and Consent Agreement" attached hereto as Highly Confidential Exhibit A ("Assignment"). MCCVR agreed to assume all of FTRL's rights and obligations under the Lease effective as of February 16, 2022. See Assignment, Sections 3, 5. MCCVR also filed the Notices on March 16, 2022 in advance of MCCVR's planned May 1 start date. FTRL has not taken, and never will take, possession of the Track, and for its part, MCCVR will not commence common carrier operations on the Track unless and until it obtains Board authorization to do so.

As set forth in the attached declaration (Exhibit C) from Mr. Dave Chambers, President of Hydra Distribution & Rail Services, Inc. ("Hydra"), MCCVR has also collaborated with Hydra to provide short line rail services on behalf of certain future agricultural companies (primarily tomato paste) at the Center. Hydra supports prompt commencement of MCCVR's common carrier operations.

2. The Lease

The Board, observing that FTRL (and not MCCVR) had executed the Lease with the County, has questioned whether FTRL might need separate authority to assume common carrier operations over the Track. The Board also has questioned whether, under the

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circumstances, MCCVR should have sought operating authority to lease and operate the County-owned Track from FTRL. In turn, the Board also asked whether Patriot Rail should have sought authority to continue in control of FTRL and MCCVR, on the assumption that both entities might be considered to be railroad common carriers.

Despite FTRL's status as a named party to the Lease, Patriot Rail, MCCVR, FTRL, and the County never intended for FTRL to become a common carrier and thereby fulfill the railroad service obligations on the Track under the terms of the Lease. Rather, the parties to the Lease intend for MCCVR to assume the Lease and be the sole common carrier operator on the Track. All parties recognize that MCCVR will be equipped to function as a common carrier, while FTRL is not so equipped. See Verified Statement of Donald Itzkoff.

Accordingly, as bears on the Board's inquiry – (1) MCCVR, and MCCVR alone, by virtue of the Lease assignment, properly sought authorization to provide common carrier service on the Track (as the parties to the Lease had contemplated); (2) by virtue of the aforementioned Lease Assignment, FTRL will not provide, and is not committing to provide, common carrier service on the Track; (3) MCCVR will not provide common carrier service under the Lease until the pending Notices are effective; and (4) under the circumstances of the assignment and in keeping with analogous Board precedent, FTRL did not need to seek Board authorization to lease and operate the Track or to assign the Lease to MCCVR, and it should not be considered to be a common carrier in keeping with the expectations of the parties to the subject lease transaction.⁴ FTRL was merely a convenient and available intermediate entity in the negotiation of an arrangement under which MCCVR is expected to emerge as a new rail common carrier, vested, exclusively with the rights and obligations of providing railroad common carrier service.

In the Order, the Board focused upon two sentences in Section 34 of the Lease as possibly suggesting that FTRL should seek common carrier operating authority. See Sections

⁴ Cf. *Great Lakes Terminal Railroad, LLC—Lease and Operation Exemption—Rail Line of Great Lakes Reloading, LLC*, FD 36160 (STB served 36160) (authorizing the sublease and commencement of common carrier operations over railroad property owned by a non-carrier, and leased by the owner to a non-carrier corporate affiliate of the sublessee); *Cuyuga County Industrial Development Agency, et al. – Acquisition Exemption – Finger Lakes Railway Corp.*, FD 36011, et al. (STB served July 14, 2016) (state agency lease of common carrier trackage did not require Board authorization where the agency would sublease the line to a common carrier operator who would provide service under the terms of its existing authority); *Alliance Terminal Railroad, LLC—Lease and Operation Exemption—Quality Terminal Services, LLC*, FD 34537 (STB served Sep. 16, 2004); *Bulkmatic Railroad Corporation—Acquisition Exemption—Bulkmatic Transport Company*, FD 34145 (STB served Jan. 15, 2002); *4 States Railway Service, Inc. d/b/a West Chester Railroad Co. – Lease and Operation Exemption – Borough of West Chester*, FD 33460 (STB served Oct. 8, 1997).

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34.1 (“FTRL remains legally responsible for the performance of all Agreement terms”); and 34.2 (“The . . . assignment . . . of any work under this Agreement, even with the County’s consent, shall not relieve FTRL of its obligations and liabilities under this Agreement.”). But MCCVR and Patriot Rail do not view the Lease as committing FTRL to serve in a capacity of a specific performance proxy, should MCCVR’s service falter, and never contemplated such an arrangement. Even in the unlikely event that MCCVR were to fail to fulfill its common carrier service obligations, the parties did not intend for the Lease to obligate FTRL to “step into the shoes” of MCCVR. There are many ways that FTRL (and Patriot Rail, by extension) could intervene to assure adequate service over the Track short of FTRL’s assumption of direct operation over the Tracks, should such intervention ever be needed.

Patriot Rail and MCCVR appreciate the Board’s concerns and its request for clarification as to the significance of the Lease terms the Board has flagged. But we respectfully submit that construing the Lease as conferring upon FTRL a discrete common carrier service obligation post-assignment is not in keeping with the contracting parties’ intent or their collective interpretation of the Lease they have negotiated and executed.⁵ In fact, although typically structured a bit differently, the sort of third-party service guarantee embedded in the Lease is commonly offered by non-carrier short line holding companies, such as Patriot, on behalf of a subsidiary newly formed to function as a common carrier. To more definitively address the Board’s concern, however, Patriot Rail will explore with the County amending the Lease to remove the referenced sentences or to re-delegate the service guarantee to Patriot.

3. Corporate Entities

The Board also has directed Patriot Rail “to submit information sufficient to identify the entities that control MCCVRR.” Order, 2.

Attached as Highly Confidential Exhibit B is an up-to-date corporate organizational chart showing the entire chain of control from MUFG to MCCVR. In the continuance in control notice, Patriot Rail excluded the following non-rail carrier entities:

{ [REDACTED]

⁵ *Ballard Terminal Railroad Company, L.L.C. – Petition for Declaratory Order*, FD 36261 (STB served June 27, 2019) (“As the Board has repeatedly explained, a court is typically the more appropriate forum for interpreting an operating agreement or other contract. *See, e.g., Gen. Ry. Corp.—Exemption for Acquis. of R.R. Line—in Osceola & Dickinson Cty.s., Iowa*, FD 34867, slip op. at 4 (STB served June 15, 2007); *Twp. of Woodbridge v. Consol. Rail Corp.*, NOR 42053, slip op. at 5 (STB served Dec. 1, 2000) (concluding that it would not be appropriate for the Board to ‘rule on the merits of the contract dispute[]’, as ‘[s]uch matters are best addressed by the courts’); *Kan. City S. Ry.—Adverse Discontinuance Application—a Line of Ark. & Mo. R.R.*, AB 103 (Sub-No. 14), slip op. at 7 (STB served Mar. 26, 1999) (reiterating that ‘the Board will not undertake to interpret or enforce operating agreements or contracts’).)

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[REDACTED] }.

Patriot Rail omitted these entities because, as set forth in the Patriot Rail continuance in control notice, MUFG is the ultimate corporate parent of MCCVR and the 15 existing U.S. short line carriers identified in the control notice filing. The non-disclosure of certain intermediate MUFG holdings was intended merely as a matter of convenience. To avoid confusion, and to demonstrate more clearly how MUFG indirectly controls MCCVR along with the other U.S. railroads in the MUFG corporate family, MUFG is providing a corporate organizational chart of all MUFG corporate entities in the chain of control. Each of the corporate entities within the subject chain of control is controlled directly or indirectly by MUFG. As such, when Takayugi Yasuda, MUFG's Senior Managing Corporate Executive verified, as he did, the scope of MUFG's U.S. rail carrier interests, and identified MCCVR as a potential new addition to MUFG's indirectly-controlled rail carrier holdings, MUFG spoke for all of the corporate family, and not just for itself.

