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April 24, 2023

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

Re: CaterParrott Railnet, LLC
– Change of Operators Exemption –
Ogeechee Railroad Company
Surface Transportation Board Finance Docket 36679

Dear Ms. Brown:

Enclosed for filing in the above referenced docket is a verified notice of exemption filed under 49 U.S.C. § 10902. The filing fee has been paid via pay.gov.

Sincerely,

Justin J. Marks
Counsel to CaterParrott Railnet, LLC

Enclosure

FILED
April 24, 2023
SURFACE
TRANSPORTATION BOARD

FEE RECEIVED
April 24, 2023
SURFACE
TRANSPORTATION BOARD

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 36679

CATERPARROTT RAILNET, LLC
– CHANGE OF OPERATORS EXEMPTION –
OGEECHEE RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. §1150.41

(includes color images)

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Attorneys for CaterParrott Railnet, LLC

Dated: April 24, 2023

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 36679

CATERPARROTT RAILNET, LLC
– CHANGE OF OPERATORS EXEMPTION –
OGEECHEE RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. §1150.41

CaterParrott Railnet, LLC (“CPR”), a Class III rail carrier, files this Notice of Exemption pursuant to 49 C.F.R. §1150.41(c) to exempt from regulation under 49 U.S.C. §10902, its assumption of operations of approximately 22.4 miles of rail line (the “Subject Line”) through a Novation Agreement (“Novation Agreement”) among CPR, Ogeechee Railroad Company (“ORC”) as the current lessee and operator of the Subject Line, and State of Georgia Department of Transportation (“GDOT”) as the owner of the Subject Line. As a result of the transaction, CPR through its Savannah Division will lease and operate the Subject Line under an Amended & Restated Railroad Lease Agreement (“Amended Lease”).¹ The Subject Line extends between milepost SA-36.4 at or near Ardmore, GA, and milepost SA-58.8 at or near Sylvania, GA in Effingham and Screven Counties, GA.²

¹ CPR and ORC are also entering into an Asset Purchase Agreement under which CPR is acquiring ORC’s assets related to the operation of the Subject Line, including the lease of the Subject Line between ORC and GDOT (the “ORC Lease”).

² The original ORC Notice of Exemption (STB Finance Docket 35086) identifies the endpoint as SA-57.5. However, a recent review confirms that the Subject Line actually extends to milepost SA-58.8. The Novation Agreement and Amended & Restated Railroad Lease Agreement resolves this discrepancy.

Under 49 C.F.R. §1150.41(c), ORC is, with the consent of GDOT, transferring its rights under the ORC Lease Agreement, and its associated common carrier service rights to operate the Subject Line, to CPR, and CPR will replace ORC as the operator of the Subject Line.

Notice

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

- (a) The full name and address of Applicant:

CaterParrott Railnet, LLC
614 Tift Avenue
Tifton, Georgia 31794

- (b) Applicant's Representatives:

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- (c) The Novation Agreement was executed by CPR, ORC, and GDOT. Under the Novation Agreement, ORC is transferring its rights under the ORC Lease Agreement, and its associated common carrier service rights, to allow CPR to assume the operations of the Subject Line. CPR will do so through the Amended Lease with GDOT.
- (d) CPR will be the operator of the Subject Line.

- (e) Brief Summary of the Proposed Transaction: ORC is transferring its rights under the ORC Lease Agreement with GDOT for the operation of the Subject Line to CPR. As a result of the Novation Agreement, CPR will become the operator of the Subject Line and has entered into the Amended Lease with GDOT.
- i. The name and address of the company transferring operation of the Subject Line:
- Ogeechee Railroad Company
P.O. Box 306
Stillmore, Georgia 30464
- The name and address of the owner of the Subject Line:
- Georgia Department of Transportation
One Georgia Center
600 West Peachtree NW
Atlanta, GA 30308
- ii. The proposed schedule for consummation of the transaction is after May 24, 2023, the effective date of this notice, and after CPR and ORC mutually agree on a transition date.
- iii. The mileposts of the Subject Line are milepost SA-36.4 at or near Ardmore, GA, and milepost SA-58.8 at or near Sylvania, GA.
- iv. The total mileage to be leased and operated is approximately 22.4 miles.
- (f) Attached as Exhibit A to this Notice of Exemption is a map of the Subject Line.
- (g) CPR certifies that its projected revenues as a result of the transaction will not result in the creation of a Class II or Class I rail carrier.
- (h) Interchange Commitment: CPR certifies that the Amended Lease does not impose or include an interchange commitment.
- (i) CPR is providing notice to shippers on the Subject Line by serving them with a

