



ORIGINAL

CLARK HILL

John D. Heffner
T 202.572.8679
F 202.572.8690
Email: jheffner@ClarkHill.com

Clark Hill
1001 Pennsylvania Avenue NW
Suite 1300
Washington, DC 20004
T 202.772.0909
F 202.772.0919

clarkhill.com

247646

May 3, 2019

BY HAND

Ms. Cynthia T. Brown
Chief of Administration
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

ENTERED
Office of Proceedings
May 3, 2019
Part of
Public Record



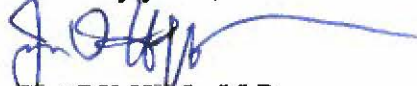
RE: FD 36300, Leavenworth, Lawrence and Galveston Railroad d/b/a the Baldwin City & Southern Railroad Company ("Baldwin") - Operation Exemption

Dear Ms. Brown:

On behalf of the Leavenworth, Lawrence and Galveston Railroad d/b/a the Baldwin City & Southern Railroad Company, I am filing an original and 10 copies of a verified notice of exemption under 49 CFR § 1150.31 for operation of a rail line owned by a corporate affiliate and noncarrier.

I am including a computer disk containing this document as well as check payable to the Board for \$2,000 covering the requisite filing fee. Please date stamp and return one copy for our files.

Sincerely yours,


CLARK HILL, LLP

John D. Heffner
Senior Counsel

Enclosure

FEE RECEIVED
May 3, 2019
SURFACE
TRANSPORTATION BOARD

FILED
May 3, 2019
SURFACE
TRANSPORTATION BOARD



ORIGINAL

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36300

**LEAVENWORTH, LAWRENCE AND GALVESTON RAILROAD D/B/A
BALDWIN CITY & SOUTHERN RAILROAD COMPANY
— OPERATION EXEMPTION —**

**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 U.S.C. §10901 and 49 CFR §1150.31**



Submitted By:

**John D. Heffner
Clark Hill, LLP
1001 Pennsylvania Avenue, N.W.
Suite 1300 South
Washington, D.C. 20004
(202) 572-8679**

Counsel for Applicant

Dated: May 3, 2019

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 36300

**LEAVENWORTH, LAWRENCE AND GALVESTON RAILROAD D/B/A
BALDWIN CITY & SOUTHERN RAILROAD COMPANY
— OPERATION EXEMPTION —**



**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 U.S.C. §10901 and 49 CFR §1150.31**

Leavenworth, Lawrence and Galveston Railroad (“Leavenworth”) d/b/a the Baldwin City & Southern Railroad Company (“Baldwin”), a newly established noncarrier, files this Notice of Exemption pursuant to 49 C.F.R. §1150.31, *et. seq.*, with the Surface Transportation Board (the “Board”) to permit it to enter into an agreement for the operation of a rail line owned by the owned by its corporate parent, Midland Railway Company (“Midland”). The subject line extends between milepost 14.95 at Baldwin and milepost 26.04 at Ottawa, KS, a total of 11.090 miles of trackage.

A map depicting the Line is shown on the attached Exhibit A.

INFORMATION REQUIRED BY 49 CFR §1150.43

Name and Address of Applicant 49 CFR §1150.33(a)
Leavenworth, Lawrence and Galveston Railroad
d/b/a the Baldwin City & Southern Railroad Company
719 High Street,

Baldwin City, KS 66006

Name and Address of Applicant's Representative 49 CFR §1150.33(b)

John D. Heffner
Clark Hill, LLP
1001 Pennsylvania Avenue, N.W.
Suite 1300 South
Washington, D.C. 20004
(202) 572-8679

Statement of Agreement 49 CFR §1150.33(c)

Baldwin and Midland have executed an agreement granting Baldwin freight operating rights on Midland's line of railroad.

Operator of the Property 49 CFR §1150.33(d)

Midland owns the right of way and track having purchased it in 1988 from the Atchison, Topeka & Santa Fe Railroad ("ATSF"), now part of BNSF Railway.

Summary of Transaction 49 CFR §1150.33(e)

Midland is a historic, nonprofit operator of a passenger excursion railroad as well as the owner of the subject rail line. It purchased the line in 1988 from ATSF after that carrier had obtained authority from the former Interstate Commerce Commission to abandon the line.¹ Several rock quarries that are located along the line have contacted Midland to provide freight rail service in both interstate and intrastate commerce with interstate shipments being routed via BNSF Railway beyond Ottawa where Midland's line connects with BNSF Railway's line.

¹ *Atchison, Topeka & Santa Fe Railway Abandonment*, ICC Docket AB-52 Sub-No. 37.

