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204817

DIO # 0101893001

February 21, 2002

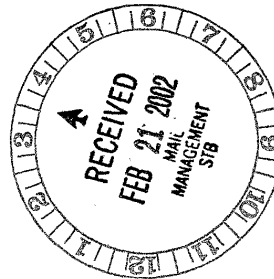
VIA HAND DELIVERY

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

ENTERED
Office of the Secretary

FEB 21 2002

Part of
Public Record



Re: Finance Docket No. 34176
Western New York & Pennsylvania Railroad, LLC- Acquisition and Operation
Exemption - Line Owned By Northwest Pennsylvania Rail Authority and
Operated By Oil Creek & Titusville Lines, Inc.

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of a **Verified Notice of Exemption** dated February 21, 2002. A check in the amount of \$1300.00, representing the appropriate fee for this filing, also is enclosed.

If you have any questions regarding this filing, please feel free to contact me. Thank you for your assistance.

Respectfully submitted,

Edward J. Fishman

FILED

FEB 21 2002

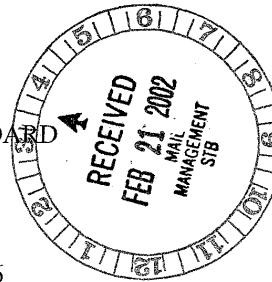
Enclosures SURFACE
TRANSPORTATION BOARD

FEE RECEIVED

FEB 21 2002

SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD



204817
FINANCE DOCKET NO. 34176

WESTERN NEW YORK & PENNSYLVANIA RAILROAD, LLC
-- ACQUISITION AND OPERATION EXEMPTION --
LINE OWNED BY NORTHWEST PENNSYLVANIA RAIL AUTHORITY AND OPERATED
BY OIL CREEK & TITUSVILLE LINES, INC.

DID # 010/893001

204817
VERIFIED NOTICE OF EXEMPTION
OF

WESTERN NEW YORK & PENNSYLVANIA RAILROAD, LLC
PURSUANT TO 49 C.F.R. § 1150.42

FILED

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Office of the Secretary
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TRANSPORTATION BOARD

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SURFACE
TRANSPORTATION BOARD

Kevin M. Sheys
Edward J. Fishman
Kirkpatrick & Lockhart LLP
1800 Massachusetts Avenue - 2nd Floor
Washington, DC 20036
(202) 778-9000

ATTORNEYS FOR WESTERN NEW YORK
& PENNSYLVANIA RAILROAD, LLC

Dated: February 21, 2002

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34176

WESTERN NEW YORK & PENNSYLVANIA RAILROAD, LLC
-- ACQUISITION AND OPERATION EXEMPTION --
LINE OWNED BY NORTHWEST PENNSYLVANIA RAIL AUTHORITY AND OPERATED
BY OIL CREEK & TITUSVILLE LINES, INC.

**VERIFIED NOTICE OF EXEMPTION
OF
WESTERN NEW YORK & PENNSYLVANIA RAILROAD, LLC
PURSUANT TO 49 C.F.R. § 1150.42**

Pursuant to 49 C.F.R. § 1150.41 *et seq.*, Western New York & Pennsylvania Railroad, LLC (“WNYP”), a Class III rail carrier, hereby files this Verified Notice of Exemption to acquire and operate a rail line currently owned by Northwest Pennsylvania Rail Authority (the “Authority”) and operated by Oil Creek & Titusville Lines, Inc. (“OCTL”) between Meadville and Corry, Pennsylvania, a distance of approximately 41.8 route miles in Crawford and Erie Counties (the “Subject Line”). Based on projected revenues for the Subject Line, WNYP expects to remain a Class III rail carrier after consummation of the transaction proposed herein.

In accordance with the requirements of 49 C.F.R. § 1150.43, WNYP submits the following information:

Advance Notice: **49 C.F.R. § 1150.42(e)**

The projected annual revenue of the Subject Line, together with WNYP’s projected annual revenue, will not exceed \$5 million. Accordingly, the requirements of 49 C.F.R. § 1150.42(e) do not apply to this transaction.

Name and Address of Applicant: **49 C.F.R. § 1150.43(a)**

The full name and address of the Class III rail carrier applicant herein is as follows:

Western New York & Pennsylvania Railroad, LLC

69 South Dow Street
Falconer, NY 14733

Applicant's Representative:

49 C.F.R. § 1150.43(b)

WNYP's representative to whom correspondence regarding this transaction should be addressed is as follows:

Kevin M. Sheys
Kirkpatrick & Lockhart LLP
1800 Massachusetts Avenue – 2nd Floor
Washington, DC 20036
(202) 778-9000

Statement Concerning Agreement:

49 C.F.R. § 1150.43(c)

WNYP has entered into an agreement with the Authority providing for WNYP's acquisition of the Subject Line. In addition, WNYP has entered into an agreement with OCTL providing for WNYP's acquisition of OCTL's operating rights over the Subject Line.

