

IRVIN RIGSBY PLC
ATTORNEYS AT LAW

Office of Proceedings
August 7, 2018
Part of
Public Record

LEXINGTON OFFICE
228 East High Street
P.O. Box 34106
Lexington, KY 40588-4106
T: (859) 233-4633 F: (859) 233-4642

NICHOLASVILLE OFFICE
110 North Main Street
Nicholasville, KY 40356
T: (859) 887-1200 F: (859) 885-2307

CATHERINE S. WRIGHT
cwright@irvinrigsby.com
Direct Dial: (859) 724-4104

August 7, 2019

VIA ELECTRONIC FILING

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S. W.
Washington, D.C. 20434-0001

RE: Docket No. FD 36331; R. J. Corman Railroad Group, LLC and R. J. Corman Railroad Company, LLC – Continuance in Control Exemption – R. J. Corman Railroad Company/Childersburg Line, LLC

Dear Ms. Brown:

Attached for filing in the above-captioned proceeding is a verified notice of exemption under 49 C.F.R. § 1180.2(d)(2) pursuant to which R. J. Corman Railroad Group, LLC and R. J. Corman Railroad Company, LLC seek to continue in control of R. J. Corman Railroad Company/Childersburg Line, LLC (“RJAL”) upon RJAL becoming a Class III carrier in *R. J. Corman Railroad Company/Childersburg Line – Change in Operators, Lease and Operation Exemption with Interchange Commitment – City of Childersburg Local Redevelopment Authority, Norfolk Southern Railway, Central of Georgia Railroad Company, and CSX Transportation, Inc.*, Docket No. FD 36330, which is being filed concurrently.

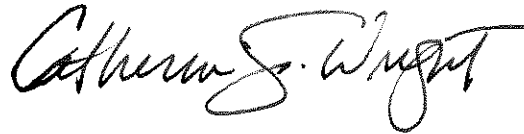
The sum of \$1,600.00, representing the appropriate fee for this filing, has been tendered electronically via Pay.gov. The Pay.gov Tracking ID is 26JBGQ1Q.

FILED
August 7, 2019
SURFACE
TRANSPORTATION BOARD

FEE RECEIVED
August 7, 2019
SURFACE
TRANSPORTATION BOARD

If you have any questions, please feel free to contact me.

Sincerely,

A handwritten signature in black ink, reading "Catherine S. Wright". The signature is fluid and cursive, with the first name "Catherine" and last name "Wright" clearly legible.

Catherine S. Wright
*Attorney for R. J. Corman Railroad Group, LLC
and R. J. Corman Railroad Company, LLC*

Enclosures

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Docket No. FD 36331

**R. J. CORMAN RAILROAD GROUP, LLC AND R. J. CORMAN RAILROAD
COMPANY, LLC – CONTINUANCE OF CONTROL EXEMPTION – R. J. CORMAN
RAILROAD COMPANY/CHILDERSBURG LINE, LLC**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1180.2(d)(2)**

Submitted by:
David R. Irvin, Esq.
Catherine S. Wright, Esq.
Irvin Rigsby PLC
110 N. Main St.
Nicholasville, Kentucky 40356
dirvin@irvinrigsby.com
cwright@irvinrigsby.com
(859) 724-4104
*Counsel for R. J. Corman Railroad
Group, LLC and R. J. Corman
Railroad Company, LLC*

Contains Color Images

Dated: August 7, 2019

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Docket No. FD 36331

**R. J. CORMAN RAILROAD GROUP, LLC AND R. J. CORMAN RAILROAD
COMPANY, LLC – CONTINUANCE OF CONTROL EXEMPTION – R. J. CORMAN
RAILROAD COMPANY/CHILDERSBURG LINE, LLC**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1180.2(d)(2)**

Pursuant to 49 C.F.R. § 1180.2(d)(2), R. J. Corman Railroad Group, LLC (“Group”), a non-carrier holding company, and its wholly owned subsidiary R. J. Corman Railroad Company, LLC (“RJCR”) (collectively “Applicants”), hereby provide this verified notice of exemption from 49 U.S.C. § 11323 for Applicants to continue in control of R. J. Corman Railroad Company/Childersburg Line (“RJAL”) (currently a non-carrier owned and controlled by R. J. Corman) upon RJAL becoming a Class III rail carrier in *R. J. Corman Railroad Company/Childersburg Line – Change in Operators, Lease and Operation Exemption with Interchange Commitment – City of Childersburg Local Redevelopment Authority, Norfolk Southern Railway Company, Central of Georgia Railroad Company, and CSX Transportation, Inc.*, Docket No. FD 36330, while Applicants remain in control of fourteen (14) other Class III STB regulated carriers, including two non-operating STB-regulated railroad carriers, R. J. Corman Railroad Property, LLC and R. J. Corman Railroad Company/Ashland, LLC.

The operating railroads under Applicants’ ownership and control are: R. J. Corman Railroad Company/Western Ohio Line, Inc. (“RJCW”), R. J. Corman Railroad

Company/Pennsylvania Lines, Inc. (“RJCP”), R. J. Corman Railroad Company/Allentown Lines, Inc. (“RJCN”), R. J. Corman Railroad Company/Bardstown Line, Inc. (“RJCR”), R. J. Corman Railroad Company/Cleveland Line, Inc. (“RJCL”), R. J. Corman Railroad Company/Carolina Lines LLC (“RJCS”), R. J. Corman Railroad Company/Central Kentucky Lines (“RJCC”), LLC, R. J. Corman Railroad Company/Texas Lines, LLC (“RJCD”), R. J. Corman Railroad Company/Tennessee Terminal, LLC (“RJCK”), R. J. Corman Railroad Company/Memphis Line, Inc. (“RJCM”), R. J. Corman Railroad Company/Nashville Eastern LLC (“NERR”) and R. J. Corman Railroad Company/Nashville Western LLC (“NWR”) (collectively “RJC Railroads”).

This proceeding is related to *R. J. Corman Railroad Company/Childersburg Line – Change in Operators, Lease and Operation Exemption with Interchange Commitment – City of Childersburg Local Redevelopment Authority, Norfolk Southern Railway, Central of Georgia Railroad Company, and CSX Transportation, Inc.*, Docket No. FD 36330, in which RJAL has filed for authority to: (1) lease and operate 10.3 miles of rail line and related industrial track known located at the Alabama Army Ammunition Plant (the “CLRA Line”) which is currently operated jointly by Norfolk Southern Railway Company (“NSR”), Central of Georgia Railroad Company (“CoG”), and CSX Transportation, Inc. (“CSXT”) pursuant to a lease from the City of Childersburg Local Redevelopment Authority, a municipal agency of the City of Childersburg, Alabama (the “CLRA”), (2) lease and operate 0.73 miles of track from CSXT (the “CSXT Line”) that connects to the north end of the CLRA Line , and (3) lease and operate 2.29 miles of track owned by NSR and CoG, a wholly owned subsidiary of NSR (the “NSR Line”) that connects to the south end of the CLRA Line, all of which are located in in Talladega County, Alabama.

In support of this notice of exemption and in compliance with 49 C.F.R. § 1180.4(g), Applicants submit the following:

INFORMATION REQUIRED BY 49 C.F.R. § 1180.6

- (1) A description of the proposed transaction, including appropriate references to any supporting exhibits and statements contained in the application and discussing the following:

49 C.F.R. § 1180.6(a)(1)(i) – Description of Transaction and Parties Thereto:

Description of the Proposed Transaction.

In this proceeding, Applicants seek to continue in control of RJAL upon RJAL becoming a Class III rail carrier in Docket No. FD 36330, while Applicants remain in control of the RJC Railroads.

Description of the Parties.

Names, Address, and Phone Numbers of Involved Parties.

Applicant's Legal Name, Address and Phone Number

R. J. Corman Railroad Group, LLC
101 R. J. Corman Drive
PO Box 788
Nicholasville, Kentucky 40356
859-881-6648

R. J. Corman Railroad Company, LLC
101 R. J. Corman Drive
PO Box 788
Nicholasville, Kentucky 40356
859-881-6648

RJAL's Legal Name, Address and Phone Number

R. J. Corman Railroad Company/Childersburg Line, LLC
101 R. J. Corman Drive
PO Box 788
Nicholasville, Kentucky 40356
859-881-6648

Certification.

