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Office of Chief Counsel
February 5, 2026
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February 5, 2026

Via Electronic Filing

Ms. Anika S. Cooper
Chief of Case Administration
Office of Chief Counsel
Surface Transportation Board
Washington, D.C. 20423

Re: FD 36905

***DB Rail, LLC — Acquisition and Operation
Exemption — Cleveland Cliffs Railways, Inc.***

Dear Ms. Cooper:

Attached is a verified Notice of Exemption from DB Rail, LLC for filing in the captioned docket. The filing fee was made via Pay.gov. Please advise of any questions.

Yours,

Bradon J. Smith
Attorney for DB Rail, LLC.

FEE RECEIVED
February 5, 2026
SURFACE
TRANSPORTATION BOARD

FILED
February 5, 2026
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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36905

DB RAIL, LLC

**ACQUISITION AND OPERATION
EXEMPTION**

CLEVELAND-CLIFFS RAILWAYS INC.

Non-carrier DB Rail, LLC submits this notice under 49 C.F.R. Part 1150 Subpart D for authority under 49 U.S.C. § 10901 to acquire a line of railroad from Cleveland-Cliffs Railways Inc. (“Cliffs”) in Steelton, Penna.¹ After acquisition, DB Rail, LLC will be the exclusive common carrier operating on the subject line.

49 C.F.R. § 1150.32(e)
Advance Notice

The advance notice requirements of 49 C.F.R. § 1150.32(e) do not apply because DB Rail’s projected revenue after the acquisition is not expected to exceed \$5 million.

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

The full name and address of the applicant is

¹ DB Rail is a corporate affiliate of Dura-Bond Pipe, LLC; the agreement for acquisition is the “final agreement” as described in *Dura-Bond Pipe, L.L.C. v. Cleveland-Cliffs Railways, Inc.*, NOR 42184 (STB served Dec. 22, 2025) (Chief Counsel’s Order).

DB Rail, LLC
5790 Kennedy Ave.
Export, PA 15632

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

DB Rail's representative to whom correspondence regarding this transaction should be sent is

Bradon J. Smith
Marwedel, Minichello & Reeb
303 W. Madison Street
Suite 1100
Chicago, Illinois 60606
(312) 445-5412

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

DB Rail and Cliffs have entered into an agreement identified at note 1 above, under which DB Rail will acquire the Line and certain other rail assets from Cliffs.

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

DB Rail will operate common carrier service on the Line, as defined below and portrayed in Exhibit A.

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

Cliffs is the successor to prior carriers operating under variations of the "Steelton & Highspire" name historically associated with Bethlehem Steel rail operations in Steelton. The extent of those assets is as discussed in *BD Highspire*

Holdings, LLC — Acquisition and Operation Exemption — Mittal Steel USA-Railways, Inc., FD 35987 (Jan. 14, 2016) (authority was never consummated).

Under the agreement described above in note 1, DB Rail is acquiring a 3.1 mile line of railroad connecting with Norfolk Southern Railway Company at either end (it has no mileposts), as well some additional yard and industrial tracks that are not subject to the Board's jurisdiction. DB Rail intends to operate these rail assets as identified on Exhibit A (the "Line") as a common carrier. *MVC Transportation, LLC — Acquisition Exemption — P&LE Properties, Inc.*, FD 34462 (STB served Oct. 20, 2004), 6.

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

Cleveland-Cliffs Railways Inc.
200 Public Square
Suite 3300
Cleveland, Ohio 44114

DB Rail intends to close on the acquisition within the first quarter of 2026.

49 C.F.R. § 1150.33(f)
Map

A map showing the rail assets DB Rail is acquiring and the surrounding area is attached as Exhibit A to this Notice. The red-highlighted portions are the assets constituting the Line.

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

Certification under 49 C.F.R. § 1150.33(g) is made with the verification of this notice.

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

There are no interchange commitments associated with DB Rail's acquisition or the agreement described in note 1.

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

Under 49 C.F.R. § 1105.6(c)(1)(i), DB Rail's proposed operation of the Line is exempt from environmental reporting requirements because the transaction will not result in changes that exceed the thresholds 49 C.F.R. § 1105.7(e)(4) or (5) establish.

Under 49 C.F.R. § 1105.8(b)(1), DB Rail's assumption of operations on the Line also is exempt from historic preservation reporting requirements. The proposed transaction is for the purpose of continued rail service. Further Surface Transportation Board approval is 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.

49 C.F.R. § 1150.34
Caption Summary

A caption summary in appropriate form is attached as Exhibit B to this Notice.

49 U.S.C. § 10901(c)
Labor Protection

Authority for acquisition of a rail line by a non-carrier cannot be conditioned on labor protections. *Rapid City, Pierre & E. RR — Acquisition and Operation Exemption — Dakota, Minn. & E. RR et al.*, FD 35799 (STB served May 14, 2015), 2 at n.3.

Dated: February 5, 2026

Respectfully submitted,

MARWEDEL, MINICHELLO & REEB



Bradon J. Smith
303 W. Madison
Suite 1100
Chicago, Ill.

Attorney for DB Rail, LLC

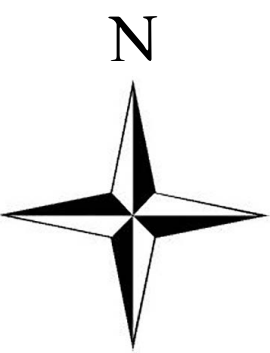
SUMMARY OF MAP EXHIBITS

Exhibit A consists of a series of maps, including an overview and specific segments. The segment maps portray the Line described in the notice from north to south, generally following the course of the Susquehanna River.

All rail assets are outlined in yellow; the line segment maps portray the Line in red. The green tracks on the overview are not subject to acquisition or regulated operation.

The Line is also known by certain track numbers:

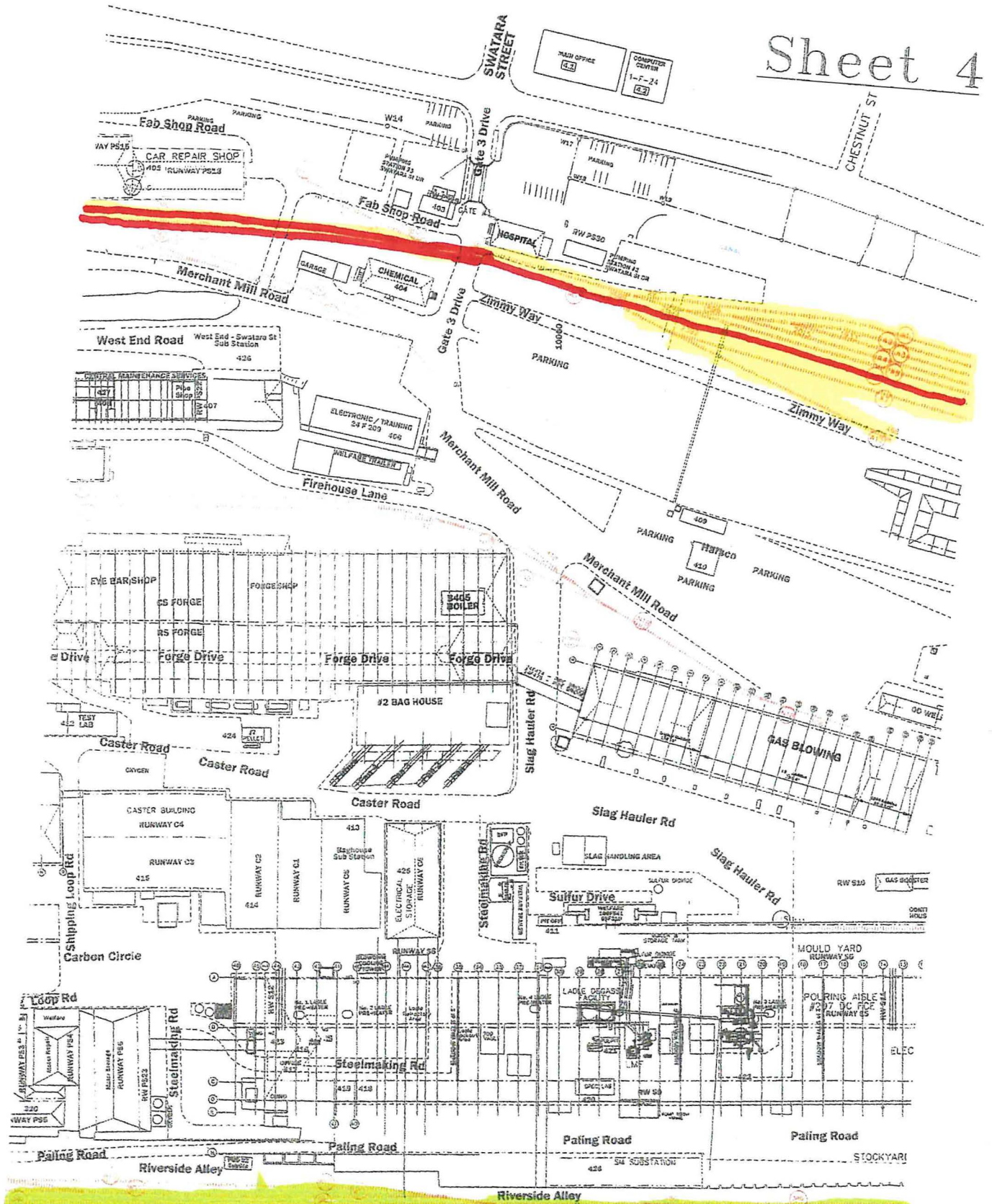
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ML1
ML 17
A5
QUTK
WBR
C02