copy of this Notice as indicated in the attached certificate of service.

Labor Protection

Pursuant to 49 U.S.C. §10902(c), approval of this transaction may not be subjected to labor protection.

Environmental and Historic Reports

Pursuant to 49 C.F.R. §1105.6(c)(2), no environmental documentation should be required because this proceeding involves only a change of operators on the Subject Line that will not result in significant changes to carrier operations, and as a result the changes will not exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (e)(5). Further Board approval is required for CPR to discontinue service, and there are no plans 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)(1); 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.

Conclusion

Accordingly, CPR requests that the Board issue a notice allowing CPR to assume operations of the Subject Line effective at any time after 30 days from the filing of this Notice of Exemption.

Respectfully submitted,



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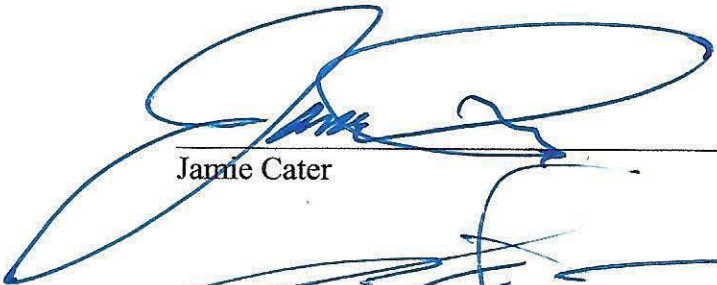
Attorneys for CaterParrott Railnet, LLC.

Dated: April 24, 2023

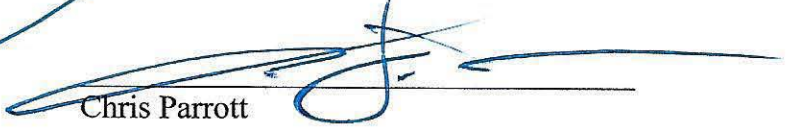
VERIFICATION

Jamie Cater and Chris Parrott, Co-CEOs of CaterParrott Railnet, LLC, verify under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file the foregoing document.

Executed on April 24, 2023.