In retrospect, Patriot Rail acknowledges that it overstated the significance of Board precedent on chain-of-control issues. It is true that under relevant precedent no entity in the chain of MUFG control – aside from MUFG itself – needs to be separately and distinctly authorized to continue in control of the 15 rail carriers and MCCVR (once MCCVR becomes a carrier),⁶ but providing a detailed chain of control better enables the Board to understand how MUFG happens, ultimately, to exert indirect control over its rail carrier holdings, and to understand through which entities MUFG does so. The Board reasonably can and should expect such chain of control information. Patriot Rail apologizes for any misunderstanding on this point, and is addressing that issue by way of this supplement.

4. Expedited Consideration Requested

Good cause exists for expedited consideration and MCCVR and Patriot hereby request the same to ensure an efficient transition in rail service for shippers in the Center. In light of BNSF's planned switching service termination effective as of April 30, 2022, shippers and the County want rail service to proceed as smoothly as possible and have been planning on a May 1, 2022, transition. In addition, local shippers support MCCVR providing service to the Center as demonstrated by the verified statement of Dave Chambers, President of Hydra Distribution & Rail Services, Inc.

⁶ See 49 C.F.R. § 1180.3(a) ("The term applicant means the parties initiating a transaction, but does not include a wholly owned direct or indirect subsidiary of an applicant if that subsidiary is not a rail carrier"); and *Trans Rail Holding Company – Acquisition of Control Exemption – Vermont Railway, Inc., et al.*, FD 36390 (STB served May 8, 2020) (citing *RailAmerica, Inc. – Corporate Family Transaction Exemption – Huron & Eastern Railway, Inc. and Saginaw Valley Railway Company*, FD 32068 (ICC served June 18, 1992)).

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Accordingly, MCCVR and Patriot respectfully request the notice be made effective as of May 1, 2022.

Respectfully submitted,

/s/ *R. A. Wimbish*

Robert A. Wimbish

Attorney for Merced County Central Valley Railroad,
L.L.C. and Patriot Rail et al.

Attachments

cc: All parties of record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36589

**MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC
— LEASE AND OPERATION EXEMPTION —
TRACK IN MERCED COUNTY, CAL.**

FD 36590

**PATRIOT RAIL COMPANY LLC, STEELRIVER TRANSPORT
VENTURES LLC, FIRST STATE INFRASTRUCTURE MANAGERS
(INTERNATIONAL) LIMITED, GLOBAL DIVERSIFIED INFRASTRUCTURE
FUND (NORTH AMERICA) LP, AND MITSUBISHI UFJ FINANCIAL GROUP, INC.
– CONTINUANCE IN CONTROL EXEMPTION –
MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC**

HIGHLY CONFIDENTIAL EXHIBIT A

ASSIGNMENT

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36589

**MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC
— LEASE AND OPERATION EXEMPTION —
TRACK IN MERCED COUNTY, CAL.**

FD 36590

**PATRIOT RAIL COMPANY LLC, STEELRIVER TRANSPORT
VENTURES LLC, FIRST STATE INFRASTRUCTURE MANAGERS
(INTERNATIONAL) LIMITED, GLOBAL DIVERSIFIED INFRASTRUCTURE
FUND (NORTH AMERICA) LP, AND MITSUBISHI UFJ FINANCIAL GROUP, INC.
– CONTINUANCE IN CONTROL EXEMPTION –
MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC**

HIGHLY CONFIDENTIAL EXHIBIT B

ORGANIZATIONAL CHART

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36589

**MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC
— LEASE AND OPERATION EXEMPTION —
TRACK IN MERCED COUNTY, CAL.**

