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February 28, 2025
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Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

FD 36842

MINGUS MOUNTAIN RAILROAD, LLC
-- ACQUISITION AND OPERATION EXEMPTION --
LINE OF CLARKDALE ARIZONA CENTRAL RAILROAD, L.C.

**VERIFIED NOTICE OF EXEMPTION OF MINGUS MOUNTAIN RAILROAD, LLC
PURSUANT TO 49 C.F.R. PART 1150, SUBPART D**

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
rwimbish@fletcher-sippel.com
(312) 252-1500

**ATTORNEY FOR MINGUS MOUNTAIN
RAILROAD, LLC**

Dated: February 28, 2025
FILED
February 28, 2025
SURFACE
TRANSPORTATION BOARD

FEE RECEIVED
February 28, 2025
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**VERIFIED NOTICE OF EXEMPTION OF MINGUS MOUNTAIN RAILROAD, LLC
PURSUANT TO 49 C.F.R. PART 1150, SUBPART D**

Pursuant to 49 C.F.R. part 1150, subpart D, Mingus Mountain Railroad, LLC (“MMRL”), a non-carrier, hereby files this verified notice of exemption (“Notice”) to acquire and assume common carrier operations over approximately 38.74 route miles of railroad (the “Line”) currently owned and operated by Clarkdale Arizona Central Railroad, L.C. (“CACR”). Incidental to its proposed purchase of the Line, MMRL will also acquire trackage rights over certain connecting lines (the “Drake Lines” – described below) owned by Drake Cement, LLC (“Drake”). Based on projected annual revenues, MMRL expects to be a Class III rail carrier after consummation of the proposed transaction, and MMRL forecasts generating annual operating revenues of less than \$5 million.¹

In accordance with the requirements of 49 C.F.R. part 1150, subpart D, MMRL submits the following information:

¹ MMRL is an independent company that is not under common control with any other U.S. railroad common carrier.

Name and Address of Applicant: 49 C.F.R. § 1150.33(a)

The full name and address of the applicant herein is as follows:

Mingus Mountain Railroad, LLC
22303 Fiddlers Lane
Atlantic Beach, FL 32233

Applicant's Representative: 49 C.F.R. § 1150.33(b)

MMRL's representative to whom correspondence regarding this transaction should be sent is as follows:

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
rwimbish@fletcher-sippel.com
(312) 252-1500

Statement Concerning Agreement: 49 C.F.R. § 1150.33(c)

MMRL and CACR have entered into Letter of Intent which, subsequent to completion of an executed purchase and sale agreement, provides MMRL with the right to acquire the Line and conduct common carrier service over it. Incidental to the proposed Line transfer transaction between MMRL and CACR, MMRL will also acquire from Drake (by assignment from CACR) trackage rights over the below-described Drake Lines connecting to the Line.

Operator of the Property: 49 C.F.R. § 1150.33(d)

MMRL will assume exclusive operation over the Line and will exercise trackage incidental trackage rights over the connecting Drake Lines. MMRL will provide all rail common carrier service to customers on the Line.

Summary of the Transaction: 49 C.F.R. § 1150.33(e)

MMRL, a non-carrier unaffiliated with any other U.S. railroad common carrier, proposes to purchase and to provide railroad common carrier service over approximately 38.74 route miles of railroad line extending between milepost 0 +15 feet at Drake, Arizona, and the Phoenix Cement Plant at milepost 38 + 3940.3 feet near Clarkdale, Arizona (the Line). Incidental to its proposed acquisition of the Line, MMRL would acquire by assignment from CACR trackage rights over certain connecting lines (the Drake Lines), consisting of Drake's Track Nos. 3924, 3907, 3921, and 3904, located between milepost 0 + 15 feet and milepost 0 + 3000 feet in Drake, Arizona, a cumulative distance of approximately 2,985 feet.²

The complete name and address of the owner of the Line is as follows:

Clarkdale Arizona Central Railroad, L.C.
P.O. Box 1544
Ogden, UT 84402

Assuming the CACR and MMRL reach an executed purchase and sale agreement, MMRL intends to close on the purchase of the Line, and to commence the provision of common carrier operations over it, and to assume incidental trackage rights operations over the Drake Lines on or shortly after the anticipated effective date of this Notice – March 30, 2025, or if CACR and MMRL have not yet executed a purchase and sale agreement by that date, MMRL intends to

² See *Clarkdale Arizona Central Railroad, L.C. – Trackage Rights Agreement – Drake Cement, LLC*, FD 35742 (Sub-No. 1) (STB served May 15, 2020).

consummate as soon as the parties can execute such a sales and purchase agreement.