Applicants hereby certify that (1) RJAL and the RJC Railroads would not connect with each other or any other railroad in the corporate family; (2) the continuance in control is not part of a series of anticipated transactions that would connect the carriers with each other or any railroad in their corporate family; and (3) the transaction does not involve a Class I carrier. Therefore, pursuant to 49 C.F.R. §1180.2(d)(2), the proposed transaction is exempt from the prior approval requirements of 49 U.S.C. § 11323.

Names of counsel to whom questions can be addressed.

David R. Irvin, Esq.
Catherine S. Wright, Esq.
Irvin Rigsby PLC
110 N. Main St.
Nicholasville, Kentucky 40356
dirvin@irvinrigsby.com
cwright@irvinrigsby.com
(859) 724-4104

49 CFR §1180.6(a)(1)(ii) - Schedule for Consummation

The Parties propose to consummate the proposed transaction on or after the effective date established by the Board in Docket No. FD 36330 for RJAL to replace NSR/CoG and CSXT as the exclusive operator of the Line.

49 CFR §1180.6(a)(1)(iii) - Purpose of Transaction

The purpose of the transaction is to allow Applicants to continue in control of RJAL upon RJAL becoming a rail carrier to promote operating efficiency and maximize the reliability of rail service provided by RJAL.

49 CFR §1180.6(a)(5) - List of States in which Parties' Property is Located

Applicants control the following rail carriers who operate in the states specified.

<u>Carriers</u>	<u>State</u>
RJCL	Ohio
RJCW	Ohio and Indiana
RJCP	Pennsylvania and West Virginia
RJCN	Pennsylvania
RJCR and RJCC	Kentucky
RJCS	North Carolina and South Carolina
RJCD	Texas
RJCM	Tennessee and Kentucky
RJCK	Tennessee and Mississippi
NERR	Tennessee
NWR	Tennessee

49 CFR §1180.6(a)(6) – Maps Exhibit

Maps showing the locations of the rail lines operated by Applicants and RJAL are attached as Exhibit A. None of the other railroads controlled by Applicants are in the State of Alabama.

49 CFR §1180.6(a)(7)(ii) - Agreements

Applicants have not and do not plan to enter into an agreement related to Applicant's continuance in control of RJAL.

49 CFR §1180.4(g)(1)(i) - Level of Labor Protection

This proposed transaction involves only Class III carriers and as such, no labor protection applies to this transaction. 49 U.S.C. § 11326(c).

49 CFR 1180.4(g)(4) – Interchange Commitment

Applicants certify that this continuance in control transaction does not contain any provision or agreement that would limit future interchange with a third-party connecting carrier. The related proceeding, *R. J. Corman Railroad Company/Childersburg Line – Change in*

Operators, Lease and Operation Exemption with Interchange Commitment – City of Childersburg Local Redevelopment Authority, Norfolk Southern Railway, Central of Georgia Railroad Company, and CSX Transportation, Inc., Docket No. FD 36330, includes a lease agreement between RJAL and NSR/CoG that contains an interchange commitment, in the form of lease credits. RJAL has complied with the applicable interchange disclosure requirements in that docket.

49 C.F.R. § 1105.6 through 1105.8 - Environmental and Historic Report

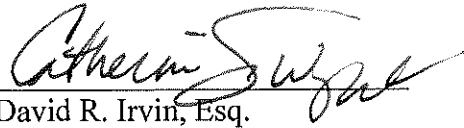
Pursuant to 49 C.F.R. § 1105.6(c)(1), the proposed transaction is exempt from environmental reporting requirements. The proposed transaction will not result in significant changes in carrier operations, i.e. changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5).

The proposed transaction also is excepted from historic preservation reporting requirements under 49 C.F.R. § 1105.8(b)(3). The control transaction will not substantially change the level of maintenance of any railroad property.

Caption Summary.

A caption summary in an appropriate form is attached as Exhibit C to this notice.

Respectfully submitted this 7th day of August 2019.

A handwritten signature in cursive script, appearing to read "Catherine S. Wright", written over a horizontal line.

David R. Irvin, Esq.

Catherine S. Wright, Esq.

Irvin Rigsby PLC

110 N. Main St.

Nicholasville, Kentucky 40356

dirvin@irvinrigsby.com

cwright@irvinrigsby.com

(859) 724-4104

*Counsel for R. J. Corman Railroad Group,
LLC and R. J. Corman Railroad Company,
LLC*

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Docket No. FD 36331

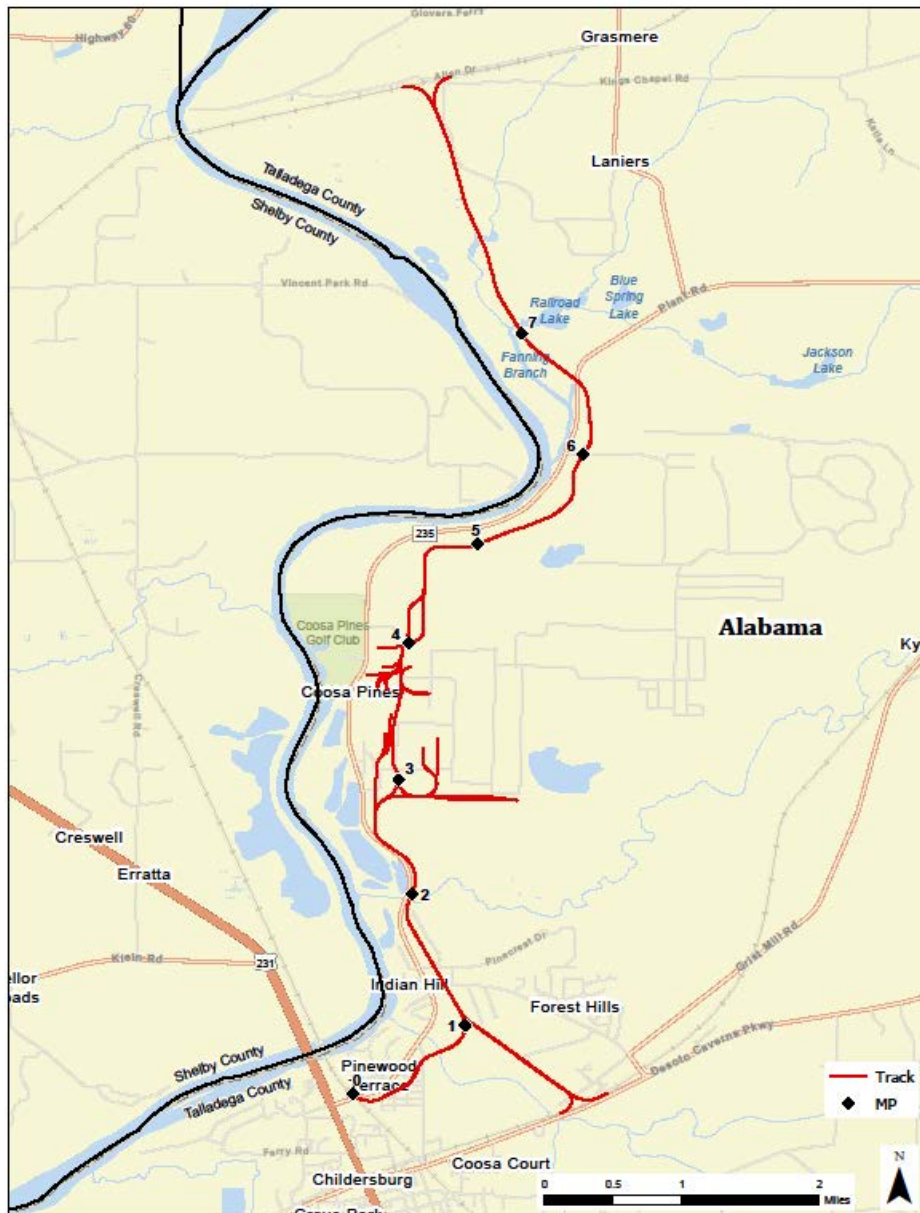
**R. J. CORMAN RAILROAD GROUP, LLC AND R. J. CORMAN RAILROAD
COMPANY, LLC – CONTINUANCE OF CONTROL EXEMPTION – R. J. CORMAN
RAILROAD COMPANY/CHILDERSBURG LINE, LLC**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1180.2(d)(2)**

