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July 11, 2002

DID#0101989003

Edward J. Fishman
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VIA HAND DELIVERY

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

**Re: Finance Docket No. 34227, R.J. Corman Railroad Company/Cleveland Line –
Lease and Operation Exemption – Line of R.J. Corman Equipment Company, LLC**

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the **Verified Notice of Exemption of R.J. Corman Railroad Company/Cleveland Line** dated July 11, 2002. The filing fee of \$1300 also is enclosed.

Should any questions arise regarding this filing, please feel free to contact me. Thank you for your assistance on this matter.

Respectfully submitted,

Edward J. Fishman
Counsel for R.J. Corman Railroad
Company/Cleveland Line

Enclosures

ENTERED
Office of Proceedings

JUL 12 2002

Part of
Public Record

FILED

JUL 11 2002

SURFACE
TRANSPORTATION BOARD

FEE RECEIVED

JUL 11 2002

SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34227

R.J. CORMAN RAILROAD COMPANY/CLEVELAND LINE
-- LEASE AND OPERATION EXEMPTION --
LINE OF R.J. CORMAN EQUIPMENT COMPANY, LLC



VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/CLEVELAND LINE
PURSUANT TO 49 C.F.R. § 1150.41

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

ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/CLEVELAND LINE

Dated: July 11, 2002

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34227

R.J. CORMAN RAILROAD COMPANY/CLEVELAND LINE
-- LEASE AND OPERATION EXEMPTION --
LINE OF R.J. CORMAN EQUIPMENT COMPANY, LLC



**VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/CLEVELAND LINE
PURSUANT TO 49 C.F.R. § 1150.41**

Pursuant to 49 C.F.R. § 1150.41 et seq., R.J. Corman Railroad Company/Cleveland Line (“RJCL”), a Class III rail carrier, hereby files this Verified Notice of Exemption to lease and operate from R.J. Corman Equipment Company, LLC (“RJCE”) a rail line known as the Wooster Industrial Track located between approximately Milepost 16.81 and approximately Milepost 18.97 near Wooster in Wayne County, Ohio (the “Subject Line”). The total distance of the Subject Line is approximately 2.16 route miles. As part of the same transaction, RJCL will acquire incidental overhead trackage rights over Norfolk Southern Railway Company (“NS”) rail lines between East Gravel (approximately Milepost 1.74) and Massillon (approximately Milepost 0.0), and between Massillon (approximately Milepost 110.7) and Wooster (approximately Milepost 138.0), a total distance of approximately 29.04 route miles in Wayne County and Stark County, Ohio. Based on projected revenues for RJCL’s lease and operation of the Subject Line and use of the incidental trackage rights, RJCL expects to remain a Class III rail carrier after consummation of the transaction proposed herein.

This Notice is related to Finance Docket No. 34226, R.J. Corman Equipment Company, LLC – Acquisition Exemption – Line of CSX Transportation, Inc., in which RJCE is filing a notice of exemption under 49 C.F.R. § 1150.31 to acquire the Subject Line from CSX Transportation, Inc. (“CSXT”).

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

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

The full name and address of the applicant is as follows:

R.J. Corman Railroad Company/Cleveland Line
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

Applicant's Representative: 49 C.F.R. § 1150.43(b)

RJCL'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)

RJCL and RJCE will enter into an agreement providing for RJCL's lease and operation of the Subject Line upon RJCE's acquisition of the Subject Line from CSXT. In connection with RJCE's acquisition of the Subject Line, CSXT will assign its trackage rights over the NS rail lines located generally between Wooster and Massillon to RJCL.

Operation of the Property: 49 C.F.R. § 1150.43(d)

RJCL will be the operator of the Subject Line.

