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December 28, 2023
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Michael Olender

Principal
Pioneer Rail and Transload of Hawthorne, Florida,
A Division of Pioneer Storage Company of Florida, LLC
223 Gordon Chapel Road
Hawthorne, FL 32640

December 28, 2023

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

Re: James K. Perry and W. Stinson Dean
– Continuance in Control Exemption –
Pioneer Rail and Transload of Hawthorne,
Florida, a Division of Pioneer Storage Company of Florida, LLC FD 36751
Surface Transportation Board Finance Docket ~~FD 36748~~

Dear Ms. Brown:

Enclosed for filing in the above referenced docket is a verified notice of exemption filed pursuant to 49 C.F.R. §1180.2(d)(2). The filing fee has been paid via pay.gov.

Sincerely,

FILED
December 28, 2023
SURFACE TRANSPORTATION BOARD

Michael Olender
Principal
Pioneer Rail and Transload of Hawthorne, Florida,
A Division of Pioneer Storage Company of Florida, LLC

Enclosure

FEE RECEIVED
December 28, 2023
SURFACE TRANSPORTATION BOARD

Before the
SURFACE TRANSPORTATION BOARD

FD 36751

STB Docket No. FD ~~36748~~

JAMES K. PERRY AND W. STINSON DEAN
– CONTINUANCE IN CONTROL EXEMPTION –
PIONEER RAIL AND TRANSLOAD OF
HAWTHORNE, FLORIDA, a Division of
PIONEER STORAGE COMPANY OF FLORIDA,
LLC

NOTICE OF EXEMPTION

(contains color images)

Michael Olender
Pioneer Rail and Transload of Hawthorne, Florida,
a Division of Pioneer Storage Company of
Florida, LLC
223 Gordon Chapel Road
Hawthorne, FL 32640
(727) 366-6658
Michael@PioneerRT.com
Principal

Dated: December 28, 2023

Before the
SURFACE TRANSPORTATION BOARD

FD 36751
STB Docket No. FD ~~36748~~

**JAMES K. PERRY AND W. STINSON DEAN
– CONTINUANCE IN CONTROL EXEMPTION –
PIONEER RAIL AND TRANSLOAD OF
HAWTHORNE, FLORIDA, A DIVISION OF
PIONEER STORAGE COMPANY OF FLORIDA,
LLC**

NOTICE OF EXEMPTION

James K. Perry and W. Stinson Dean (“Pioneer Owners”), a non-carrier, files this Notice of Exemption pursuant to 49 C.F.R. §1180.2(d)(2) to exempt from the provisions of 49 U.S.C. §11323 their continuance in control (by majority ownership) of Pioneer Rail and Transload of Hawthorne, Florida (“PRTF”), through their ownership of Pioneer Storage Company of Florida, LLC (“PSCF”) a non-carrier, when PRTF becomes a common carrier. Pioneer Owners currently have indirect control of Pioneer Rail and Transload of El Reno, Oklahoma (“PRTO”) through their ownership of Pioneer Storage Company, LLC (“PSCO”). PRTO is a Class III carrier, pending final decision by STB.¹

PRTF, a non-carrier, has filed a notice of exemption to enter into an operating agreement to operate on behalf of PSCF the line described below and shown on Exhibit A (the “Subject Line”) in the State of Florida. *See Pioneer Rail and Transload of Florida – Operation Exemption – Putnam County, a division of Pioneer Storage Company of Florida, LLC* STB Docket No. FD 36748, filed contemporaneously with this Notice of Exemption. Under the proposed transaction, PRTF will

¹ *Pioneer Storage Company LLC – Operation Exemption – Pioneer Rail and Transload of El Reno, Oklahoma*, STB Docket No. FD 36749 (served Dec. 21, 2023). Pioneer Rail and Transload of El Reno, Oklahoma is a division of Pioneer Storage Company, LLC or PSCO, owned by James K Perry and W. Stinson Dean. James K Perry and W. Stinson Dean have owned Pioneer Storage Company LLC since its formation.

enter into an agreement to operate the Subject Line on behalf of its corporate affiliate PSCF which owns the Subject Line. The Subject Line is the only line owned or to be operated by the PSCF corporate family and, therefore, it does not connect with any other railroads in the corporate family, nor is the continuance in control of PSCF part of a series of anticipated transactions that would connect the Subject Line with any other carriers in PSCF's corporate family. The proposed transaction does not involve a Class I railroad. Accordingly, this transaction qualifies for the class exemption described in 49 C.F.R.