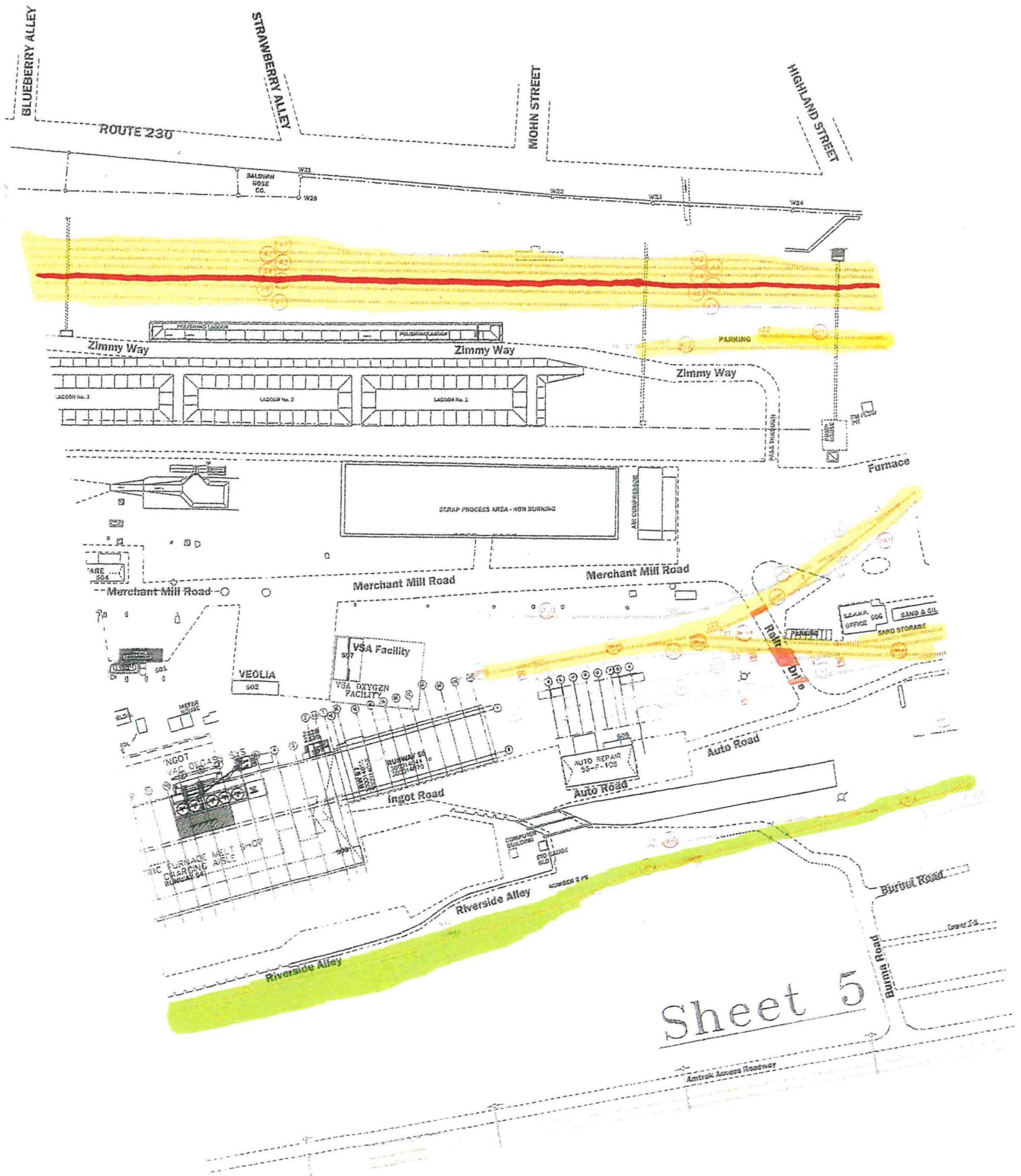


0 0.13 0.25 0.5 0.75 1 Miles

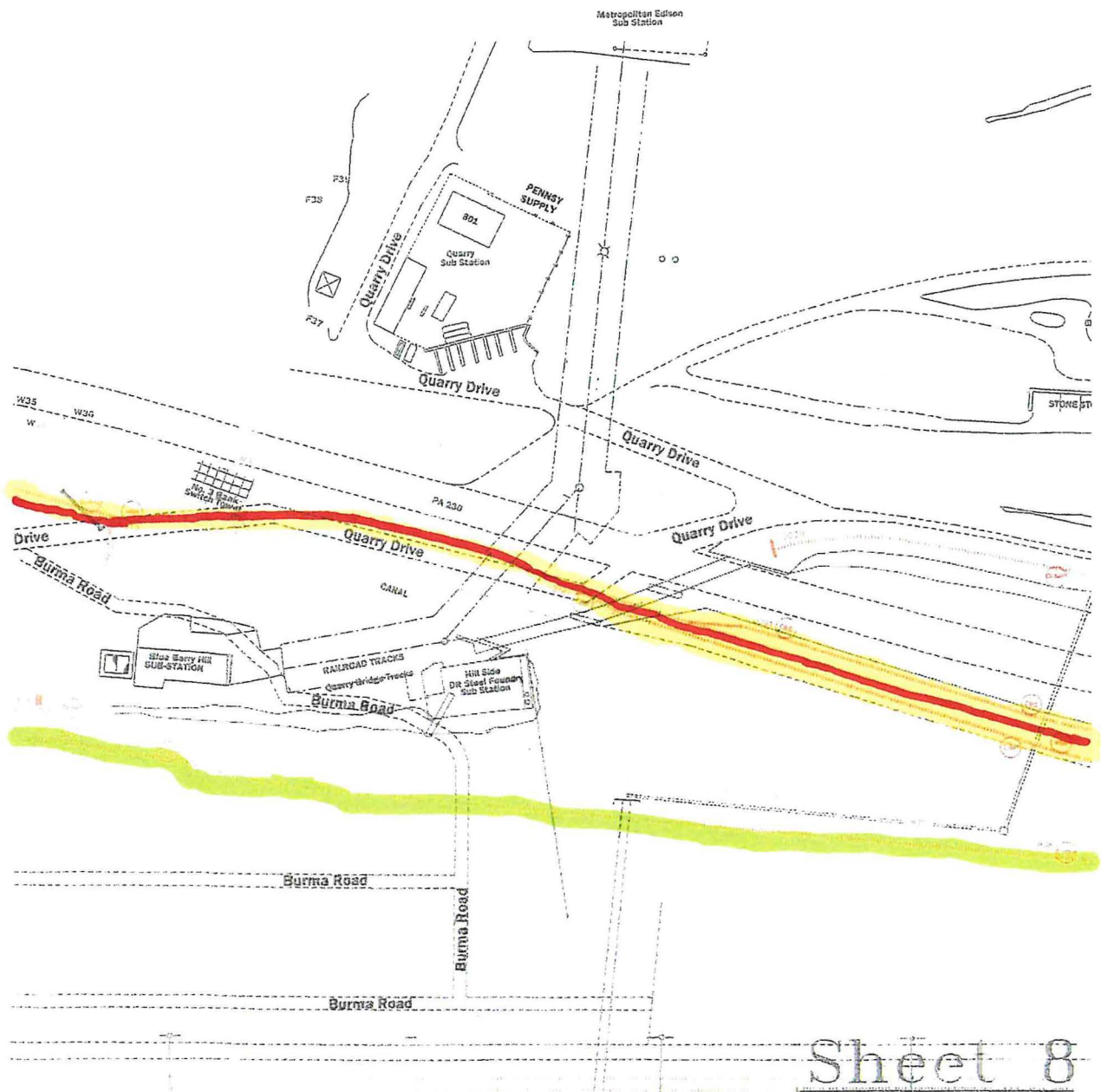
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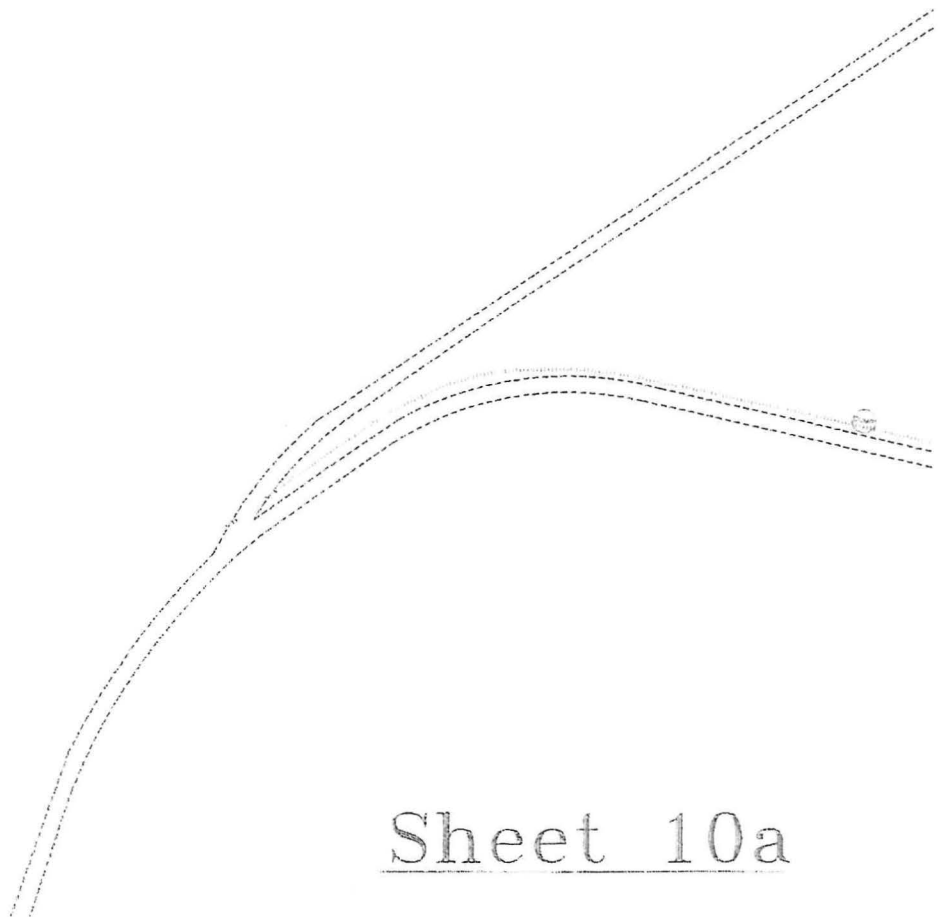