Summary of the Transaction: 49 C.F.R. § 1150.43(e)

Pursuant to an agreement to be entered into by and between RJCL and RJCE, RJCL will lease and operate the railroad line known as the Wooster Industrial Track between approximately Milepost 16.81 and approximately Milepost 18.97 near Wooster in Wayne County, Ohio. The total distance of

the Subject Line is approximately 2.16 route miles. In addition, RJCL will acquire by assignment from CSXT incidental overhead trackage rights over the rail lines of NS between East Gravel (approximately Milepost 1.74) and Massillon (approximately Milepost 0.0), and between Massillon (approximately Milepost 110.7) and Wooster (approximately Milepost 138.0), a total distance of approximately 29.04 route miles in Wayne County and Stark County, Ohio. The trackage rights will enable RJCL to connect with the segment of rail line owned by RJCL between Massillon and Warwick, OH. The parties intend to consummate this transaction on or soon after the date this Notice of Exemption, and the related notice of exemption referenced herein, become effective.

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

R.J. Corman Equipment Company, LLC
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

Map:

49 C.F.R. § 1150.43(f)

A map indicating the area served by the Subject Line (and the incidental trackage rights), 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 RJCL's lease and operation of the Subject Line and use of the incidental trackage rights, RJCL 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 lease and operation of the Subject Line and use of the incidental trackage rights by RJCL 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 lease and operation of the Subject Line and use of the incidental trackage rights by RJCL also is exempt from historic preservation reporting requirements. RJCL's lease and operation of the Subject Line and use of the incidental trackage rights is for the purpose of providing rail operations thereon. 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. § 1150.34

A caption summary in the appropriate form is attached as Exhibit C to this 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: July 11, 2002

**ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/CLEVELAND LINE**

VAL. STA. 1007.50
MP. BXH 18.97
VAL. MAP V118.2/20
.. GIS *11082

Drawing No.: R02510
VAL: VII6.2/17-20
GIS: 11059-11062
Date: 03/22/02
Drawn By: REB