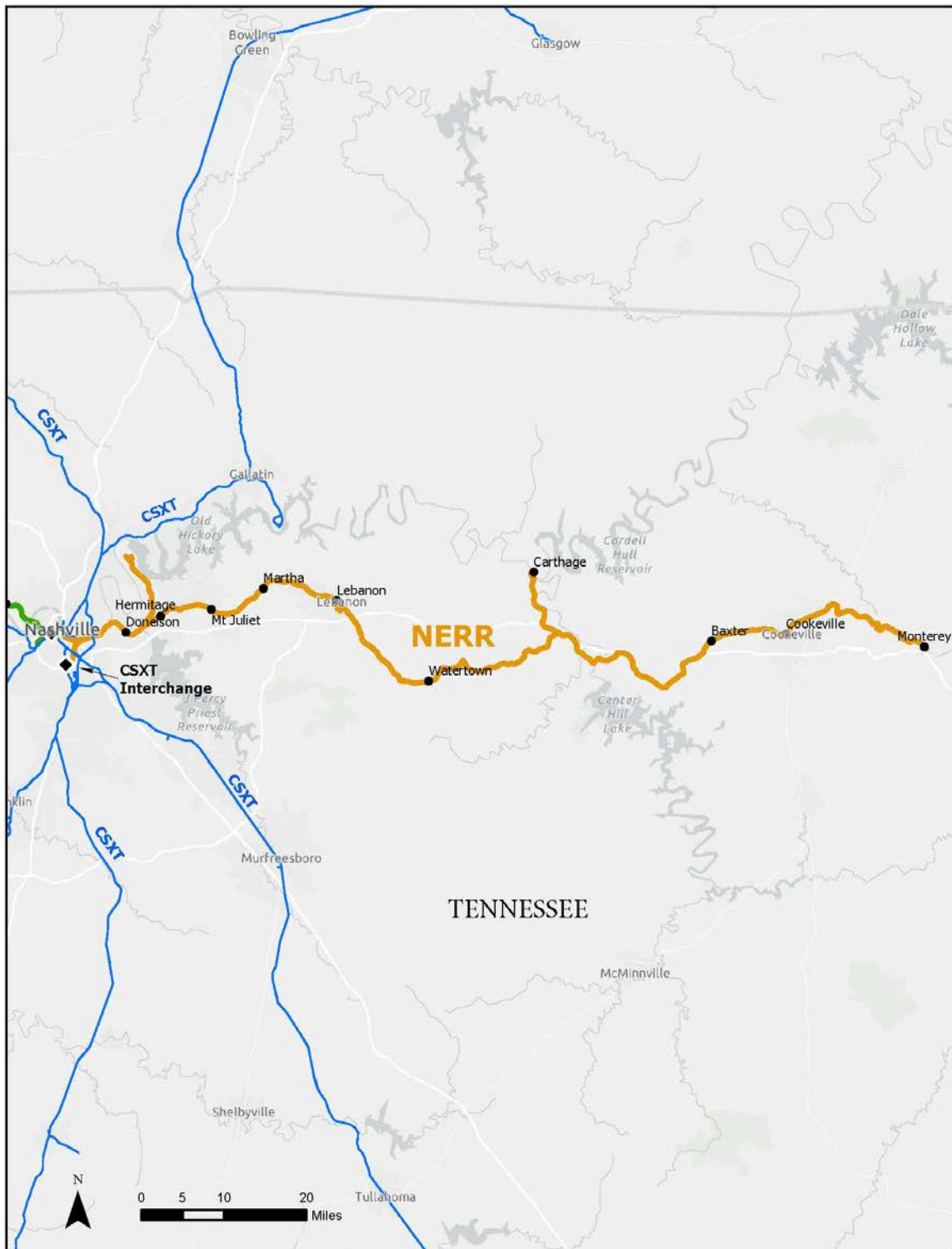
EXHIBIT A

CONTAINS COLOR IMAGES

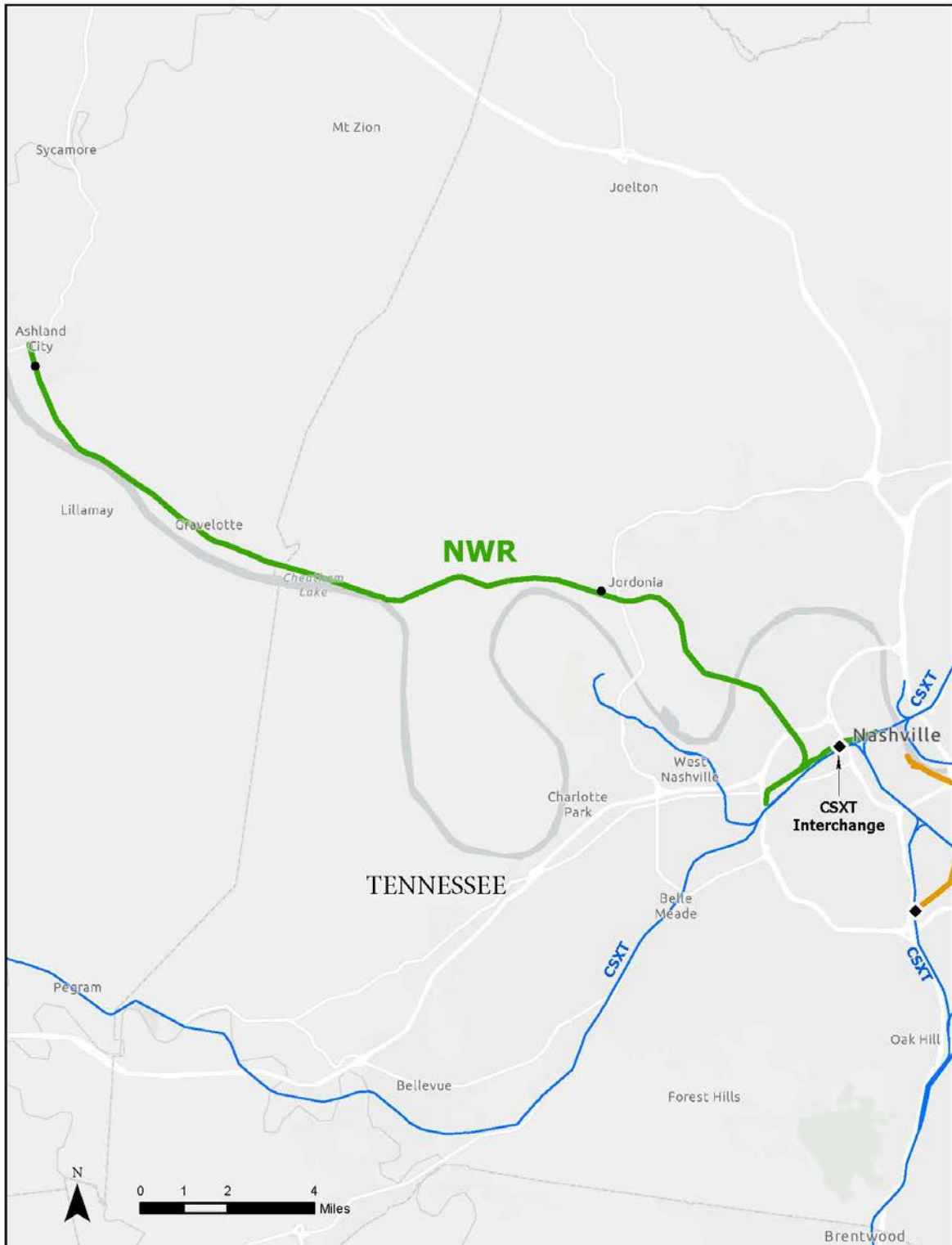
R. J. Corman Railroad Company/Childersburg Line (RJAL)



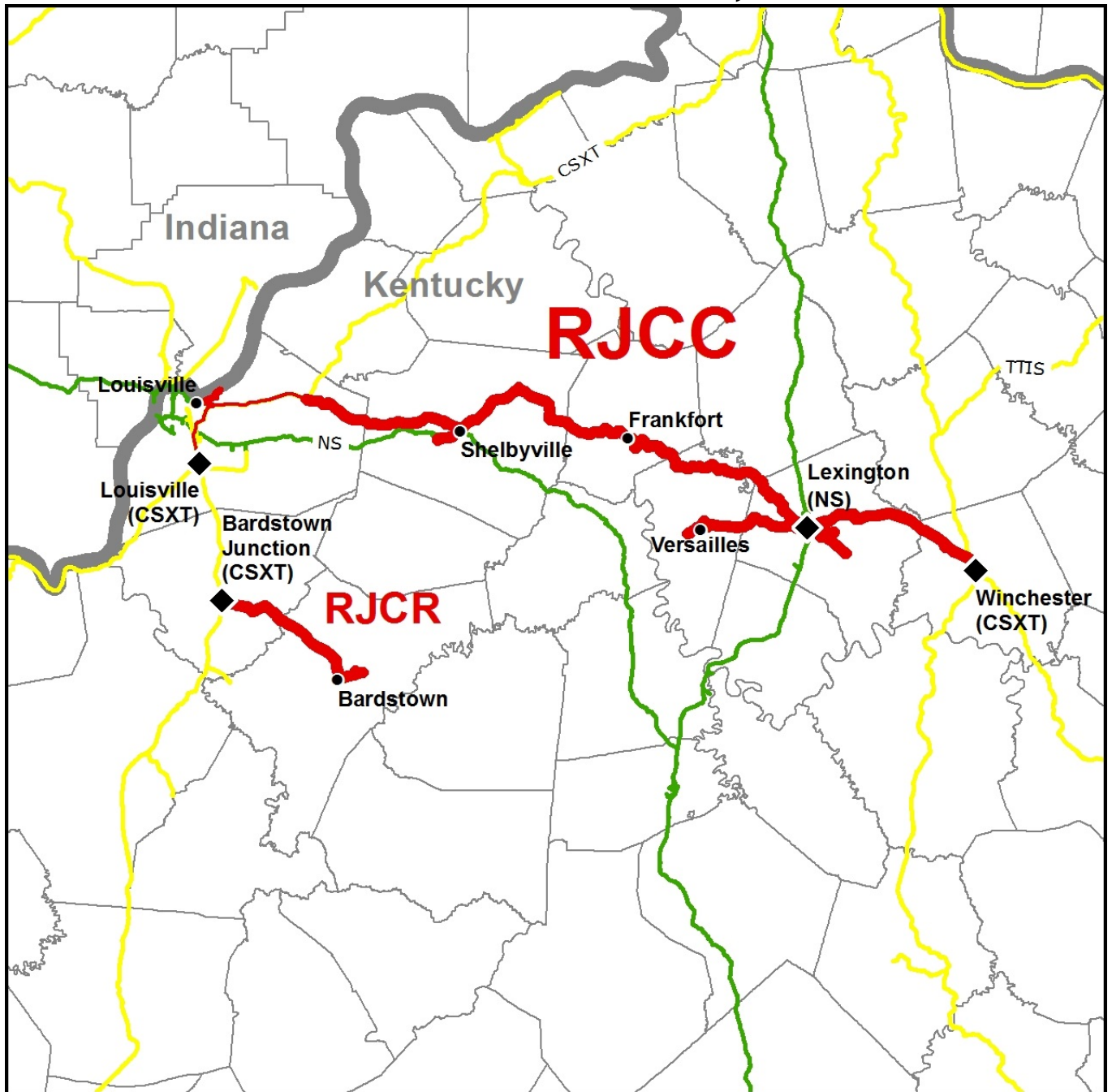
Nashville & Eastern Railroad Corp.



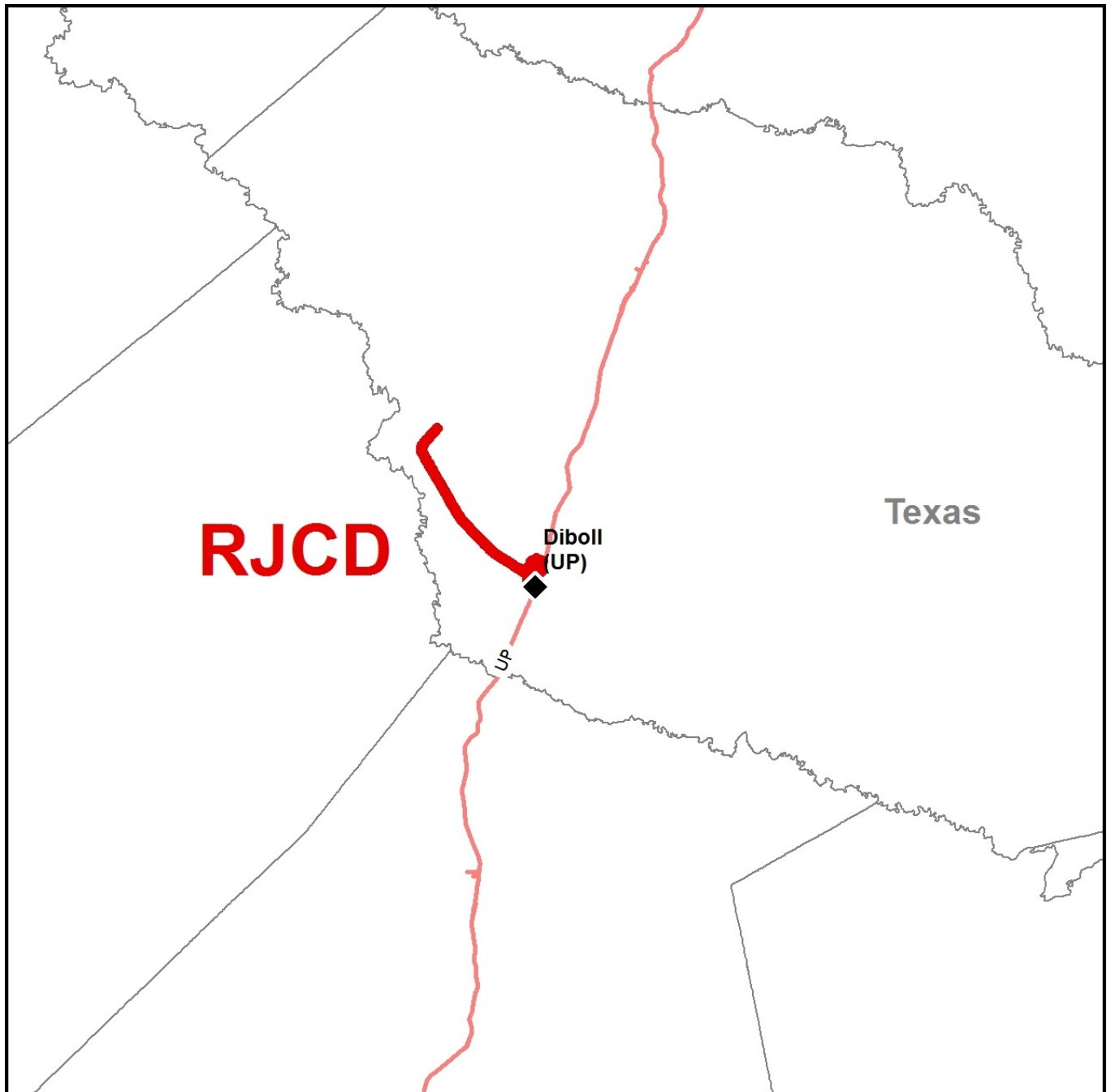
Nashville and Western Railroad Corp.



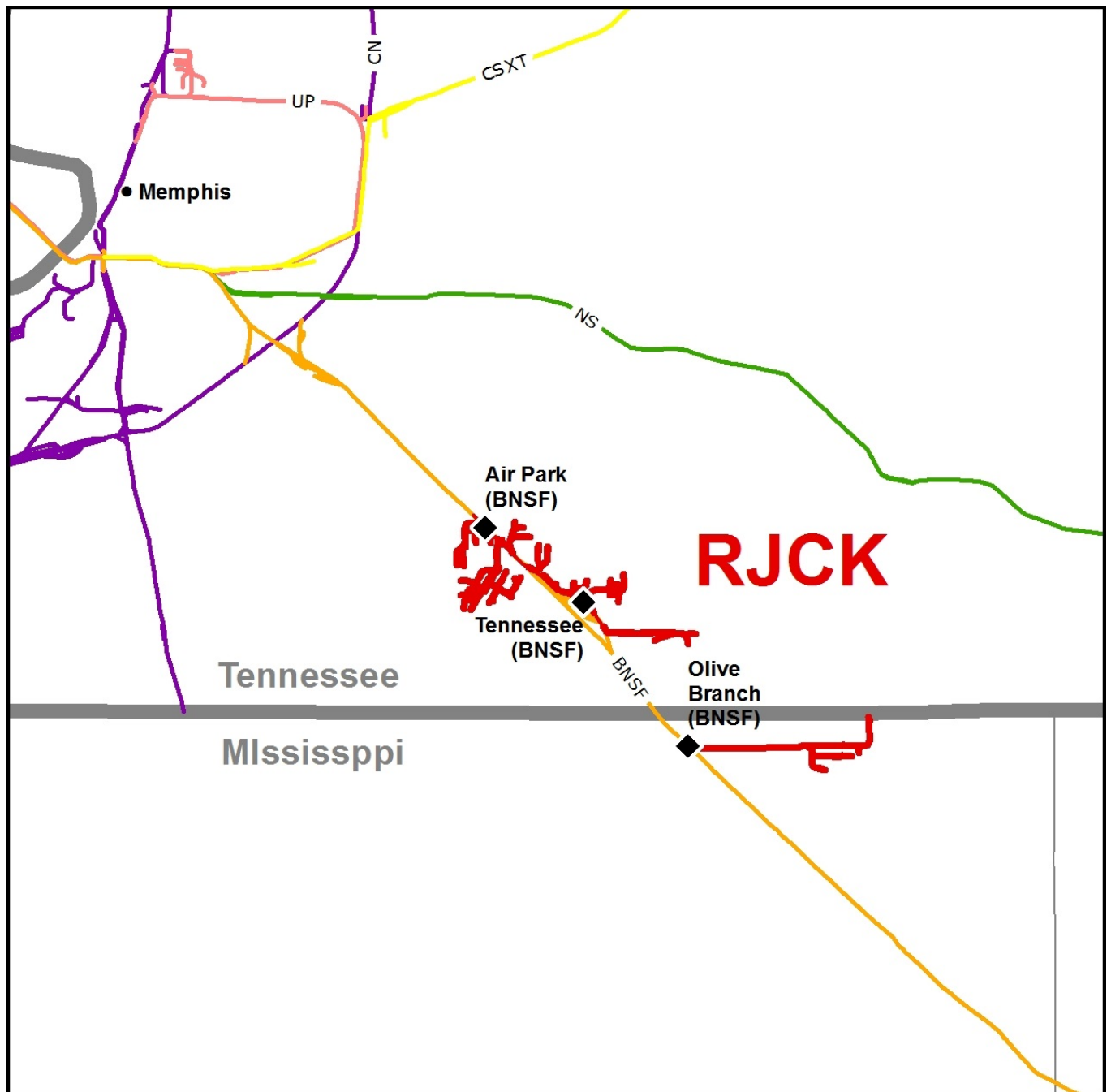
R. J. Corman Railroad/Central Kentucky Lines, LLC
R. J. Corman Railroad/Bardstown Line, LLC



