

FILED

MAY 30 2003

U.S. DEPT. OF TRANSPORTATION
WASHINGTON, D.C. 20423

JOHN D. HEFFNER, PLLC

1920 N ST., N.W.

SUITE 800

WASHINGTON, D.C. 20036

(202) 263-4180

FAX (202) 296-3939

j.heffner@verizon.net

FEE RECEIVED



BY HAND

MAY 30 2003

May 29, 2003

SURFACE

Hon. Vernon A. Williams **TRANSPORTATION BOARD**
Secretary
Surface Transportation Board
1925 K Street
Washington, D.C. 20423-0001

RE: FD No. 34357, Eyal Shapira -- Continuance
in Control Exemption

FD No. 34358, New York And Eastern Railway LLC --
Lease, Operate, and Future Purchase Exemption --

- 207928
ENTERED
Office of Proceedings
MAY 30 2003

Part of
Public Record

Dear Mr. Williams:

On behalf of Petitioners Eyal Shapira and New York And Eastern Railway LLC, I am filing an original and ten copies of:

(1) a verified notice of exemption under 49 CFR 1180.2(d) (2) for the continuance in control by Eyal Shapira of New York And Eastern Railway LLC, and Raritan Central Railway, L.L.C.

(2) a verified notice of exemption under 49 CFR 1150.31 for the lease, operation, and future purchase by New York And Eastern Railway LLC, of railroad property owned by New York Central Lines, LLC, and operated by CSX Transportation, Inc.

I am also enclosing one check payable to the Board for \$2,250 to cover the applicable filing fees and a computer disk formatted in WordPerfect 8.0 containing these filings.

Please date stamp and return one copy of this filing for our records.

Hon. Vernon A. Williams
May 29, 2003
Page Two

Sincerely yours,

A handwritten signature in dark ink, appearing to read "J. D. Heffner", written over the typed name.

John D. Heffner

Enclosures

cc: Mr. Eyal Shapira

ORIGINAL

FILED

MAY 30 2003

BEFORE THE
SURFACE TRANSPORTATION BOARD



STB FINANCE DOCKET NO. 34357

207928

EYAL SHAPIRA

-- CONTINUANCE IN CONTROL EXEMPTION --
NEW YORK AND EASTERN RAILWAY LLC

AND

RARITAN CENTRAL RAILWAY L.L.C.

EE RECEIVED

MAY 30 2003

SURFACE
TRANSPORTATION BOARD

ORIGINAL

VERIFIED NOTICE OF EXEMPTION
UNDER 49 CFR §1180.2(d)(2)

ORIGINAL

ENTERED
Office of Proceedings

MAY 30 2003

Part of
Public Record

Respectfully submitted,

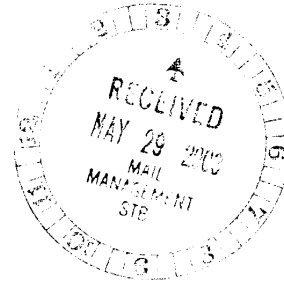
John D. Heffner
John D. Heffner, PLLC
1920 N Street, N.W.
Suite 800
Washington, D.C. 20036
Tel.: (202) 263-4180

Counsel for Petitioner

Dated: May 29, 2003

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 34357



EYAL SHAPIRA
-- CONTINUANCE IN CONTROL EXEMPTION --
NEW YORK AND EASTERN RAILWAY LLC
AND
RARITAN CENTRAL RAILWAY, L.L.C.

VERIFIED NOTICE OF EXEMPTION
UNDER 49 CFR §1180.2(d)(2)

Comes now an individual named Eyal Shapira ("Shapira") and states as follows:

1. Pursuant to the provisions of Section 1180 of the Board's Railroad Consolidation Rules, 49 C.F.R. §1180 et seq. Shapira hereby gives notice of a transaction which qualifies for exemption under §1180.2 of those rules.

