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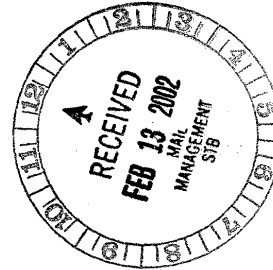
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February 13, 2002

**VIA HAND DELIVERY**

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423

Re: **Finance Docket No. 33980, Riverview Trenton Railroad Company --  
Acquisition and Operations Exemption -- Crown Enterprises**  
**Finance Docket No. 34040, Riverview Trenton Railroad Company --  
Petition for Exemption**

Dear Secretary Williams:

In its February 12, 2002 Response filed with the Board in these proceedings, Riverview Trenton Railroad Company stated at pages 4-5 that, with respect to the claim that a noncarrier versus an existing carrier cannot use class exemption procedures to acquire nonjurisdictional track, "the Board has never drawn such a distinction or articulated a reason why such a distinction should exist . . ." For the record, and in order to clarify its views on the issue, RTRR notes that the Board held in STB F.D. No. 33950, *Jefferson Terminal Railroad Company -- Acquisition and Operation Exemption - Crown Enterprises* (served March 19, 2001) that a noncarrier cannot use the class exemption procedures to acquire what could be nonjurisdictional track. RTRR addressed that decision in detail in its April 2, 2001 Reply to Petitions to Revoke, wherein it discusses cases in which class exemption procedures have been invoked by entities (including by at least two railroads newly incorporated at the time of their class exemption filing) to acquire non-jurisdictional track. See, e.g., STB F.D. No. 33528, *Effingham Railroad Company -- Operation Exemption -- Line Owned by Total Quality Warehouse* (notice published Dec. 30, 1997, *aff'd* by decision served Sept. 18, 1998); STB F.D. No. 33695, *Fredonia Valley Railroad, Inc. -- Acquisition and Operation Exemption in Caldwell County, KY* (notice published January 8, 1999). RTRR relied on such precedents when it filed its

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class exemption notice in December 2000, prior to the issuance of the *Jefferson Terminal* decision.

The Board further stated in *Jefferson Terminal* that the party there seeking to acquire non-jurisdictional track could proceed by means of a petition for exemption or application. In Docket No. 34040, RTRR has filed a petition for exemption under the procedures at 49 CFR 1121. No party in this proceeding has claimed that the petition for exemption procedure is not available to a new carrier seeking to acquire track to provide common carrier service.

RTRR appreciates this opportunity to clarify its February 12 filing.

Respectfully,



David H. Coburn  
Attorney for Riverview Trenton  
Railroad Company

cc: All parties of record