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Office of Proceedings
May 2, 2025
Part of
Public Record

FLETCHER & SIPPEL LLC

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May 2, 2025

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 20024

Re: **FD 36839**
Cumberland & Knox Railroad, LLC — Modified Rail
Certificate

Dear Ms. Brown:

Attached for filing in the above-captioned proceeding is the **Notice of the Cumberland & Knox Railroad, LLC for a Modified Certificate of Public Convenience and Necessity pursuant to 49 C.F.R. § 1150.23** and a supporting **Motion to File under Seal**. The appropriate filing fee has been tendered via Pay.gov.

If you have any questions about this filing, please feel free to contact me. Thank you for your assistance on this matter.

Yours,



Bradon J. Smith
Attorney for the Cumberland & Knox
Railroad, LLC

Cc: Association of American Railroads

Enclosure

FEE RECEIVED
May 2, 2025
SURFACE
TRANSPORTATION BOARD

FILED
May 2, 2025
SURFACE
TRANSPORTATION BOARD

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36839

**CUMBERLAND & KNOX RAILROAD, LLC —
MODIFIED RAIL CERTIFICATE**

**NOTICE OF THE CUMBERLAND & KNOX RAILROAD, LLC FOR A MODIFIED
CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY
PURSUANT TO 49 C.F.R. § 1150.23**

Bradon J. Smith
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 800
Chicago, Illinois 60606-3208
(312) 252-1500

**Attorney for the Cumberland & Knox
Railroad, LLC**

Dated: May 2, 2025

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36839

**CUMBERLAND & KNOX RAILROAD, LLC —
MODIFIED RAIL CERTIFICATE**

**NOTICE OF THE CUMBERLAND & KNOX RAILROAD, LLC FOR A MODIFIED
CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY
PURSUANT TO 49 C.F.R. § 1150.23**

The Cumberland & Knox Railroad, LLC (“C&K”) submits this notice to apply¹ for a modified certificate of public convenience and necessity (the “Notice”) under 49 C.F.R. Part 1150 Subpart C for C&K to operate a portion of the “Rockland Branch.” The segment is between milepost 33.79 at Brunswick and milepost 85.91 at Rockland in the state of Maine.

In accordance with the requirements of 49 C.F.R. § 1150.23(b), C&K submits the following information:

Information Regarding Operator: 49 C.F.R. § 1150.23(b)(1)

Cumberland & Knox Railroad, LLC
212 Depot Street
Box 326
Unity, Maine 04988

- (i) Articles of incorporation are attached as Exhibit A.

¹ The Board’s modified certificate rules require the operator to “apply[]” for (49 C.F.R. § 1150.21) and “notice” its operating authority. 49 C.F.R. § 1150.23.

- (ii) The managing member for C&K is:

Mr. Joe Feero
212 Depot Street
Box 326
Unity, Maine 04988

Mr. Feero has no present affiliation with any other rail carrier (see below).

- (iii) The C&K is a new entity. It is a corporate affiliate of Maine Switching Services, LLC, a well-established non-carrier rail services company with equity members common to C&K. Maine Switching Services, LLC will provide financial responsibility for C&K obligations until such time as C&K can assume that responsibility.

Information About Prior Abandonment: 49 C.F.R. § 1150.23(b)(2)

The former Interstate Commerce Commission approved this segment for abandonment; after that, the state of Maine (“State”) bought it. *Safe Handling Rail, Inc. Modified Rail Certificate*, FD 33967 (STB served Dec. 22, 2000) (*citing Maine Central Railroad Company — Abandonment — in Cumberland, Sagadahoc, Lincoln and Knox Counties, Maine*, Docket No. AB-83 (Sub-No. 8) (ICC served Oct. 10, 1985)). Accordingly, this segment on the Rockland Branch is one that was “approved for abandonment.” 49 C.F.R. §1150.21 (“The rail line must have been fully abandoned, or approved for abandonment by the Board . . .”). Given difficult economic conditions² on the line segment and corresponding commercial and

² See e.g., *Midcoast Rail Service, Inc. — Discontinuance of Service Exemption — In Cumberland, Knox, Lincoln, Sagadahoc Counties, Me.*, AB 1341X, 2024 WL 5103806 at *1 at n. 3 (Dec. 3, 2024) (permitting discontinuance of Rockland Branch including this segment.).

regulatory “hurdles”³ associated with fully-certificated operations, C&K makes this filing to authorize its modified certificate operations.

Dates of Operation: 49 C.F.R. § 1150.23(b)(3)

C&K and the State have entered into a lease and operating agreement with an initial term from April 30, 2025 until December 30, 2030. This agreement is filed as Confidential Exhibit B and is the subject of a motion for a protective order.

Description of Service: 49 C.F.R. § 1150.23(b)(4)

- (i) C&K will provide common carrier service between milepost 33.79 at Brunswick to milepost 85.91 at Rockland as this filing authorizes.
- (ii) CSX Transportation, Inc. has an easement on an adjoining segment, from milepost 28.03 to 33.79. *Midcoast Railservice, Inc. — Discontinuance* at n. 3. C&K and CSX are discussing the precise interchange location, which is anticipated to be on the adjoining CSX segment.
- (iii) C&K is a beneficiary of a REDACTED
- (iv) No preconditions, except those consistent with the Board’s general regulation of common carrier service (e.g., reasonable demand) shall be required.