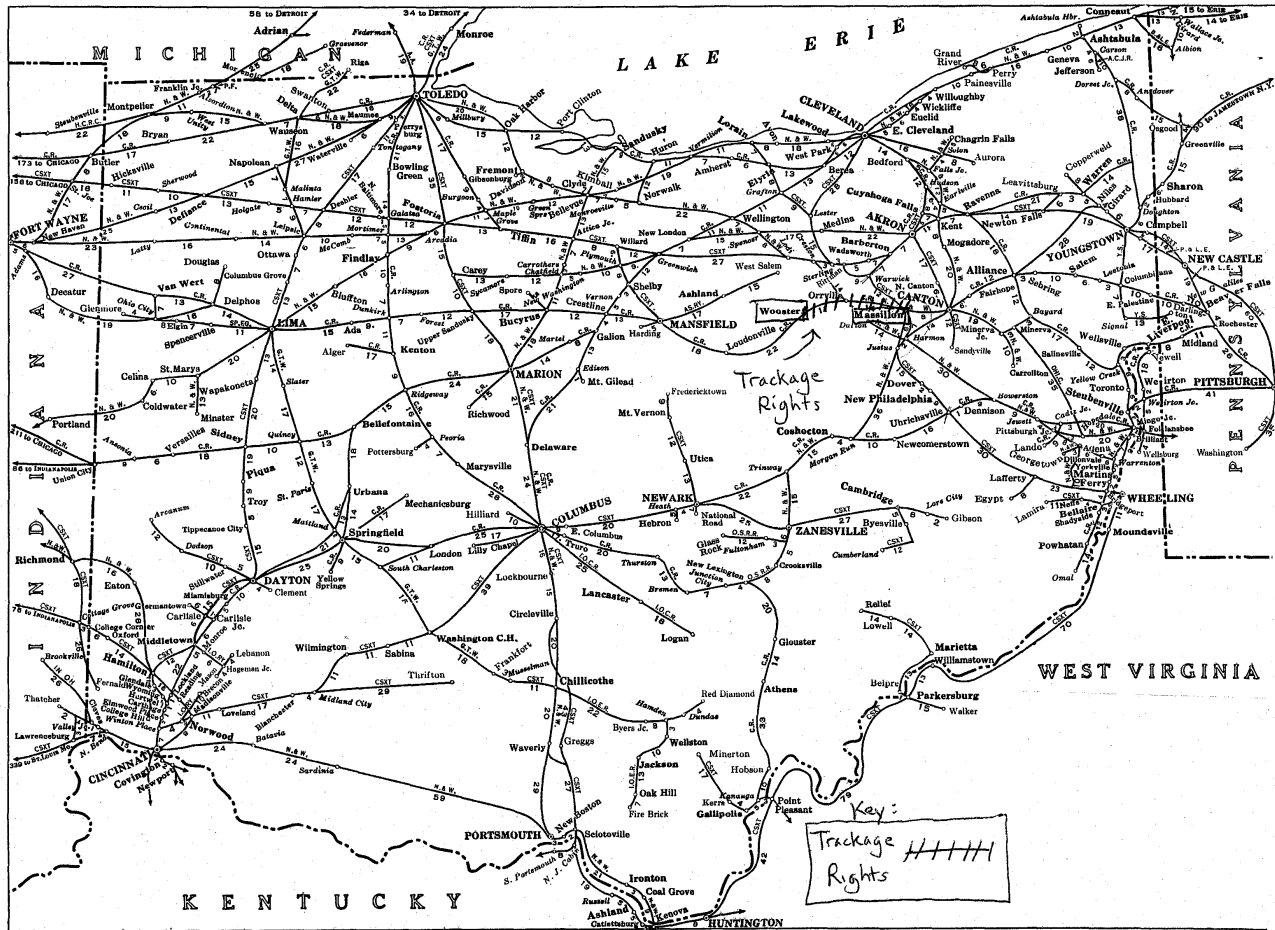


EXHIBIT B

CERTIFICATION

Kenneth D. Adams, being duly sworn, certifies that the projected revenues of R.J. Corman Railroad Company/Cleveland Line 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).



Kenneth D. Adams
Secretary/Treasurer
R.J. Corman Railroad Company/Cleveland Line

SUBSCRIBED AND SWORN TO

before me this 28th day

of June , 2002



Notary Public

My Commission expires:

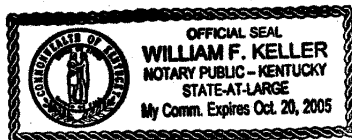


EXHIBIT C

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 34227

R.J. CORMAN RAILROAD COMPANY/CLEVELAND LINE
-- LEASE AND OPERATION EXEMPTION --
LINE OF R.J. CORMAN EQUIPMENT COMPANY, LLC

R.J. Corman Railroad Company/Cleveland Line ("RJCL") has filed a Verified Notice of Exemption to lease and operate from R.J. Corman Equipment Company, LLC ("RJCE") a rail line known as the Wooster Industrial Track located between approximately Milepost 16.81 and approximately Milepost 18.97 near Wooster in Wayne County, Ohio (the "Subject Line"). The total distance of the Subject Line is approximately 2.16 route miles. As part of the same transaction, RJCL will acquire incidental overhead trackage rights over Norfolk Southern Railway Company ("NS") rail lines between East Gravel (approximately Milepost 1.74) and Massillon (approximately Milepost 0.0), and between Massillon (approximately Milepost 110.7) and Wooster (approximately Milepost 138.0), a total distance of approximately 29.04 route miles in Wayne County and Stark County, Ohio.

The Notice of Exemption is related to Finance Docket No. 34226, R.J. Corman Equipment Company, LLC – Acquisition Exemption – Line of CSX Transportation, Inc., in which RJCE is filing a notice of exemption pursuant to 49 C.F.R. § 1150.41 to acquire the Subject Line from CSX Transportation, Inc.

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

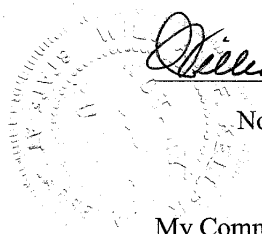
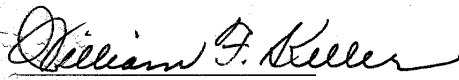
VERIFICATION

State of Kentucky)
)ss:
County of Jessamine)

Kenneth D. Adams, being duly sworn, deposes and says that he is the Secretary and Treasurer of R.J. Corman Railroad Company/Cleveland Line, that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and that the same are true as stated.


Kenneth D. Adams

SUBSCRIBED AND SWORN TO
before me this 28th day
of June, 2002



Notary Public

My Commission expires:

