

WEINER BRODSKY SIDMAN KIDER PC

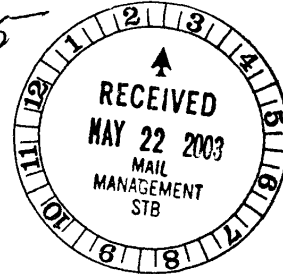
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May 22, 2003



BY HAND DELIVERY

The Hon. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423

ENTERED
Office of Proceedings

MAY 22 2003

Part of
Public Record

Re: STB Ex Parte No. 647: Allegheny & Eastern Railroad, Inc., et al. –
Petition for Rulemaking – Class Exemption for Expedited Abandonment
Procedure for Class II and Class III Railroads

Dear Secretary Williams:

Enclosed for filing in the above-referenced proceeding are an original and 10 copies of replacement pages 2 and 3 for the Petition for Rulemaking – Class Exemption for Expedited Abandonment Procedure for Class II and Class III Railroads, which petitioners filed on May 15, 2003. Please insert the replacement pages at the appropriate places in the petition.

The replacement pages add the following 18 carriers as petitioners:

AN Railway, L.L.C.
Atlantic and Western Railway, Limited Partnership
Bay Line Railroad, L.L.C.
Central Midland Railway
Copper Basin Railway, Inc.
East Tennessee Railway, L.P.
Galveston Railroad, L.P.
Georgia Central Railway, L.P.
The Indiana Rail Road Company
KWT Railway, Inc.
Little Rock & Western Railway, L.P.

WEINER BRODSKY SIDMAN KIDER PC

The Hon. Vernon A. Williams

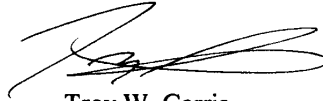
- 2 -

October 31, 2001

M & B Railroad, L.L.C.
Tomahawk Railway, Limited Partnership
Valdosta Railway, L.P.
Western Kentucky Railway, L.L.C.
Wheeling & Lake Erie Railway Company
Wilmington Terminal Railroad, L.P.
Yolo Shortline Railroad Company

Please acknowledge receipt of this letter by date-stamping the enclosed acknowledgment copy and returning it to our messenger.

Very truly yours,

A handwritten signature in black ink, appearing to read "Troy W. Garriss", with a stylized, cursive script.

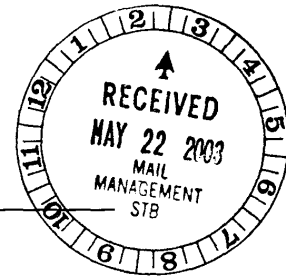
Troy W. Garriss

ENTERED
Office of Proceeding-

MAY 22 2003

Part of
Public Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



PETITION FOR RULEMAKING

STB EX PARTE NO. 647

**CLASS EXEMPTION FOR EXPEDITED ABANDONMENT PROCEDURE FOR
CLASS II AND CLASS III RAILROADS**

Allegheny & Eastern Railroad, Inc., and the 64 other carriers shown in the caption ("Petitioners") are all short line or regional, *i.e.*, class II or III, rail carriers (together, "Small Carriers"). Petitioners hereby petition the Surface Transportation Board ("Board") to use its exemption authority under 49 U.S.C. § 10502 to adopt a new class exemption procedure for use by Small Carriers in abandoning rail lines ("Proposed Exemption"). While ensuring the regulatory concerns of the Board are satisfied, the Proposed Exemption more effectively will: eliminate current regulatory incentives for Small Carriers to delay abandonment while letting the traffic base and physical condition of low-density lines deteriorate; subject the entry into, and exit from, the rail industry to market forces; and substantially increase dissemination of important commercial information into the market in an effort to preserve lines through the Board's offer of financial assistance ("OFA") procedures. In addition, the burden on the Board in abandonment proceedings will be sharply reduced.

For transactions within the class, the proposal also will invert the environmental and historic report ("Report") preparation procedures, allowing preparation of the Report

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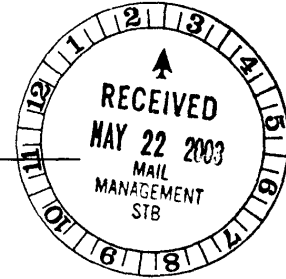
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BEFORE THE
SURFACE TRANSPORTATION BOARD

PETITION FOR RULEMAKING

STB EX PARTE NO. 647



ALLEGHENY & EASTERN RAILROAD, INC.; AN RAILWAY, L.L.C.; ATLANTIC AND WESTERN RAILWAY, LIMITED PARTNERSHIP; BAY LINE RAILROAD, L.L.C.; BRADFORD INDUSTRIAL RAIL, INC.; BUFFALO & PITTSBURGH RAILROAD, INC.; CAROLINA COASTAL RAILWAY, INC.; CENTRAL MIDLAND RAILWAY; CHICAGO SOUTHSHORE & SOUTH BEND RAILROAD; CHATTAHOOCHEE & GULF RAILROAD CO., INC.; COMMONWEALTH RAILWAY, INC.; CONECUH VALLEY RAILROAD CO., INC.; COPPER BASIN RAILWAY, INC.; CORPUS CHRISTI TERMINAL RAILROAD, INC.; EASTERN IDAHO RAILROAD, INC.; EAST TENNESSEE RAILWAY, L.P.; GALVESTON RAILROAD, L.P.; GENESEE & WYOMING RAILROAD COMPANY; GEORGIA CENTRAL RAILWAY, L.P.; GOLDEN ISLES TERMINAL RAILROAD, INC.; H&S RAILROAD CO., INC.; ILLINOIS INDIANA DEVELOPMENT COMPANY, LLC; ILLINOIS & MIDLAND RAILROAD, INC.; THE INDIANA RAIL ROAD COMPANY; KANSAS & OKLAHOMA RAILROAD, INC.; KNOXVILLE & HOLSTON RIVER RAILROAD CO., INC.; KWT RAILWAY, INC.; LANCASTER AND CHESTER RAILWAY COMPANY; LAURINBURG & SOUTHERN RAILROAD CO., INC.; LITTLE ROCK & WESTERN RAILWAY, L.P.; LOUISIANA & DELTA RAILROAD, INC.; LOUISVILLE & INDIANA RAILROAD COMPANY; M & B RAILROAD, L.L.C.; MINNESOTA PRAIRIE LINE, INC.; MONTANA RAIL LINK, INC.; NEW YORK & ATLANTIC RAILWAY COMPANY; PACIFIC HARBOR LINE, INC.; PALOUSE RIVER & COULEE CITY RAILROAD, INC.; PENNSYLVANIA SOUTHWESTERN RAILROAD, INC.; PIEDMONT & ATLANTIC RAILROAD INC.; PITTSBURG & SHAWMUT RAILROAD INC.; PORTLAND & WESTERN RAILROAD, INC.; ROCHESTER & SOUTHERN RAILROAD, INC.; ROCKY MOUNT & WESTERN RAILROAD CO., INC.; ST. LAWRENCE & ATLANTIC RAILROAD COMPANY; SALT LAKE CITY SOUTHERN RAILROAD COMPANY; SAVANNAH PORT TERMINAL RAILROAD, INC.; SOUTH BUFFALO RAILWAY COMPANY; SOUTH KANSAS & OKLAHOMA RAILROAD COMPANY; STILLWATER CENTRAL RAILROAD; TALLEYRAND TERMINAL RAILROAD, INC.; THE DANSVILLE & MOUNT MORRIS RAILROAD COMPANY; THREE NOTCH RAILROAD CO., INC.; TIMBER ROCK RAILROAD, INC.; TOMAHAWK RAILWAY, LIMITED PARTNERSHIP; TWIN CITIES & WESTERN RAILROAD COMPANY; UTAH RAILWAY COMPANY; VALDOSTA RAILWAY, L.P.; WESTERN KENTUCKY RAILWAY, L.L.C.; WHEELING & LAKE ERIE RAILWAY COMPANY; WILLAMETTE & PACIFIC RAILROAD, INC.; WILMINGTON TERMINAL RAILROAD, L.P.; WIREGRASS CENTRAL RAILROAD COMPANY, INC.; YOLO SHORTLINE RAILROAD COMPANY; AND YORK RAILWAY COMPANY

CLASS EXEMPTION FOR EXPEDITED ABANDONMENT PROCEDURE
FOR CLASS II AND CLASS III RAILROADS

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Jo A. DeRoche
Rose-Michele Weinryb
Troy W. Garriss
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Dated: May 15, 2003