Information Regarding Subsidizers: 49 C.F.R. § 1150.23(b)(5)

Not applicable.

³ *Ex Parte 392, Application Procedures for a Certificate to Construct, Acquire, or Operate Railroad Lines*, 365 ICC 516, 523 (1982).

Financial Responsibility of Subsidizers: 49 C.F.R. § 1150.23(b)(6)

Not applicable.

Tariffs: 49 C.F.R. § 1150.23(c)

C&K will publish tariffs in accordance with the Board's rules upon its commencement of service.

Respectfully submitted,



Bradon J. Smith
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 800
Chicago, Illinois 60606-3208
(312) 252-1500

**Attorney for the Cumberland & Knox
Railroad, LLC**

Dated: May 2, 2025

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36839

**CUMBERLAND & KNOX RAILROAD LLC —
MODIFIED RAIL CERTIFICATE**

EXHIBIT A

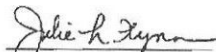
ARTICLES OF INCORPORATION

Filing Fee \$175.00
Charter Number: 202510286DC
Filing Number: 20250130209250046 Pages: 2
Form: DLLC Fee Paid: \$175
Filing Date: 01/29/2025

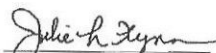
STATE OF MAINE

LIMITED LIABILITY COMPANY

CERTIFICATE OF FORMATION


Deputy Secretary of State

A True Copy When Attested By Signature


Deputy Secretary of State

Pursuant to 31 MRSA §1531, the undersigned executes and delivers the following Certificate of Formation:

FIRST: The name of the limited liability company is:

Cumberland & Knox Railroad, LLC

(A limited liability company name must contain the words "limited liability company" or "limited company" or the abbreviation "L.L.C.," "LLC," "L.C." or "LC" or, in the case of a low-profit limited liability company, "L3C" or "l3c"—see 31 MRSA 1508.)

SECOND: Filing Date: (select one)

☒ Date of this filing; or ☐ Later effective date (specified here): _____

THIRD: Designation as a low profit LLC (Check only if applicable):

☐ This is a low-profit limited liability company pursuant to 31 MRSA §1611 meeting all qualifications set forth here:

- A. The company intends to qualify as a low-profit limited liability company;
- B. The company must at all times significantly further the accomplishment of one or more of the charitable or educational purposes within the meaning of Section 170(c)(2)(B) of the Internal Revenue Code of 1986, as it may be amended, revised or succeeded, and must list the specific charitable or educational purposes the company will further;
- C. No significant purpose of the company is the production of income or the appreciation of property. The fact that a person produces significant income or capital appreciation is not, in the absence of other factors, conclusive evidence of a significant purpose involving the production of income or the appreciation of property; and
- D. No purpose of the company is to accomplish one or more political or legislative purpose within the meaning of Section 170(c)(2)(D) of the Internal Revenue Code of 1986, or its successor.

FOURTH: Designation as a professional LLC (Check only if applicable):

☐ This is a professional limited liability company* formed pursuant to 13 MRSA Chapter 22-A to provide the following professional services:

(Type of professional services)

FIFTH: The Registered Agent is a: (select either a Commercial or Noncommercial Registered Agent)

☐

Commercial Registered Agent

CRA Public Number: _____

(Name of commercial registered agent)

☒

Noncommercial Registered Agent

Jeremy M. Marden, Esq.

(Name of noncommercial registered agent)

151 High Street, Belfast, Maine 04915

(physical location, not P.O. Box -- street, city, state and zip code)

(mailing address if different from above)

SIXTH: Pursuant to 5 MRSA §105.2, the registered agent listed above has consented to serve as the registered agent for this limited liability company.

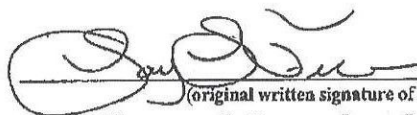
SEVENTH: OPTIONAL ☐ Check if providing a statement of authority at this time

Pursuant to 31 MRSA §1542.1 a statement of authority or any other matters the members determine to include are set forth in the attached Exhibit _____, and made part hereof.

Dated

24 January 2025

**By



(original written signature of authorized person)

Joey Feero, Managing Member

(type or print name and title of signer)

*Examples of professional service limited liability companies are accountants, attorneys, chiropractors, dentists, registered nurses and veterinarians. (This is not an inclusive list – see 13 MRSA §723.7)

**Pursuant to 31 MRSA §1676.1.A, Certificate of Formation MUST be signed by at least one authorized person.

The execution of this certificate constitutes an oath or affirmation under the penalties of false swearing under 17-A MRSA §453.

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to:

Secretary of State
Division of Corporations, UCC and Commissions
101 State House Station
Augusta, ME 04333-0101
Telephone Inquiries: (207) 624-7752

Email Inquiries: CEC.Corporations@Maine.gov

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36839

**CUMBERLAND & KNOX RAILROAD LLC —
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CONFIDENTIAL EXHIBIT B

LEASE AND OPERATING AGREEMENT