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August 17, 2018

ENTERED
Office of Proceedings
August 17, 2018
Part of
Public Record

Cynthia T. Brown
Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

Re: Ohio River Partners LLC - Exemption for Acquisition and Operation of a Rail Line -- Hannibal Development, LLC in Monroe County, Ohio, Finance Docket No. 35984

Dear Ms. Brown:

Pursuant to the Board's Decision served in the above-captioned proceeding on April 1, 2016 (the "*Exemption Decision*"), this letter certifies that Ohio River Partners Shareholder LLC ("ORPS")¹ and Ohio Terminal Railroad Company ("OTRC") have entered into an Operating and Haulage Services Agreement, dated as of August 17, 2018 (the "*Agreement*"), which establishes interchange and operating protocols for joint rail operations by ORPS and OTRC, and the interchange of rail traffic with Norfolk Southern Railway Company ("NS"), on and along the Omal Line. Counsel for OTRC has authorized the undersigned to submit this certification on behalf of both ORPS and OTRC.

NS has reviewed the Agreement, and has authorized the undersigned to advise the Board that NS concurs with the interchange arrangements contemplated by the Agreement.

¹ Ohio River Partners LLC ("ORP") merged with and into ORPS, and ORPS was substituted for ORP, pursuant to the intracorporate family transaction exemption in Finance Docket No. 36152, *Ohio River Partners Shareholder LLC – Exemption for Intracorporate Family Transaction – Ohio River Partners LLC*.

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The *Exemption Decision* (at 4) provides that ORPS may commence operations on the Omal Line when the parties certify that operating and interchange protocols are in place. ORPS intends to commence operations on or about September 4, 2018.

Sincerely,



Terence M. Hynes
*Attorney for Ohio River Partners
Shareholder LLC*

TMH:mdm

cc: Parties of Record