Map: 49 C.F.R. § 1150.33(f)

Maps showing the Line, the Drake Lines and the surrounding areas are attached as Exhibit A.

Certificate of Compliance: 49 C.F.R. § 1150.33(g)

Certification pursuant to 49 C.F.R. § 1150.33(g) and a verification of the contents of this Notice are supplied as Exhibit B.

Interchange Commitments: 49 C.F.R. § 1150.33(h)

The documents governing the proposed transaction do not contain any provisions that would prohibit or limit future interchange with any third-party connecting carrier.

Advance Notice: 49 C.F.R. § 1150.32(e)

MMRL's projected annual revenue would not exceed \$5 million. Accordingly, the notice requirements of 49 C.F.R. § 1150.32(e) are inapplicable. See Exhibit B.

Environmental and Historic Preservation Data: 49 C.F.R. § 1105

Under 49 C.F.R. § 1105.6(c)(2), MMRL's proposed operation of the Line and its acquisition and exercise of incidental trackage rights, is exempt from environmental reporting requirements. The proposed transaction will not result in

significant changes in carrier operations, *i.e.*, changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5).

Under 49 C.F.R. § 1105.8(b)(1), MMRL's assumption of operations on the Line and its exercise of trackage rights over the Drake Lines also is exempt from historic preservation reporting requirements. The proposed transaction is for the purpose of continued rail operations by a new railroad. Further Board approval would be required to discontinue any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Caption Summary: 49 C.F.R. § 1150.34

A caption summary in appropriate form is attached as Exhibit C.

Respectfully submitted,

By: /s/ *R. A. Wimbish*

Robert A Wimbish
Fletcher & Sippel LLC
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Chicago, Illinois 60606-3208
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(312) 252-1500

**ATTORNEY FOR MINGUS MOUNTAIN
RAILROAD, LLC**

Dated: February 28, 2025

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EXHIBIT A
MAPS

Mingus Mountain Railroad LLC



Interchange Station



MMRL



BNSF Railway



Other Railroads



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Drake

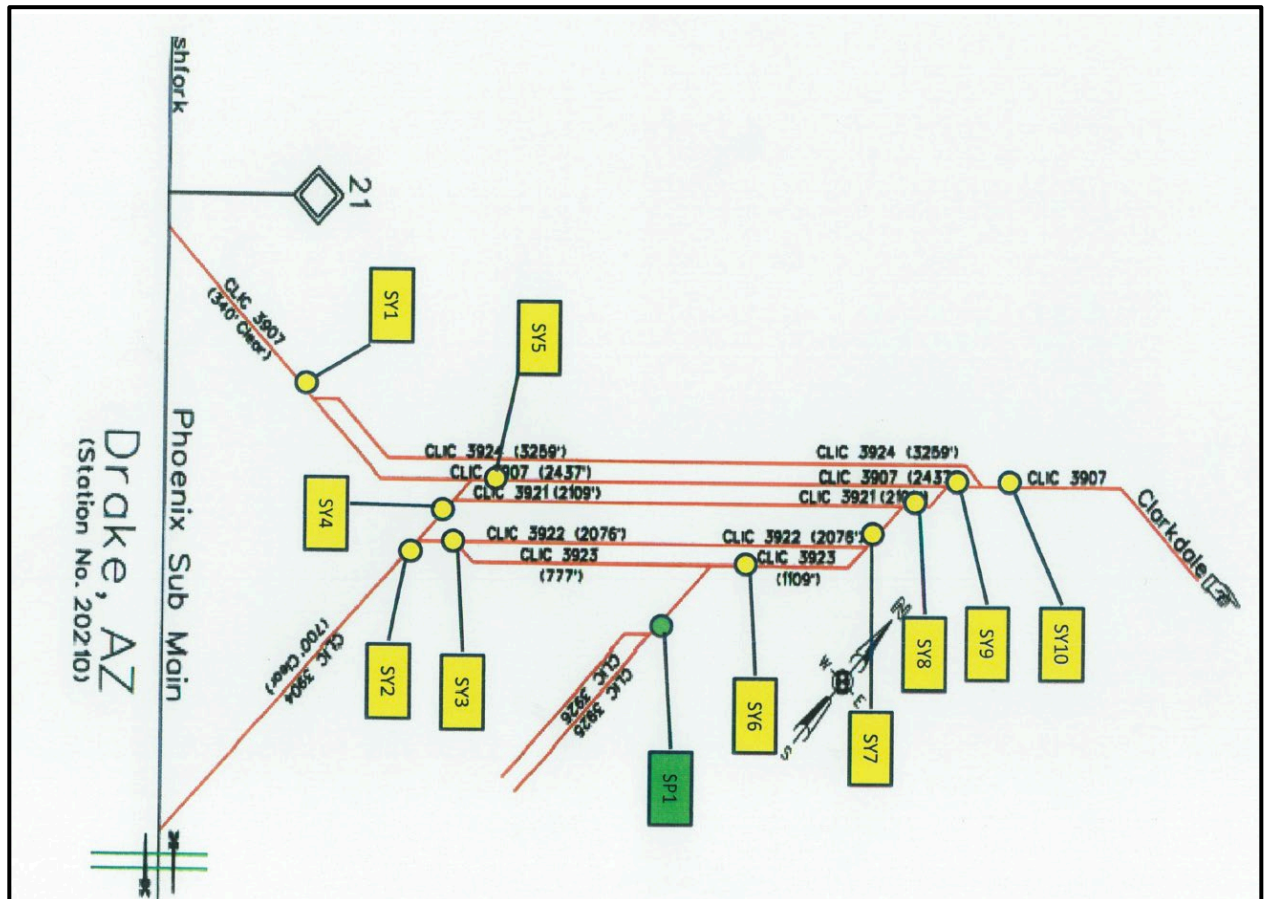
Abra

Perkinsville

Clarkdale

Arizona

Drake Lines (MMRL trackage rights), including tracks 3924, 3907, 3921, and 3904



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EXHIBIT B
CERTIFICATION AND VERIFICATION

CERTIFICATION AND VERIFICATION

I, John Fenton, am the President of Mingus Mountain Railroad, LLC (“MMRL”). Under penalty of perjury, I hereby certify and verify as follows:

1. I am authorized to provide the present certification and verification on behalf of MMRL.
2. I certify that MMRL’s annual rail revenues are not expected to exceed \$5 million, and that the transaction that is the subject of this exemption proceeding will not result in MMRL becoming Class I or II rail carrier under the thresholds set forth at 49 C.F.R. § 1201(1-1).
3. I also certify that the subject transaction does not involve any provision that would prohibit or limit future interchange with any third-party connecting carrier
4. I verify that I have read the foregoing Notice of Exemption and know that the facts stated herein are true.

Dated: February 28, 2025

/s/ *John Fenton*
John Fenton

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EXHIBIT C
CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

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MMRL, a non-carrier unaffiliated with any other U.S. railroad common carrier, proposes to purchase and to provide railroad common carrier service over approximately 38.74 route miles of railroad line extending between milepost 0 +15 feet at Drake, Arizona, and the Phoenix Cement Plant at milepost 38 + 3940.3 feet near Clarkdale, Arizona (the Line). Additionally, as incidental to its proposed acquisition of the Line, MMRL would also acquire by assignment from CACR trackage rights over certain connecting lines owned by Drake Cement, LLC (Drake), consisting of Drake's Track Nos. 3924, 3907, 3921, and 3904, located between milepost 0 + 15 feet and milepost 0 + 3000 feet in Drake, Arizona (the Drake Lines), a cumulative distance of approximately 2,985 feet.

MMRL expects to commence operations over the Line and the connecting Drake Lines on or after March 30, 2025, the expected effective date of this exemption, or if CACR and MMRL have not yet executed a purchase and sale agreement by that date, MMRL intends to consummate as soon as the parties can execute such a sales and purchase agreement.

Comments must be filed with the Board and served on:

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
rwimbish@fletcher-sippel.com
(312) 252-1500

This Notice is filed under 49 C.F.R. § 1150.31(a)(3). 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.

Dated: March ____, 2025

By the Board