Jamie Cater



Chris Parrott

EXHIBIT A

MAP

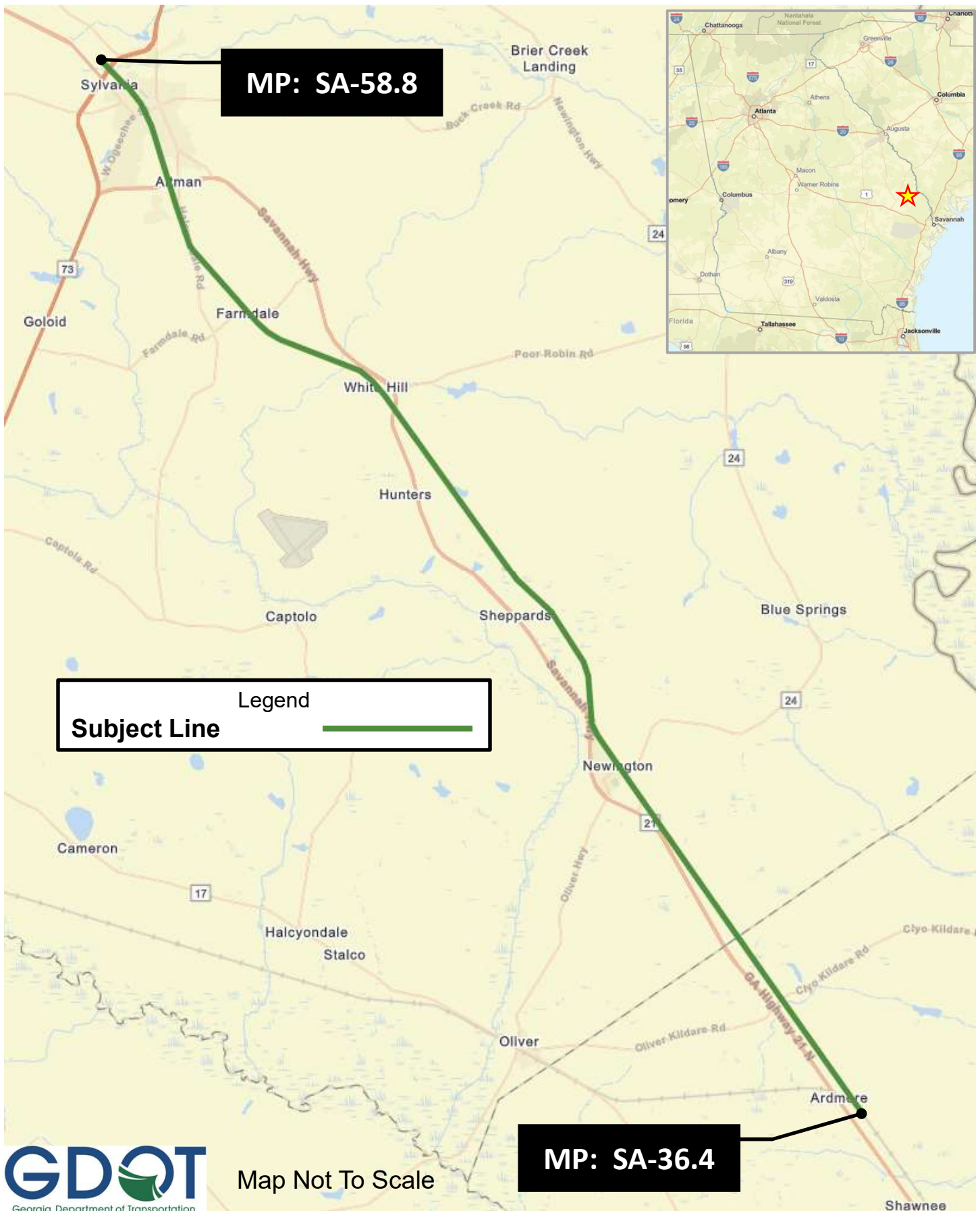


EXHIBIT B

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

Notice of Exemption

STB Docket No. FD 36679

**CATERPARROTT RAILNET, LLC
– CHANGE OF OPERATORS EXEMPTION –
OGEECHEE RAILROAD COMPANY**

VERIFIED NOTICE OF EXEMPTION

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Comments must be filed with the Board and served on CPR’s representative:

³ CPR and ORC are also entering into an Asset Purchase Agreement under which CPR is acquiring ORC’s assets related to the operation of the Subject Line, including the lease of the Subject Line between ORC and GDOT (the “ORC Lease”).

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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.

Decided: _____, 2023.

By the Board, Mai Dinh, Director, Office of Proceedings

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing was served by email on the following persons:

Tom Clark
Ogeechee Railroad Corporation
duckee@pineland.net

Justin Thrift
Georgia Department of Transportation
JThrift@dot.ga.gov

Miessha Stennis
Georgia Department of Transportation, Legal
MStennis@dot.ga.gov

Joanna Campbell
JoCampbell@dot.ga.gov
Georgia Department of Transportation

C.R. Jackson
Georgia Department of Transportation
Cjackson@dot.ga.gov

and by US first-class mail on the following shippers:

Boddiford Farm Service
111 US-301 Frontage
Sylvania, GA 30467

Konnect Transportation
131 Ennis St.
Sylvania, GA 30467

Agrowstar
129 Ennis St.
Sylvania, GA 30467



Justin J. Marks

Dated: April 24, 2023