2. As may be relevant here, Shapira has established a new non-carrier entity and future class III short line rail carrier, which he will control -- New York and Eastern Railway LLC (hereafter "NY&E"). NY&E has agreed to lease with option to purchase and operate a line of railroad in Poughkeepsie, NY, presently owned by New York Central Lines, LLC, and operated by CSX Transportation, Inc.

3. Shapira currently owns a majority interest in one other class III short line railroad, Raritan Central Railway, L.L.C.

("Raritan"). A copy of a Board decision exempting Raritan's operation is attached as Exhibits A.¹

4. Under Section 1180.2(d)(2) of the Board's consolidation rules certain transactions are automatically exempt from the prior approval requirements for common control under 49 U.S.C. §§11323 - 11324. Specifically, Section 1180.2(d)(2) exempts the continuance-in-control of a nonconnecting carrier where (i) the railroads will not connect with each other or any railroad in their corporate family, (ii) the continuance in control is not part of a series of anticipated transactions that would connect the railroads with each other or any railroad in their corporate family, and (iii) the transaction does not involve a class I carrier.

5. The properties presently owned, operated, or managed (or to be owned, operated, or managed) by Shapira do not physically connect and there are no plans to acquire additional rail lines for the purpose of making a connection. As noted above, each of these companies is a class III short line railroad and, as illustrated by the map attached as Exhibit B, each provides rail service in the eastern part of the United States. Upon consummation, NY&E's property will be located in New York State,

¹ Shapira had previously owned an interest in two other short line railroads subject to the Board's jurisdiction, the New Mexico Gateway Railroad Limited Liability Company and the New York & Ogdensburg Railway, Inc. He has since disposed of his interest in both of these companies. Accordingly, Mr. Shapira no longer exercises control over any Board regulated carriers except as noted here.

East of the Hudson River. Raritan's property is located in central New Jersey, well over 100 miles away. There are no plans to connect these two railroads.

7. In order to claim the Section 1180.2(d)(2) exemption, Section 1180.4(g) requires the filing of a verified notice of exemption furnishing the information requested in Sections 1180.6(1)(i)-(iii); 1180.6(5)-(6); and 1180.6(a)(7)(ii) of those rules and indicating the level of protection required.

8. Information about the carriers.:

49 C.F.R. §1180.6(a)(1)(i)

Name: Eyal Shapira

Address: c/o Corporate Logistics
One Gateway Plaza
Suite 501B
Newton, MA 02458

Telephone: (617) 964-6727

Name: New York and Eastern Railway, LLC

Address: c/o Corporate Logistics
One Gateway Plaza
Suite 501B
Newton, MA 02458

Telephone: (617) 964-6727

Name: Raritan Central Railway, L.L.C.

Address: c/o Corporate Logistics
One Gateway Plaza
Suite 501B
Newton, MA 02458

Telephone: (617) 964-6727

Legal counsel to whom questions should be addressed:

John D. Heffner
John D. Heffner, PLLC
1920 N Street, N.W.
Suite 800
Washington, D.C. 20036
Tel.: (202) 263-4180
(for Petitioner)

Schedule for consummation: 49 C.F.R. §1180.6(a)(1)(ii)

July 15, 2003

Purpose to be accomplished by the transaction:
49 C.F.R. §1180.6(a)(1)(iii)

Restoration of common carrier rail service on a short
segment of railroad owned by New York Central Lines,
LLC, in Poughkeepsie, NY

State(s) where proposed operations will be conducted:
49 C.F.R. 1180.6(a)(5)

New York

Map showing relationship between NY&E and Raritan:
49 C.F.R. §1180.6(a)(6)

Attached hereto as Exhibit B.

Copy of Agreement: 49 C.F.R. §1180.6(a)(7)(ii)

N.A.

9. This acquisition of control proceeding is exempt from
environmental review under 49 CFR §1105.6(c)(2)(i) because the
proposed action will not cause any operating changes that exceed

the threshold established in 49 C.F.R. §1105.7(e)(4) or (5). In addition, this proceeding is exempt from historic review under 49 C.F.R. §1105.8(b)(i) because there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 years old or older as this trackage was recently built. Accordingly, no historic report is required.