Because of Midland's nonprofit status, it has formed Leavenworth to operate the Line as a freight common carrier subject to the ICC Termination Act and other federal laws applicable to interstate railroads. Midland will grant Leavenworth operating rights and Leavenworth plans to provide service under the trade name Baldwin City & Southern Railway Company.

- (1) The name and address of the subject Line's owner:

Midland Railway Company
719 High Street,
Baldwin City, KS 66006

- (2) The proposed time schedule for consummation of the transaction:

This operating agreement will be effective upon the effective date of this Notice of Exemption, 30 days from the date of filing.

- (3) The length of the Line subject to the operating agreement: approximately 11.090 miles.

Map 49 CFR §1150.33(f)

A map depicting the involved operation is attached as Exhibit A.

Certificate Regarding Class III status 49 CFR §1150.33(g):

Attached as Exhibit B.

Interchange Commitments 49 CFR §1150.43(h)

None exist. The Line connects just with BNSF Railway.

Caption Summary 49 CFR §1150.34

A caption summary in the prescribed form which identifies the existence of an interchange agreement is attached as Exhibit C.

Environmental and Historic Preservation Data 49 CFR §1105

Pursuant to 49 CFR §1105.6(c) (2), the proposed transaction is exempt from environmental review because the actions proposed herein will not cause any operating changes that exceed the thresholds established in 49 CFR §1105.7(e) (4) or (5).

In addition, this transaction is exempt from historic review under 49 CFR §1105.8(b) (1). Under this section, a sale, lease or transfer of a rail line is exempt if rail operations will continue. Further Board approval is required to abandon service, and there are no plans to dispose of or alter the properties subject to Board jurisdiction.

Respectfully submitted,



John D. Heffner

Clark Hill, LLP

1001 Pennsylvania Avenue, N.W.

Suite 1300 South

Washington, D.C. 20004

(202) 572-8679

Counsel for Applicant

Dated: May 3, 2019

EXHIBIT A

Atchison, Topeka & Santa Fe Railway

Docket: AB 52 Sub 37

12/10/1984

Section: 1152.50

Application to abandon a line of railroad known as the Baldwin District of the Eastern Division, extending from M.P. 14.95 at Baldwin to M.P. 26.04 at Ottawa, a distance of 11.09 miles, all in Douglas and Franklin Counties, Kansas. Length: 11.090 miles