FD 36590

**PATRIOT RAIL COMPANY LLC, STEELRIVER TRANSPORT
VENTURES LLC, FIRST STATE INFRASTRUCTURE MANAGERS
(INTERNATIONAL) LIMITED, GLOBAL DIVERSIFIED INFRASTRUCTURE
FUND (NORTH AMERICA) LP, AND MITSUBISHI UFJ FINANCIAL GROUP, INC.
– CONTINUANCE IN CONTROL EXEMPTION –
MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC**

EXHIBIT C

SHIPPER SUPPORT LETTER

April 28, 2022

United States Surface Transportation Board
395 E Street, SW
Washington, DC 20423

Re: Finance Docket Nos. 36589 and 36590

Dear Members of the Board:

My name is Dave Chambers. I am the President of Hydra Distribution & Rail Services, Inc. ("Hydra"). I write in support of the expeditious handling of the above-referenced matters.

Hydra is a logistics company based in California that specializes in providing transloading, warehousing, and distribution services on behalf of various agricultural and food product suppliers.

To provide customized solutions to our customers, we rely heavily on rail transportation services provided by Patriot Rail Company's subsidiary Sacramento Valley Railroad, LLC at the McClellan Business Park in Sacramento, California to interchange with Union Pacific and BNSF.

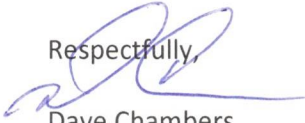
Based on our successful relationship at the McClellan Business Park, we have been collaborating with Patriot to expand our services to agricultural shippers at the Castle Commerce Center in Merced County, California. Our efforts have recently culminated in a lease agreement with Merced County (with an option to ultimately purchase) of approximately 16 acres in the Castle Commerce Center for the further development of transloading services of agricultural products, primarily tomato paste. Patriot's subsidiary Merced County Central Valley Railroad LLC (MCCVR) intends to provide short line rail services to transport these products to interchange with BNSF.

We strongly support the introduction of Patriot Rail as our local service provider through any of its subsidiaries, including MCCVR. Although BNSF currently services the Center, we understand that the current arrangement with BNSF is set to expire on April 30, 2022. We are hopeful that the Board and Patriot Rail will quickly resolve any technicalities so that we have uninterrupted rail service and efficient billing protocols.

We are particularly concerned that, if the STB does not act expeditiously, our ability to ship and bill for products at the Castle Commerce Center may be disrupted. Among other items, I understand that MCCVR will need to implement separate billing protocols until it has authority to provide common carrier rail services. MCCVR may further be assessed demurrage by BNSF, which may impact MCCVR's ability to deliver competitive pricing.

Patriot Rail Company is an exciting and energetic new partner with which we look forward to working at the Castle Commerce Center. We ask that the STB allow us to get started with MCCVR as soon as possible (and ideally by May 1 if possible) so that there is no gap in service or billing disruptions at the expiration of the existing agreement with BNSF.

Respectfully,



Dave Chambers
President

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36589

**MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC
— LEASE AND OPERATION EXEMPTION —
TRACK IN MERCED COUNTY, CAL.**

FD 36590

**PATRIOT RAIL COMPANY LLC, STEELRIVER TRANSPORT
VENTURES LLC, FIRST STATE INFRASTRUCTURE MANAGERS
(INTERNATIONAL) LIMITED, GLOBAL DIVERSIFIED INFRASTRUCTURE
FUND (NORTH AMERICA) LP, AND MITSUBISHI UFJ FINANCIAL GROUP, INC.
– CONTINUANCE IN CONTROL EXEMPTION –
MERCED COUNTY CENTRAL VALLEY RAILROAD, LLC**