Sheet 10a



Sheet 10a



Sheet 11a

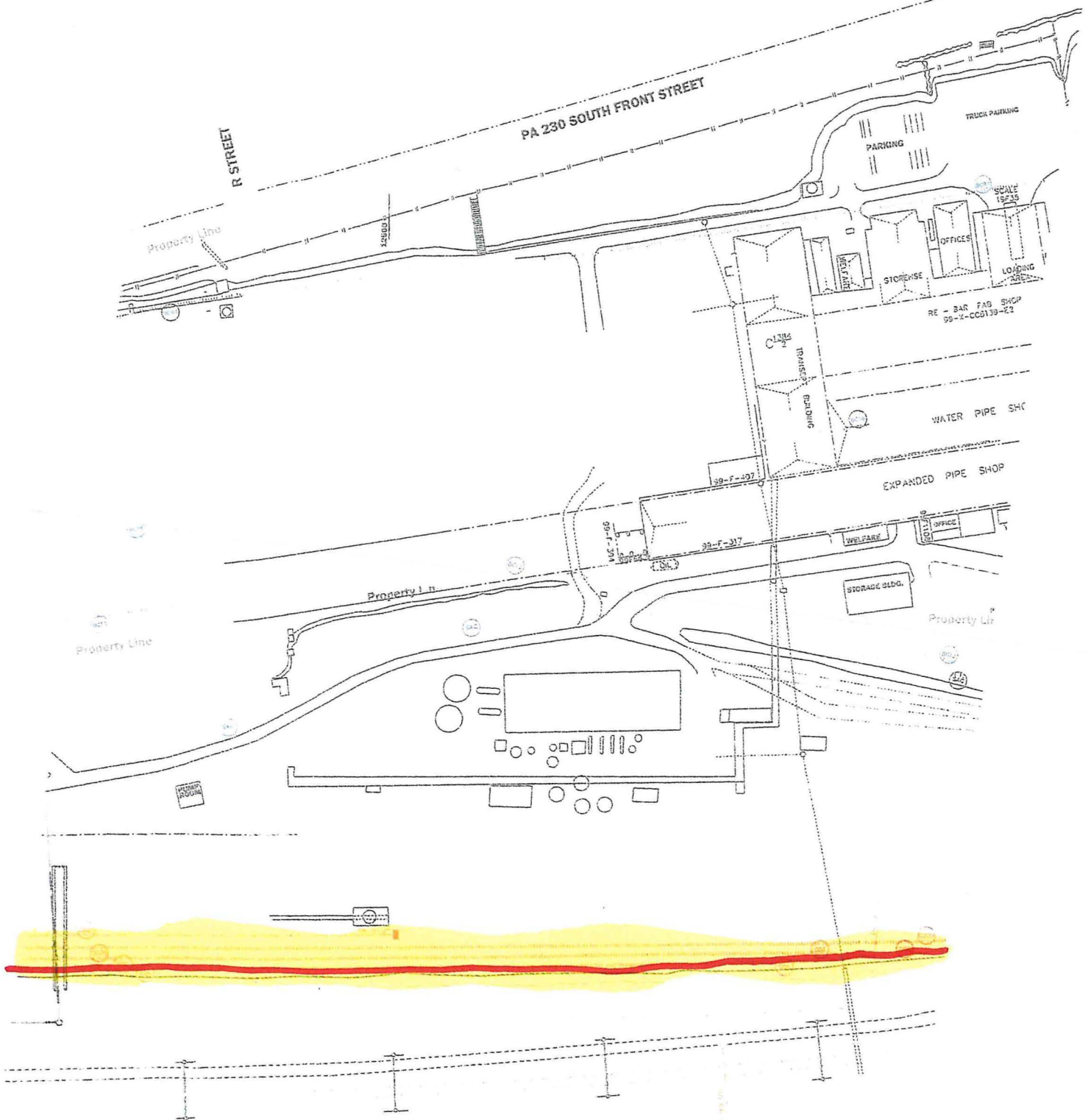
Sheet 11a

Sheet 12

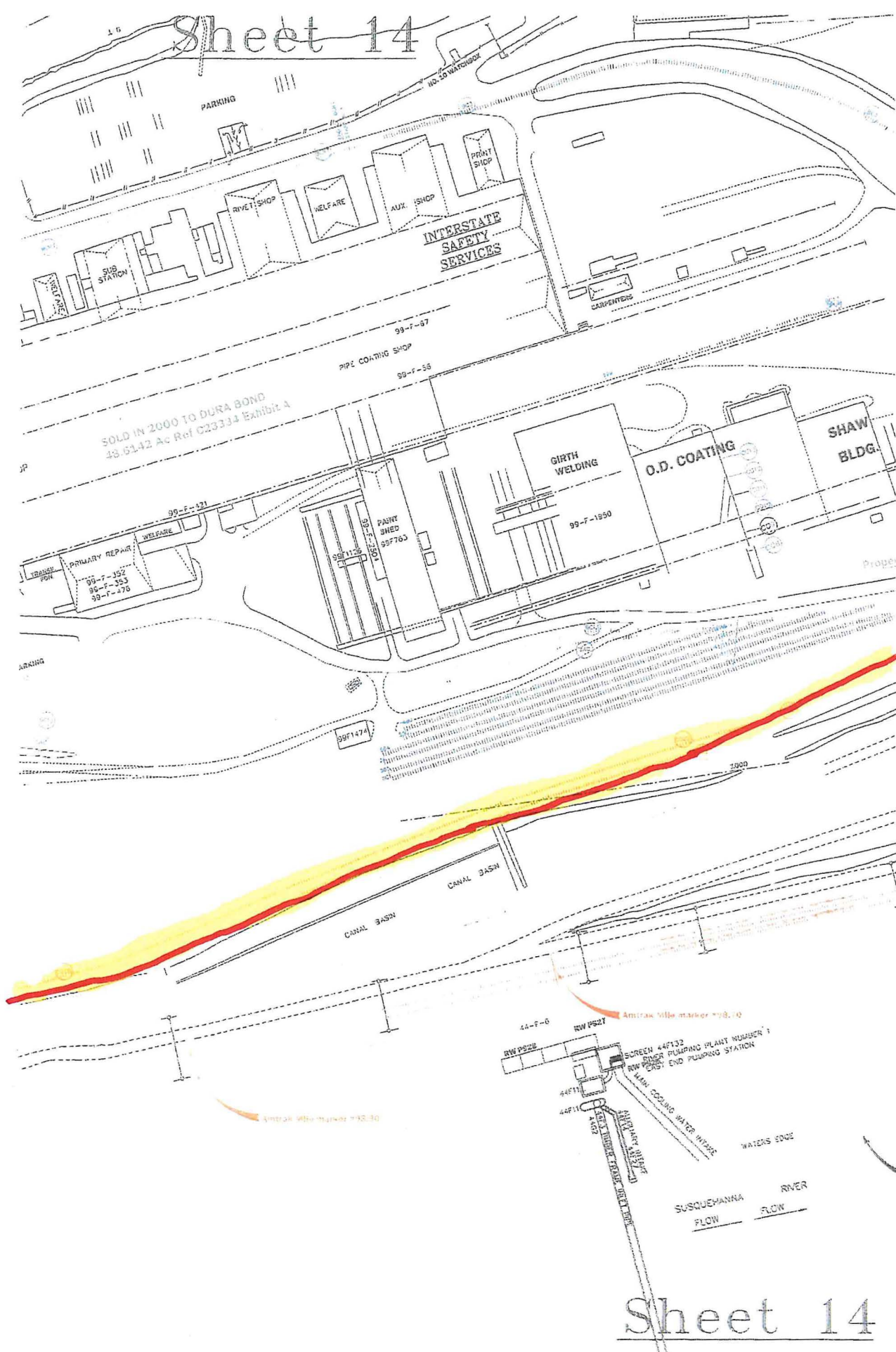


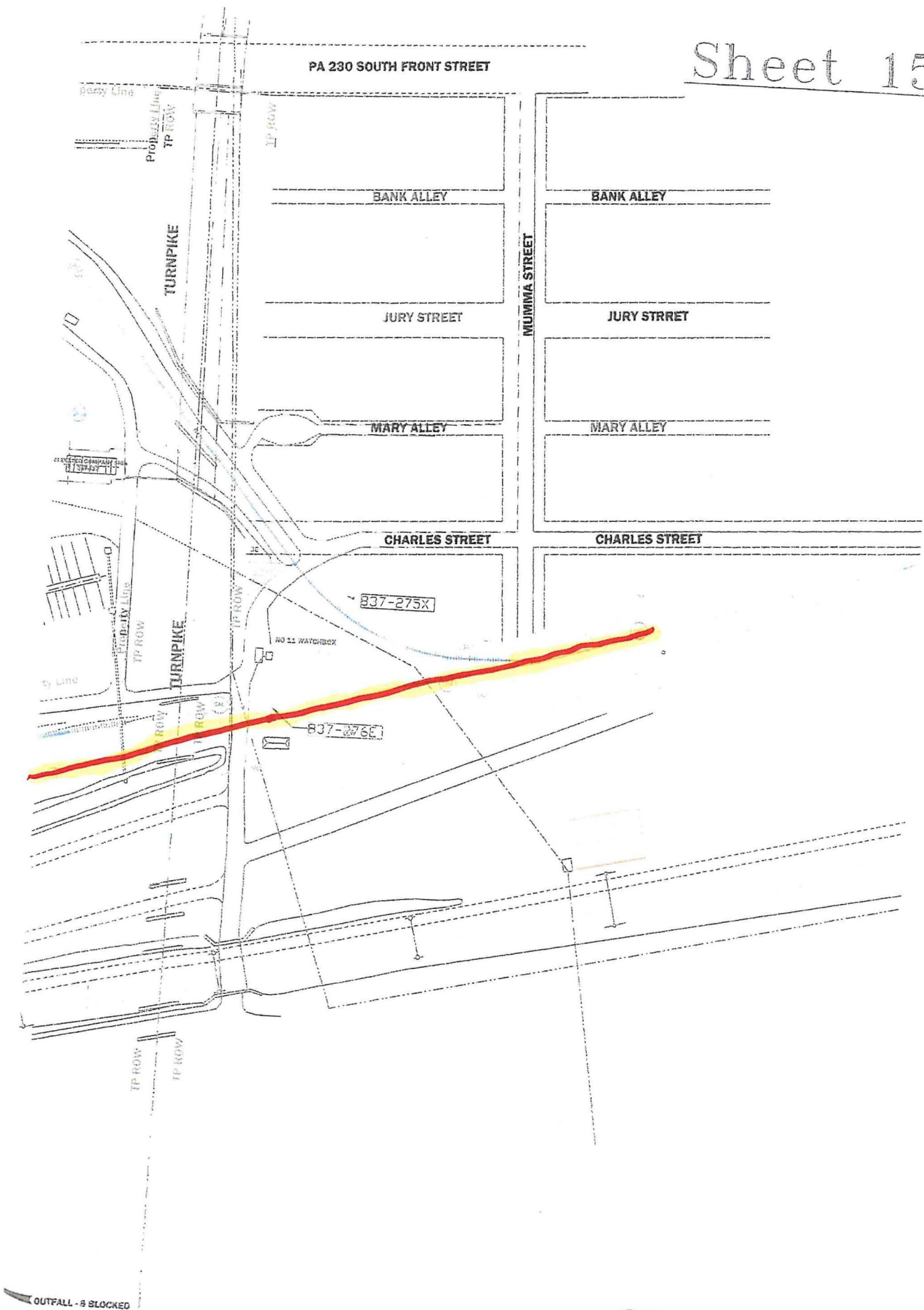
Sheet 12

Sheet 13



Sheet 13





SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FD 36905

DB RAIL, LLC
— ACQUISITION AND OPERATION EXEMPTION —
CLEVELAND-CLIFFS RAILWAYS INC.

DB Rail, LLC a non-carrier, has filed a Verified Notice of Exemption to purchase and operate approximately 3.1 miles of rail line (the “Line”) in the Borough of Steelton, Dauphin County, Pennsylvania. The Line is owned by Cleveland-Cliffs Railways Inc.