Operation of the Property:

49 C.F.R. § 1150.43(d)

WNYP will be the operator of the Subject Line.

Summary of the Transaction:

49 C.F.R. § 1150.43(e)

Pursuant to an agreement entered into between WNYP and the Authority, WNYP will acquire the Subject Line that extends between approximately Milepost 102.3 at Meadville, PA and approximately Milepost 60.5 at Corry, PA.¹ The Subject Line is located in Crawford and Erie Counties, Pennsylvania. The total distance of the rail line to be acquired by WNYP is approximately 41.8 route miles. Pursuant to an agreement entered into between WNYP and OCTL, WNYP simultaneously will acquire OCTL's operating rights on the Subject Line.² The parties intend to consummate this transaction on or soon after the date this Notice of Exemption becomes effective.

¹ The Authority acquired the line from Consolidated Rail Corporation in 1995. See Consolidated Rail Corporation – Abandonment – Between Corry and Meadville, In Erie and Crawford Counties, PA, Docket No. AB-167 (Sub-No. 1139) (STB served February 10, 1997).

² OCTL currently operates on the Subject Line pursuant to an operating agreement with the Authority. See Oil Creek and Titusville Lines – Meadville Division – Operation Exemption, Finance Docket No. 33371 (STB served April 3, 1997).

The name and address of the owner of the Subject Line is as follows:

Northwest Pennsylvania Rail Authority
c/o Meadville City Building
984 Water Street
Meadville, PA 16335

The name and address of the operator of the Subject Line is as follows:

Oil Creek & Titusville Lines, Inc.
47 W. Main Street Box 309
Gowanda, NY 14070

Map:

49 C.F.R. § 1150.43(f)

A map indicating the area served by the Subject Line, including origins, termini, stations, cities and counties, is attached as Exhibit A to this Notice.

Certification of Class III Status:

49 C.F.R. § 1150.43(g)

A certificate complying with the provisions of 49 C.F.R. § 1150.43(g) is attached as Exhibit B to the Notice. Based on projected revenues for the Subject Line, WNYP will remain a Class III rail carrier after consummation of the transaction proposed herein.

Environmental/Historic Preservation Data:

49 C.F.R. Part 1105

Under 49 C.F.R. § 1105.6(c)(2)(i), the proposed acquisition and operation of the Subject Line by WNYP is exempt from environmental reporting requirements because it will not result in significant changes in carrier operations (i.e. changes which exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5)).

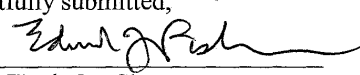
Under 49 C.F.R. § 1105.8(b)(3), the proposed acquisition and operation of the Subject Line by WNYP also is exempt from historic preservation reporting requirements. WNYP's acquisition of the Subject Line is for the purpose of continued rail operations. Further Surface Transportation Board approval is required to abandon any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Caption Summary:

49 C.F.R. § 1150.44

A caption summary in the appropriate form is attached as Exhibit C to the Notice.

Respectfully submitted,

By: 

Kevin M. Sheys

Edward J. Fishman

Kirkpatrick & Lockhart LLP

1800 Massachusetts Avenue – 2nd Floor

Washington, DC 20036

(202) 778-9000

Dated: February 21, 2002

**ATTORNEYS FOR WESTERN NEW YORK
& PENNSYLVANIA RAILROAD, LLC**

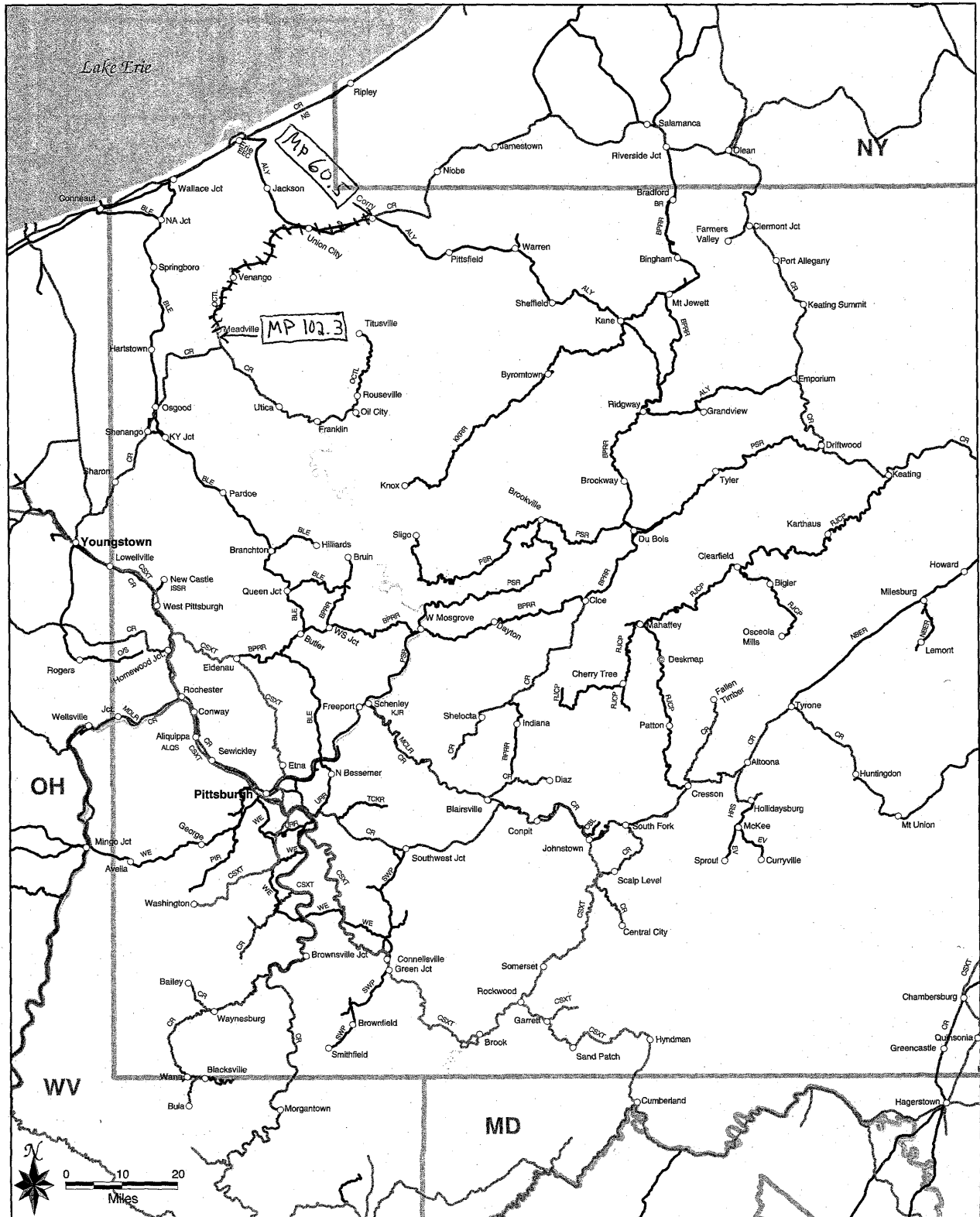
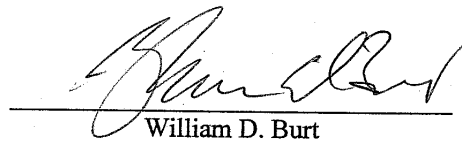


EXHIBIT B

CERTIFICATION

William D. Burt, being duly sworn, certifies that the projected revenues of Western New York & Pennsylvania Railroad, LLC upon consummation of the proposed transaction will not result in the creation of a Class I or Class II rail carrier under the provisions of 49 C.F.R. § 1201 (1-1).



William D. Burt
President
Western New York & Pennsylvania Railroad, LLC

SUBSCRIBED AND SWORN TO

before me this 19th day
of February, 2002



Notary Public

My Commission expires: Aug 10, 2002

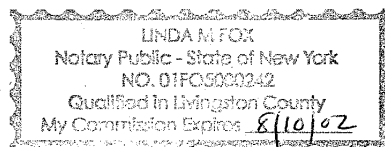


EXHIBIT C

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 34176

**WESTERN NEW YORK & PENNSYLVANIA RAILROAD, LLC
-- ACQUISITION AND OPERATION EXEMPTION --
LINE OWNED BY NORTHWEST PENNSYLVANIA RAILROAD AUTHORITY AND
OPERATED BY OIL CREEK & TITUSVILLE LINES, INC.**

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Comments must be filed with the Board and served on Kevin M. Sheys, Kirkpatrick & Lockhart LLP, 1800 Massachusetts Avenue, N.W., 2nd floor, Washington, DC 20036; (202) 778-9000.

This notice is filed under 49 C.F.R. § 1150.41. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. § 10505(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

Date: _____, 2002

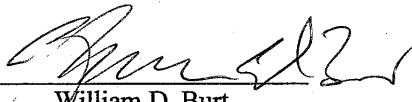
By the Board

Vernon A. Williams - Secretary

VERIFICATION

State of New York)
) ss:
County of Livingston)

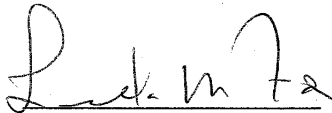
William D. Burt, being duly sworn, deposes and says that he is the President of Western New York & Pennsylvania Railroad, LLC ("WNYP"), that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and that the same are true as stated.



William D. Burt

SUBSCRIBED AND SWORN TO

before me this 19th day
of February, 2002



Notary Public

My Commission expires: Aug 16, 2002