10. Labor protection required: None. Under 49 U.S.C. 11326 transactions between class III rail carriers are not subject to labor protection.

Respectfully submitted,



John D. Heffner
John D. Heffner, PLLC
1920 N Street, N.W.
Suite 800
Washington, D.C. 20036
Tel.: (202) 263-4180

Counsel for Petitioner

Dated: May 29, 2003

FD. No. 34357
EXHIBIT A

31996

SERVICE DATE - JULY 24, 2001

DO

FR-4915-00-P

DEPARTMENT OF TRANSPORTATION

Surface Transportation Board

[STB Finance Docket No. 34071]

Raritan Central Railway, L.L.C.—Lease and Operation Exemption—Federal Business Centers, Inc. and Summit Associates, Inc.

Raritan Central Railway, L.L.C. (Raritan), a noncarrier, newly created to become a Class III railroad, has filed a notice of exemption under 49 CFR 1150.31 to lease and operate, pursuant to an agreement entered into with Federal Business Centers, Inc., and Summit Associates, Inc., approximately 14 miles of rail line properties, easements and right-of-way, located within the Raritan Center Business Park, in the Townships of Edison and Woodbridge, in Middlesex County, NJ. Raritan certifies that its projected annual revenues will not exceed those that would qualify it as a Class III rail carrier and that its annual revenues are not projected to exceed \$5 million.¹

The transaction is expected to be consummated on or shortly after August 15, 2001.

This transaction is related to STB Finance Docket No. 34070, Eyal Shapira—Continuance in Control Exemption—Raritan Central Railway, L.L.C., wherein

¹ Raritan states that it will interchange traffic with the Conrail Shared Assets Operations. Raritan further states that it is a substitute operator for Durham Transport, Inc., the current operator of the rail line. See Durham Transport, Inc.—Acquisition and Operation Exemption—Center Realty, Federal Storage Warehouses, and Garden State Buildings, L.P., Finance Docket No. 31917 (ICC served Nov. 6, 1991).

Eyal Shapira has filed a notice of exemption to continue in control of Raritan upon its becoming a Class III rail carrier.

If the notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 34071, must be filed with the Surface Transportation Board, Office of the Secretary, Case Control Unit, 1925 K Street, N.W., Washington, DC 20423-0001. In addition, one copy of each pleading must be served on John D. Heffner, REA, CROSS & AUCHINCLOSS, 1707 L Street, N.W., Suite 570, Washington, DC 20036.

Board decisions and notices are available on our website at
“WWW.STB.DOT.GOV.”

Decided: July 17, 2001.

By the Board, David M. Konschnik, Director, Office of Proceedings.

Vernon A. Williams

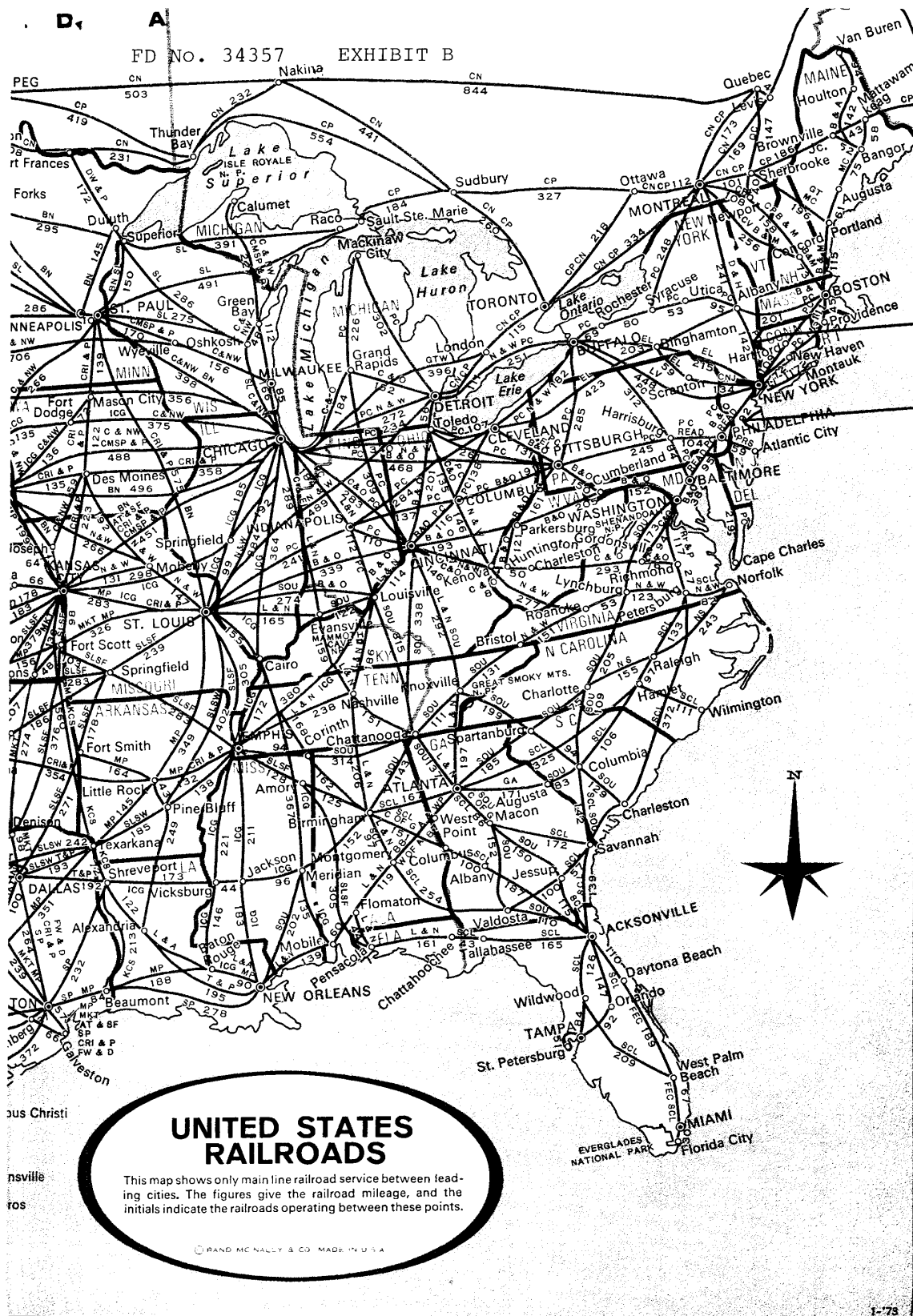
Secretary

D,

A

FD No. 34357

EXHIBIT B

New York and
Eastern Ry.Raritan
Central Ry.

UNITED STATES RAILROADS

This map shows only main line railroad service between leading cities. The figures give the railroad mileage, and the initials indicate the railroads operating between these points.

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1-73

VERIFICATION

STATE OF MA.)
CITY OF Newton.) SS

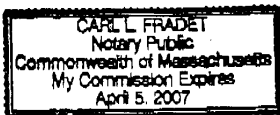
Egalshapira, being duly sworn according to law,
hereby deposes and states that he is authorized to make the
Verification, has read the foregoing document, and knows the
facts asserted therein are true and accurate as stated, to the
best of his knowledge, information and belief.

E. C.

Subscribed and sworn to before me, a Notary Public, in and for
the City of Newton in the State of MA., this 22 day of
May 2003

Carl L. FraDET
Notary Public

My Commission expires:



VERIFICATION

STATE OF MA)
)
CITY OF Newton) SS

Eyal Shapira, being duly sworn according to law,
hereby deposes and states that he is authorized to make the
Verification, has read the foregoing document, and knows the
facts asserted therein are true and accurate as stated, to the
best of his knowledge, information and belief.

Eyal Shapira

Subscribed and sworn to before me, a Notary Public, in and for
the City of Newton in the State of MA, this 22 day of
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Carl L. FraDET
Notary Public

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