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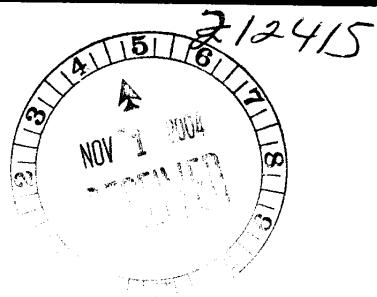
A T T O R N E Y S

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KARL MORELL



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November 1, 2004

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Public Record

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Suite 715
Washington, DC 20423-0001

Re: Finance Docket No. 34611, Alabama & Tennessee River Railway, LLC –
Lease Exemption – CSX Transportation, Inc.

Dear Secretary Williams:

Alabama & Tennessee River Railway, LLC ("ATN"), hereby certifies that on November 1, 2004, ATRR had posted the attached Notice at the workplace of the employees on the rail lines that are the subject of this transaction and on November 1, 2004, ATN served a copy of the Notice on the national offices of all labor unions with employees on the affected line.

Please time and date stamp the extra copy of this letter and return it with our messenger.

If you have any questions regarding this matter, please contact me.

Sincerely,

Karl Morell

Enclosure

NOTICE

Alabama & Tennessee River Railway, LLC ("ATN") will be leasing from CSX Transportation, Inc. ("CSXT") the rail lines located: (1) between Milepost SG 737.1, of the Belt Connecting Track, at Birmingham, Alabama, and Milepost OAG 85.2, at Guntersville, Alabama, and (2) the Ivalee Branch between Milepost OLE 443.0, near Moragne, Alabama, and Milepost OLE 447.9, at Moragne, Alabama.

As a result of the lease of the CSXT lines, ATN expects to have the following employment opportunities:

There will be a total of approximately **41 positions**.

Transportation Specialists:

Approximately **27 positions** in the following locations: Gadsden, Alabama. These positions require the following minimum skills and/or qualifications:

- Conductor and Brakeman (17 positions)

Must have minimum of one year experience as a conductor/brakeman or equivalent training from an accredited railway training course. Must possess a valid driver's license with a clean record. Must be able to pass color vision screening, have qualifications on the railroad Operating Rules, and have passed a written test on the same in the past 18 months. Must be able to demonstrate, by written test, an understanding of railroad safety, operating rules, air brake and hazardous materials handling rules. Additionally they must review schedules, switching orders, and shipping records to obtain information regarding their cargo. Individual must also be able to effectively use a radio as per regulations and ensure all applicable track warrant and bulletin information is in place as per Operating Rules and regulations.

- Engineer (10 positions).

Must possess the skills/qualifications for Conductor/Brakeman plus the following: Must have at least one year of experience as a locomotive engineer. Must possess a valid engineer's certificate issued by a program in compliance with 49 CFR Part 240. Must be able to meet all hearing and vision requirements of 49 CFR Part 240. Must have an understanding of air brake and mechanical systems of a train and locomotives, and pass a written test to verify competency. Before and after each run, engineers check the mechanical condition of their locomotive and make minor adjustments on the spot. Engineers receive starting instructions from conductors and move controls such as throttles and airbrakes to drive the locomotive. They monitor gauges and meters that measure speed, amperage, battery charge, and air pressure, both in the brake lines and in the main reservoir.

Engineers confer with conductors and traffic control center personnel via two-way radio or mobile telephone to issue or receive information concerning stops, delays, and train locations. They interpret and comply with orders, signals, speed limits, and railroad rules and regulations. They must have a thorough knowledge of the signaling systems, yards, and terminals on routes over which they operate. Engineers must be constantly aware of the condition and makeup of their train, because trains react differently to acceleration, braking, and curves, depending on the grade and condition of the rail, the number of cars, the ratio of empty to loaded cars, and the amount of slack in the train.

Maintenance of Way:

Approximately **10 positions** in the following locations: Gadsden, Alabama. These positions require the following minimum skills and/or qualifications:

- Individual must demonstrate a solid work ethic, with an ability to learn.
- Individual must possess knowledge of basic track structure.
- Individual must possess knowledge of basic track tools, and their usage.

Maintenance of Equipment:

Approximately **4 positions** in the following locations: Gadsden, Alabama. These positions require the following minimum skills and/or qualifications:

- Mechanical skills.
- Ability to read blue prints.
- Ability to use a cutting torch in all positions, without damage to adjoining parts.
- Able to weld and complete 3G qualification test.

The most qualified candidates will be selected from the available pool of applicants without regard to race, creed, color, religion, national origin, sex, age, marital status, disability or veteran status. The selection criteria will be job-related skills and attributes as outlined. Successful candidates must have a stable work record and exhibit safe work practices. The ability to work in a team environment with a focus on customer service is critical. Applicants must be able to read and comprehend regulations and instructions in English, as well as possess good oral communication skills. Successful applicants will be required to pass a pre-employment drug and alcohol screen and complete a medical questionnaire. Every employee is an at-will employee. All employees are expected to know and abide by the standard code of employee conduct.

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