VERIFIED STATEMENT OF DON ITZKOFF

VERIFIED STATEMENT OF DONALD M. ITZKOFF

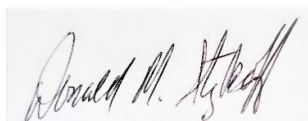
1. My name is Donald M. Itzkoff, and I serve as Chief Policy Officer for Patriot Rail Company, LLC (“Patriot”).
2. First, the organizational chart for the Patriot family of companies that is attached to this filing is true and correct.
3. Second, I submit this verified statement to express the Patriot’s strong desire to see Merced County Central Valley Railroad (“MCCVR”) begin service at the Castle Commerce Center (the “Center”) in Merced County, California (“County”), as expeditiously as possible.
4. Accordingly, we are now asking that the Board expedite handling of the notices of exemption filed in FD 36589 and FD 36590.
5. The class exemption proceedings that are the subject of each of those dockets are the culmination of months of collaborative work between the County, local customers, and Patriot’s subsidiaries – Foster Townsend Rail Logistics LLC (“FTRL”) and MCCVR.
6. The customers in the Center are currently served by BNSF pursuant to an industry track agreement that is set to expire on April 30, 2022.
7. The desire for a nimble partner to serve the customers at the Center resulted in Patriot’s subsidiary winning the opportunity at the Center with an anticipated start date of May 1, 2022. FTRL, an existing Patriot holding, was designated to enter the lease with the County as a matter of expedience, but all parties understood and agreed that the actual rail service would be performed by a new entity that was being formed – MCCVR.
8. We regret any confusion, and urge the Board to expeditiously authorize this operation for the benefit of rail customers in the Center.
9. By way of further background, under the County’s governing procedures, I understand the County’s Board of Supervisors (“County Board”) were required to vote on and approve by a four-fifths majority the proposed track lease agreement (“Lease”). The County Board voted and approved the Lease at a regularly-scheduled board meeting held on February 8, 2022.
10. Because the County also requested to have input on the name of the railroad operating entity that would operate the track under the Lease, Patriot styled the Lease in FTRL’s name as a placeholder, pending the County’s input on the MCCVR name.

11. To address this contemplated transfer, the Parties included language in the Lease allowing FTRL to assign the Lease to the new entity after finalizing the new operator's name. See Lease, Section 34.1. The Parties further drafted the Lease to confirm that the lease term would not commence until FTRL "and/or a related entity", i.e. MCCVR, obtained Board authorization to commence common carrier operations. See Lease, Section 3.1 (conditioning commencement of the Lease upon "FTRL and/or a related entity obtain[ing] all required regulatory approvals for its operation of the Track.").
12. After the County approved the MCCVR name, Patriot formed MCCVR as a Delaware LLC on February 16, 2022.
13. Consistent with Section 34 of the Lease, FTRL then assigned the Lease to MCCVR effective as of the same day (February 16, 2022). See "Assignment, Assumption and Consent Agreement" ("Assignment"). Under the Assignment, MCVR agreed to assume all of FTRL's rights and obligations under the Lease effective as of February 16, 2022. See Assignment, Sections 3, 5.
14. MCVR also filed the exemption notices in FD 36589 and 36590 on March 16, 2022 in advance of MCVR's planned May 1 start date.
15. I understand that the Board has focused on two sentences in Section 34 of the Lease agreement that potentially suggest that FTRL must request acquisition authority from the Board (or an exemption from that requirement). See Sections 34.1 ("FTRL remains legally responsible for the performance of all Agreement terms . . ."); and 34.2 ("The . . . assignment . . . of any work under this Agreement, even with the County's consent, shall not relieve FTRL of its obligations and liabilities under this Agreement.").
16. To address any confusion, I want to clarify that, at all relevant times, both the County and Patriot intended for MCCVR—not FTRL—to provide common carrier rail services at the Castle Commerce Center under the Lease.
17. In the interest of greater clarity, Patriot will explore with the County amending the Lease to remove the referenced service-assurance provisions or to re-delegate the service guarantee to Patriot.
18. Again, we regret any confusion, and urge the Board to expeditiously approve this operation for the benefit of rail customers in the Center.

VERIFICATION

I, Donald M. Itzkoff, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this statement.

Executed on this 29th day of April, 2022.

A handwritten signature in black ink, reading "Donald M. Itzkoff", is centered within a light gray rectangular box.

Donald M. Itzkoff