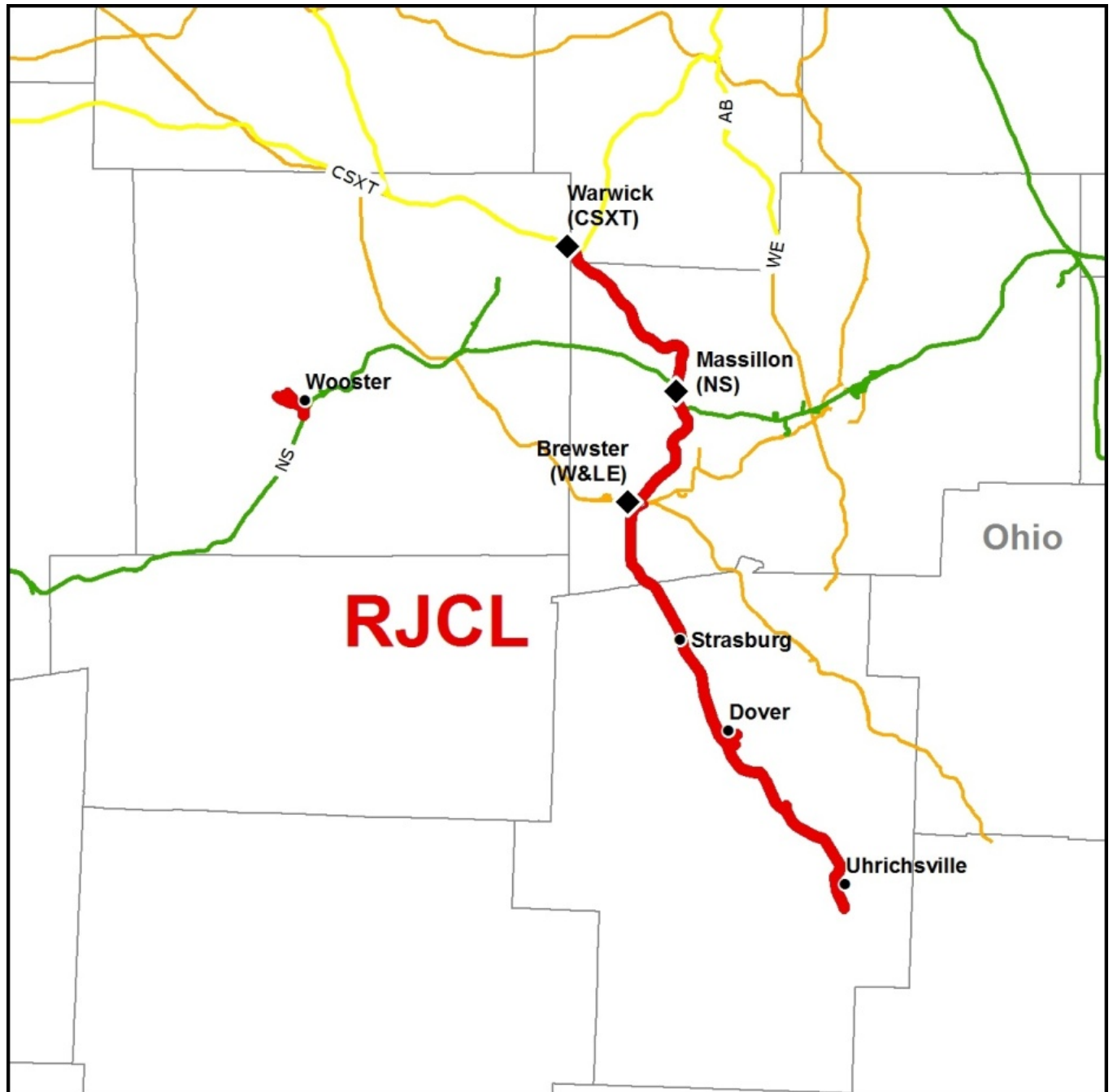
R. J. Corman Railroad/Texas Lines, LLC



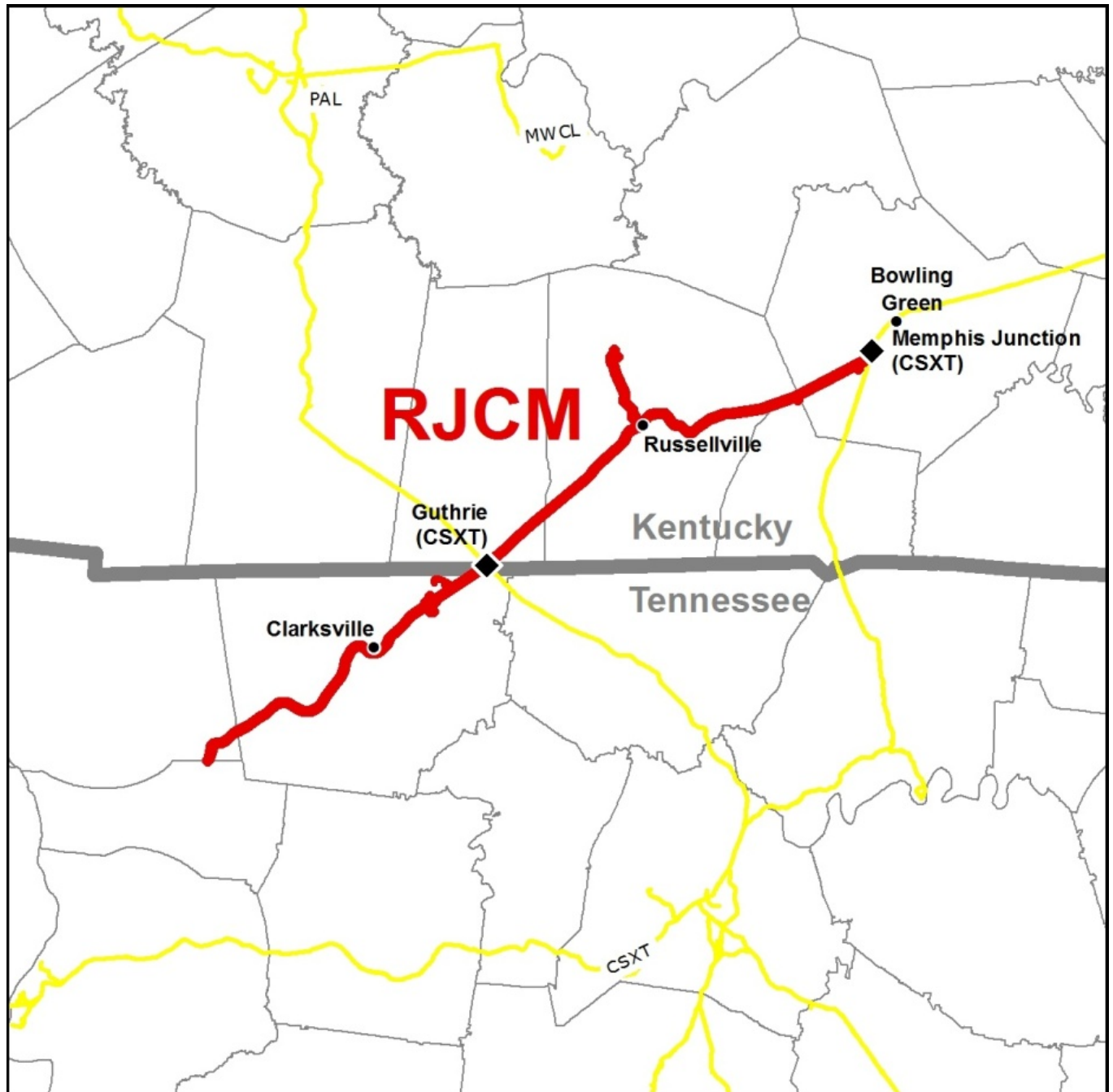
R. J. Corman Railroad/Tennessee Terminal, LLC



R. J. Corman Railroad/Cleveland Line, LLC



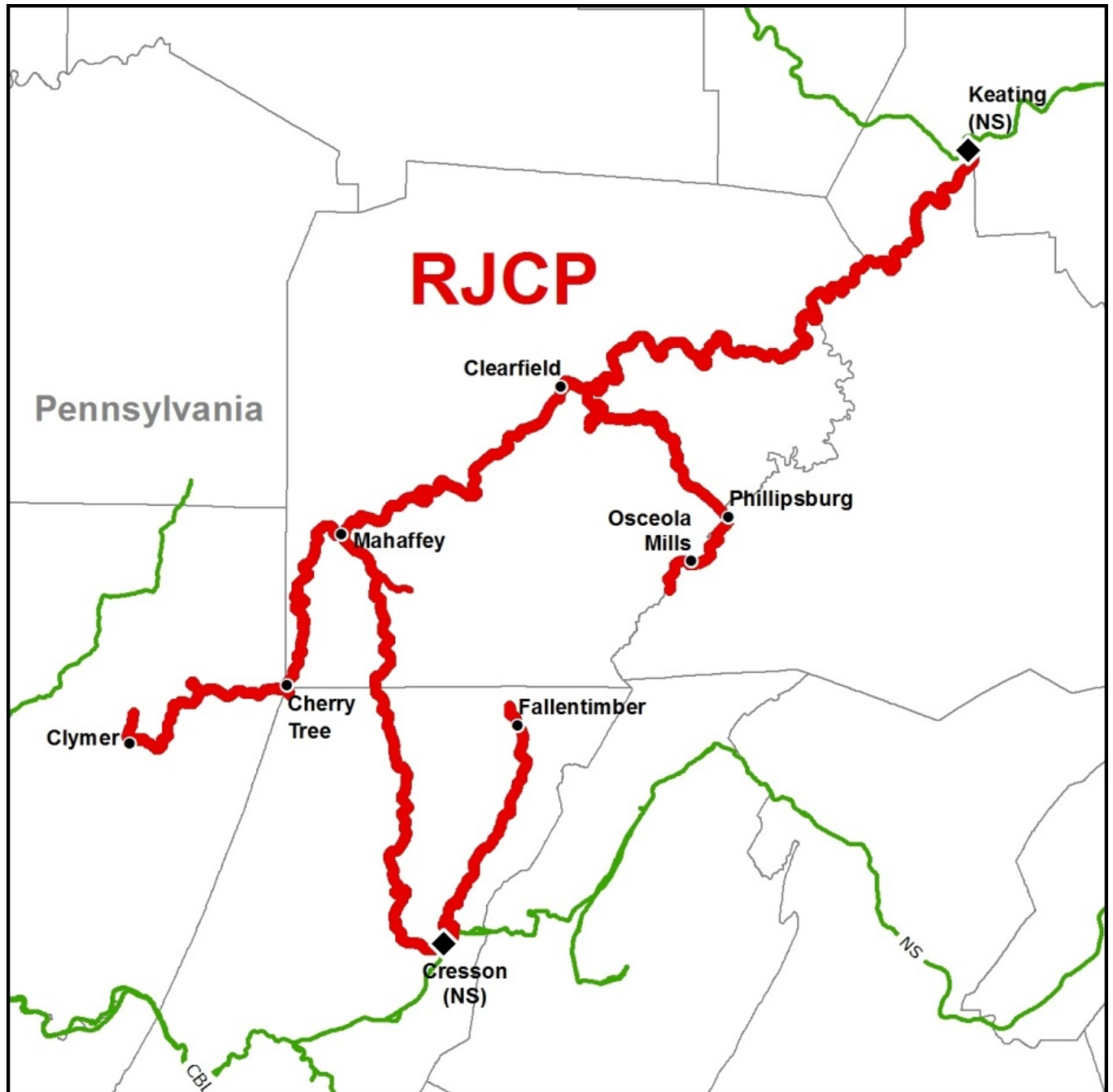
R. J. Corman Railroad/Memphis Lines, LLC