DB Rail expects to consummate the subject transaction and commence operations on the Line in the first quarter of 2026.

Comments must be filed with the Board and served on:

Bradon J. Smith
Marwedel, Minichello & Reeb
303 W. Madison Street
Suite 1100
Chicago, Illinois 60606
(312) 445-5412

This Notice is filed under 49 C.F.R. § 1150.31. 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: _____

By the Board

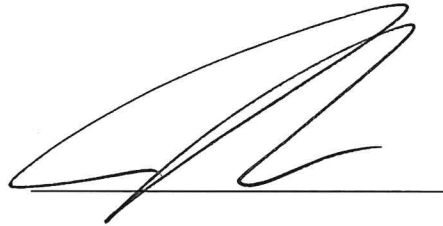
Anika S. Cooper, Chief Counsel

CERTIFICATION AND VERIFICATION

I, Jason Norris hereby certify and verify under penalty of perjury as follows:

1. I am the principal manager of DB Rail, LLC.
2. The annual revenue of DB Rail is not expected to exceed \$5 million and will not result in DB Rail becoming Class I or II rail carrier under the thresholds set forth at 49 C.F.R. § 1201 (11).
3. There are no interchange commitments associated with the transaction.
4. I have read the foregoing Notice of Exemption and know that the facts stated herein are true.

Dated: February 5, 2026

A handwritten signature in black ink, appearing to be 'J. Norris', written over a horizontal line.

Jason Norris