§1180.2(d)(2).²

Required Information

In accordance with the provisions of 49 C.F.R. 1180.4(g), Grube provides the following information as required by 49 C.F.R. §1180.6(a)(1)(i)-(iii), (a)(5), (a)(6), and (a)(7)(ii):

1180.6(a)(1)

(i) The proposed transaction as described above involves Pioneer Owners' continuance in control (by majority ownership) of PRTF, and PSCF, a non-carrier, when PRTF becomes the contract operator of the Subject Line. Upon the commencement of operations, PRTF will be a Class III carrier. Because Pioneer Owners indirectly controls another carrier, their continuance in control of PRTF when PRTF becomes a carrier requires authorization under 49 U.S.C. §11323(a)(5) or an exemption therefrom.

² See *Oregon International Port of Coos Bay – Continuance in Control Exemption – Coos Bay Rail Line, Inc.*, STB Docket No. 36242 (served Nov. 14, 2018) (finding the exemption applicable in a similar situation where the owner of a rail line sought an exemption to continue in control of a newly formed carrier that would operate its rail line).

The full name and address of the applicant is: Pioneer Rail and Transload of Hawthorne, Florida, a Division of Pioneer Storage Company of Florida, LLC, 223 Gordon Chapel Road, Hawthorne, FL 32640.

The name, address and telephone number of Pioneer Owners' counsel who should receive correspondence is:

Renner Jantz
Legal Counsel
223 Gordon Chapel Road
Hawthorne, FL 32640
(405) 326-6976
Info@PioneerRT.com
Attorney for James K. Perry and W. Stinson Dean

- (ii) PRTF is filing its notice of exemption for the Subject Line described as CSX Customer INFO/Rail ID - Customer Mile Post/Marker: S705: IIDS Key: S 7052203. Patron Code: PBD201 National Account CIF: 1191336709000 Length of Rail: 5,569 feet, 4 switches. STB Docket No. FD 36748.

PRTF expects to commence its operation after its exemption becomes effective on January 21, 2024.

(iii) The purpose of the transaction is to allow Pioneer Owners, a non-carrier, to continue in their ownership control of PRTF when PRTF begins to operate as a carrier. The continuance in control will allow PRTF to take advantage of the administrative, financial, and marketing support that Pioneer Owners and the other entities they control can provide while adding the operational experience that the other members of PRTF can provide to the operation of PSCF's Subject Line. Thus, promoting the ability of PRTF to operate on behalf of PSCF to provide safe and efficient service to its shippers.

1180.6(a)(5)

PRTF will operate solely in the State of Florida.

1180.6(a)(6)

A map showing the Subject Line to be operated by PRTF and owned by PSCF is attached as Exhibit A.

1180.6(a)(7)(ii)

There is no agreement covering the common control PRTO and PRTF, or the continuance in control of entities by Pioneer Owners.

Labor Protection

Pursuant to 49 U.S.C. §11326(c), approval of this transaction may not be subject to labor protection because the proposed transaction involves only Class III carriers (PRTO and PRTF), pending final decisions by STB.

Interchange Commitment

Pioneer Owners certifies that the proposed continuance in control transaction does not impose or include an interchange commitment.

Environmental and Historic Reports

The proposed operational exemption involves only the continuance in control of a non-carrier when it becomes a carrier, and will not affect the level of operations on the Subject Line to be operated by PRTF on behalf of PSCF, which is the only rail line operated by the railroads in Pioneer Owners' corporate family. As such, the proposed transaction should be exempt from the Board's environmental reporting requirements pursuant to 49 C.F.R. §1105.6(c)(2)(ii). Further, the proposed transaction is exempt from the historic preservation reporting requirements since the proposed acquisition of control will not substantially change the level of operations over, or maintenance of, the Subject Line to be operated by PRTF on behalf of PSCF. *See* 49 C.F.R. §1105.8(b)(3).

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Conclusion

For the foregoing reasons, PioneerOwners requests that the Board issue a notice of exemption pursuant to 49 C.F.R. §1180.2(d)(2).

Respectfully submitted,

Michael Olender
Pioneer Rail & Transload of Hawthorne, Florida,
a Division of Pioneer Storage Company of
Florida, LLC
223 Gordon Chapel Road
Hawthorne, FL 32640
(727) 366-6658
Michael@PioneerRT.com
Principal

Dated: December 28, 2023

EXHIBIT A

MAP OF THE PSCF / PRTF SUBJECT LINE

PUTNAM COUNTY RAILROAD



Pioneer Rail & Transload
223 Gordon Chapel Rd.
Hawthorne, FL 32640

Mile Marker S705

Length of Rail: 5,569 feet; 4 switches

CSX Track Info:

IIDS Key: S7052203

Patron Code PBD201

National Account CIF: 1191336709000

VERIFICATION

I, Michael Olender, 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 December 28, 2023.

Michael Olender, Principal