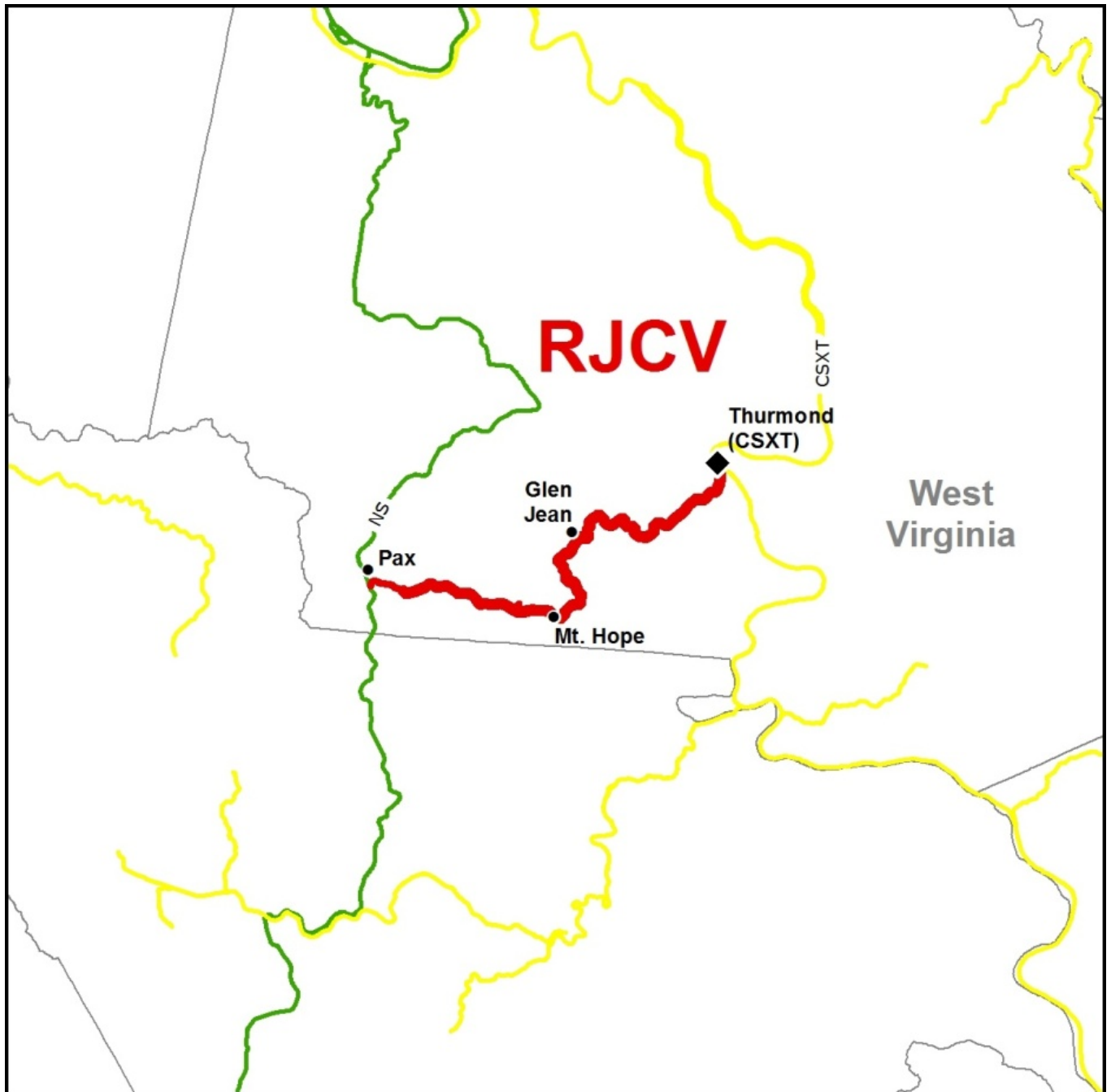
R. J. Corman Railroad/Allentown Lines, LLC



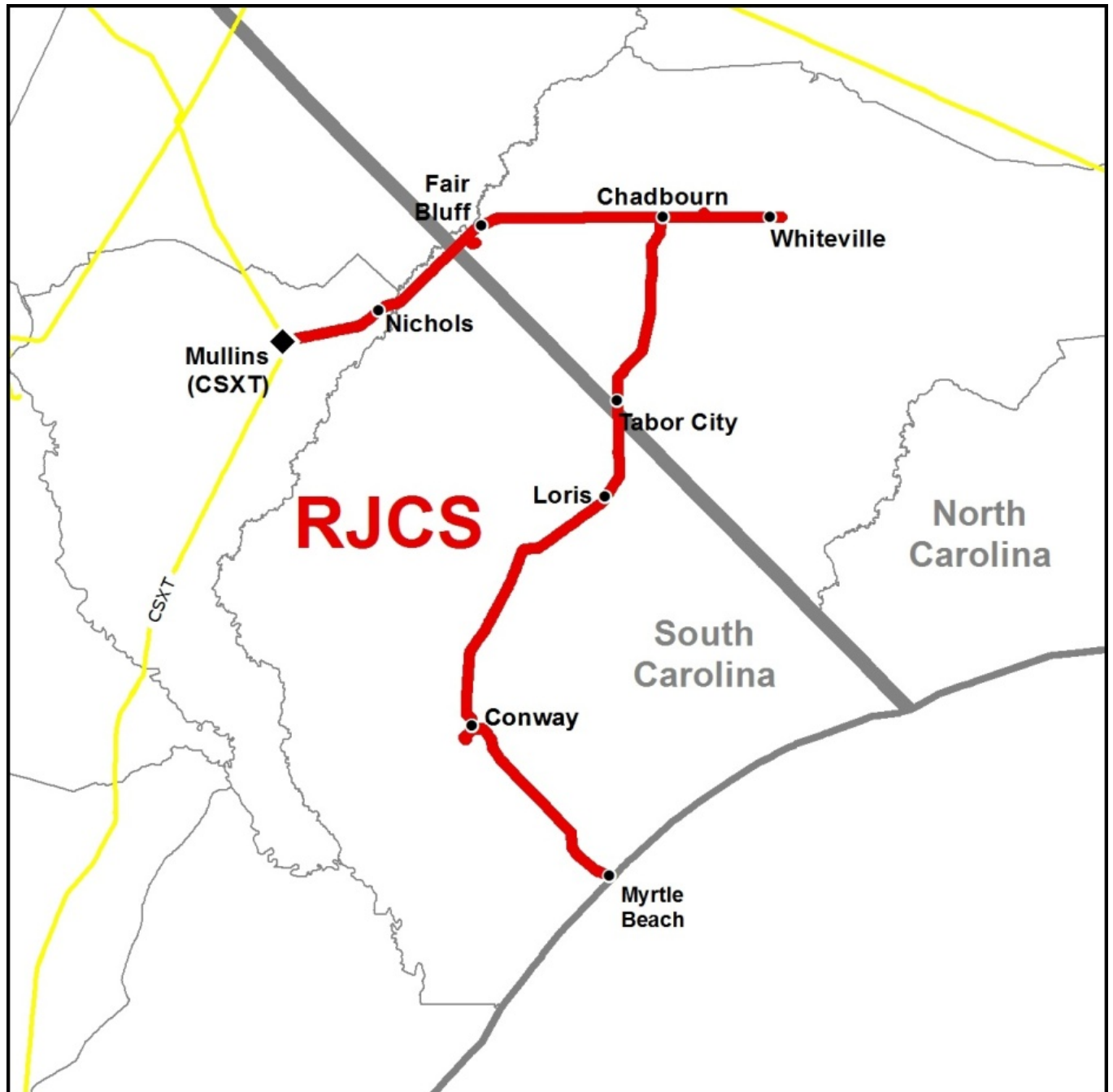
R. J. Corman Railroad/Pennsylvania Lines, LLC