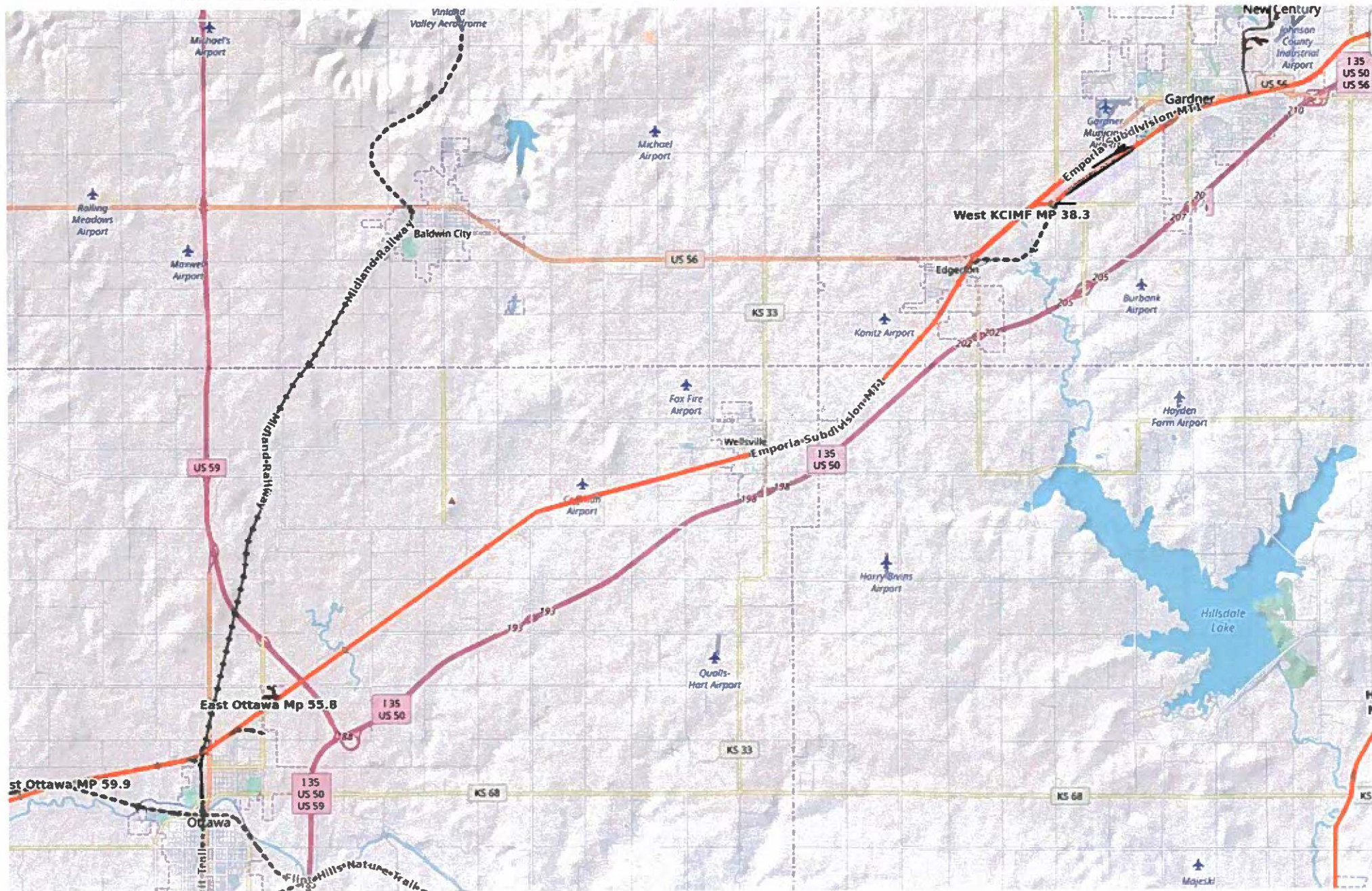


Exhibit B

Certification

I, Anthony J. Stevens, certify that I am Chief Executive Officer of Leavenworth, Lawrence and Galveston Railroad Company doing business as Baldwin City Southern and that applicant's projected revenues will not exceed \$5 million annually and will not result in the applicant becoming a Class I or Class II carrier under the provisions of 49 CFR 1201(1-1).

Dated: April 29, 2019

Signature

A handwritten signature in black ink, appearing to read 'Anthony J. Stevens', written over a horizontal line.

EXHIBIT C
CAPTION SUMMARY

BEFORE THE
SURFACE TRANSPORTATION BOARD

FD 36300

LEAVENWORTH, LAWRENCE AND GALVESTON RAILROAD D/B/A
BALDWIN CITY & SOUTHERN RAILROAD COMPANY
— OPERATION EXEMPTION —

Leavenworth, Lawrence and Galveston Railroad (“Leavenworth”) d/b/a the Baldwin City & Southern Railroad Company (“Baldwin”), a newly established noncarrier, files this Notice of Exemption, pursuant to 49 C.F.R. §1150.31, *et. seq.*, with the Surface Transportation Board (the “Board”) to permit it to enter into an agreement for the operation of a rail line owned by the owned by its corporate parent, Midland Railway Company (“Midland”). The subject line extends between milepost 14.95 at Baldwin and milepost 26.04 at Ottawa, KS, a total of 11.090 miles of trackage.

An original and ten copies of all pleadings referring to FD 36300 must be filed with the Board and served on Applicant’s representative: John D. Heffner, Clark Hill, LLP, 1001 Pennsylvania Avenue, N.W., Suite 1300 South, Washington, D.C. 20004

This notice is filed under 49 C.F.R. § 1150.31, *et. seq.* If the notice contains false or misleading information, the exemption is void *ab initio*. The filing of a petition to revoke will not automatically stay the transaction. Petitions to stay must be filed no later than May 26, 2019, at least 7 days before this exemption becomes effective.

Board decisions and notices are available on its website at WWW.STB.GOV

Decided:

By the Board

VERIFICATION

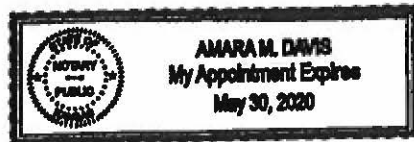
STATE OF Kansas)
)
CITY OF Baldwin City)

_____, being duly sworn according to law, hereby deposes and states that (s)he holds the position of _____ with affiant, is authorized to make this Verification, had read the foregoing document, and knows the facts asserted therein are true and accurate as stated, to the best of (her)his knowledge, information, and belief.

Subscribed to and sworn to before me, a Notary Public, in and for the County of Douglas in the State of Kansas, this 30th day of April 2019.

Amara M. Davis

Notary Public



My Commission expires: May 30 2020