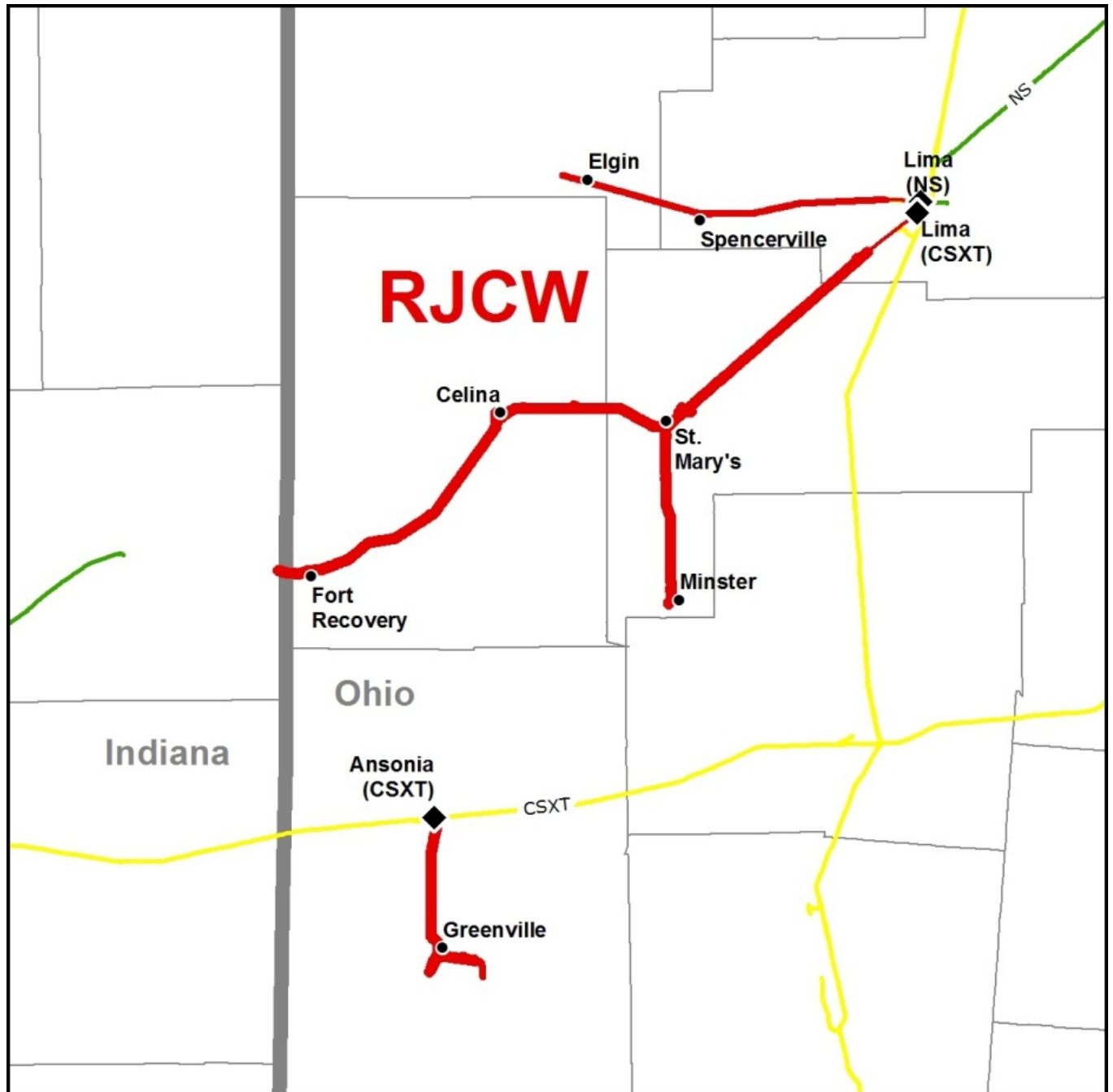
R. J. Corman Railroad/Pennsylvania Lines, LLC cont'd.



R. J. Corman Railroad/Carolina Lines, LLC



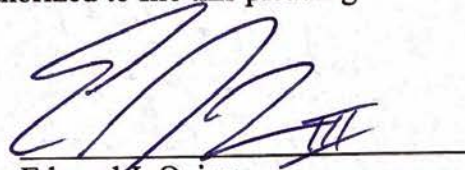
R. J. Corman Railroad/Western Ohio Line, LLC



VERIFICATION

Pursuant to 28 U.S.C. 1746, I declare under penalty of perjury under the laws of the United States that the foregoing Notice of Exemption is true and correct to the best of my knowledge and belief. Further, I certify that I am qualified and authorized to file this pleading.

Executed on August 7, 2019.

A handwritten signature in blue ink, appearing to read 'E. J. Quinn', is written over a horizontal line.

Edward J. Quinn
CEO, R. J. Corman Railroad Group, LLC

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FD 36331

**R. J. CORMAN RAILROAD GROUP, LLC AND R. J. CORMAN RAILROAD
COMPANY, LLC – CONTINUANCE OF CONTROL EXEMPTION – R. J. CORMAN
RAILROAD COMPANY/CHILDERSBURG LINE, LLC**

R. J. Corman Railroad Group, LLC (“Group”), a non-carrier holding company, and its wholly owned subsidiary R. J. Corman Railroad Company, LLC (“RJCR”) (collectively “Applicants”), have filed a verified notice of exemption pursuant to 49 C.F.R. §§ 1180.2(d)(2) to continue in control of R. J. Corman Railroad Company/Childersburg Line (“RJAL”) (currently a non-carrier owned and controlled by R. J. Corman) upon RJAL becoming a Class III rail carrier in *R. J. Corman Railroad Company/Childersburg Line – Change in Operators, Lease and Operation Exemption with Interchange Commitment – City of Childersburg Local Redevelopment Authority, Norfolk Southern Railway, Central of Georgia Railroad Company, and CSX Transportation, Inc.*, Docket No. FD 36330, while Applicants remain in control of fourteen (14) other Class III STB regulated carriers, including two non-operating STB-regulated railroad carriers, R. J. Corman Railroad Property, LLC and R. J. Corman Railroad Company/Ashland, LLC.

This proceeding is related to *R. J. Corman Railroad Company/Childersburg Line – Change in Operators, Lease and Operation Exemption with Interchange Commitment – City of Childersburg Local Redevelopment Authority, Norfolk Southern Railway, Central of Georgia*

Railroad Company, and CSX Transportation, Inc., Docket No. FD 36330, in which RJAL has filed for authority to: (1) change operators and assume the lease and operation of approximately 10.3 miles of rail line and related industrial track located at the Alabama Army Ammunition Plant (the “CLRA Line”) which has been jointly operated by Central of Georgia Railroad Company (“CoG”), Norfolk Southern Railway Company (“NSR”), and CSX Transportation, Inc. (“CSXT”) pursuant to a lease from the City of Childersburg Local Redevelopment Authority, a municipal agency of the City of Childersburg, Alabama (the “CLRA”), (2) lease and operate 0.73 miles of track from CSXT (the “CSXT Line”) that connects to the north end of the CLRA Line, and (3) lease and operate 2.29 miles of track owned by NSR and CoG, a wholly owned subsidiary of NSR (the “NSR Line”) that connects to the south end of the CLRA Line, all of which are located in Talladega County, Alabama.

Applicants and RJAL intend to consummate this transaction on or after the effective date set by the Board for RJAL’s change in operators, lease and operation exemption in Docket No. FD 36330.

The operating railroads under Applicants’ ownership and control are: R. J. Corman Railroad Company/Western Ohio Line, Inc. (“RJCW”), R. J. Corman Railroad Company/Pennsylvania Lines, Inc. (“RJCP”), R. J. Corman Railroad Company/Allentown Lines, Inc. (“RJCN”), R. J. Corman Railroad Company/Bardstown Line, Inc. (“RJCR”), R. J. Corman Railroad Company/Cleveland Line, Inc. (“RJCL”), R. J. Corman Railroad Company/Carolina Lines LLC (“RJCS”), R. J. Corman Railroad Company/Central Kentucky Lines (“RJCC”), LLC, R. J. Corman Railroad Company/Texas Lines, LLC (“RJCD”), R. J. Corman Railroad Company/Tennessee Terminal, LLC (“RJCK”), R. J. Corman Railroad Company/Memphis Line,

Inc. (“RJCM”), R. J. Corman Railroad Company/Nashville Eastern LLC (“NERR”) and R. J. Corman Railroad Company/Nashville Western LLC (“NWR”). Applicants certify that (1) the railroads would not connect with each other or any railroads in the Applicants’ corporate family; (2) the proposed continuance in control is not part of a series of anticipated transactions that would connect the railroads with each other or any railroad in their corporate family; and (3) the transaction does not involve a Class I carrier. Therefore, the transaction is exempt from the prior approval requirements of 49 U.S.C. § 11323. *See* 49 C.F.R. § 1180.2(d)(2).

Comments must be filed with the Board and served on Catherine S. Wright, Irvin Rigsby PLC, 110 North Main Street, Nicholasville, Kentucky 40356, (859) 724-4104.

If this 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: _____, 2019

By the Board