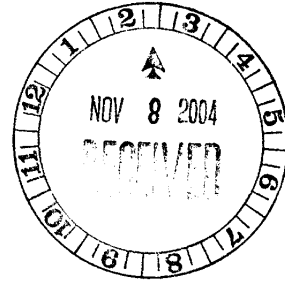


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November 8, 2004

BY HAND DELIVERY

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

ENTERED
Office of Proceedings

NOV 08 2004

Part of
Public Record

**RE: Groome & Associates, Inc. and Lee K. Groome v. Greenville County Economic
Development Corporation
STB Docket No. 42087**

Dear Secretary Williams:

Enclosed please find an original and eleven copies of Greenville County Economic Development Corporation's Answer in the above referenced proceeding. Please acknowledge receipt of this filing by date stamping the eleventh copy of the filing and returning it to the individual making this filing to return to me. A copy of this filing has been served today on all parties of record to this matter by hand delivery.

Please feel free to contact me if you have any questions.

Sincerely yours,



William A. Mullins

Enclosures

cc: All parties of record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB Docket No. 42087

**GROOME & ASSOCIATES, INC., AND LEE K. GROOME
v.
GREENVILLE COUNTY ECONOMIC DEVELOPMENT CORPORATION**

**ANSWER AND RENEWED MOTION TO DISMISS BY
GREENVILLE COUNTY ECONOMIC DEVELOPMENT CORPORATION**

Pursuant to the order of the Surface Transportation Board ("Board" or "STB") in this proceeding served October 12, 2004, Greenville County Economic Development Corporation ("GCEDC"), defendant herein, hereby submits its Answer and Renewed Motion to Dismiss this proceeding. To the extent used herein, "G&A" means complainant Groome & Associates, Inc., and "Mr. Groome" means complainant Lee K. Groome. Together, G&A and Mr. Groome are referred to as "Complainants." "Complaint" means the alleged formal complaint submitted to the Board on Complainants' behalf by S. Jahue Moore under cover letter dated May 17, 2001 and received at the Board on May 23, 2001.

ANSWER

GCEDC hereby responds to the numbered paragraphs of Complainants' Complaint as follows:

1. Denied. GCEDC has no current knowledge whether Complainants or either of them currently owns property in said location.

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2. Admitted in part; namely, admitted that GCEDC acquired in June 1999 an inactive rail line which in part lies in proximity to a plant site currently or previously owned by Complainants or either of them.
3. Denied.
4. Denied. GCEDC has no direct information about what Complainants have been informed about or what Complainants or either of them believes. Further denied on grounds that Complainants' beliefs are irrelevant.
5. Admitted in part and denied in part; namely, admitted that Complainants submitted a document to the Board purporting to be a formal complaint, but denied that said document was "formally file[d]" or a "formal complaint."
6. Denied.
7. Denied.

All allegations not specifically admitted above are generally denied.

AFFIRMATIVE DEFENSES

1. The applicable statute of limitations has expired.
2. Complainants have failed to mitigate their alleged damages.
3. The Complaint was not properly filed until, at least, October 12, 2004.
4. At all times pertinent to the Complaint, GCEDC or its predecessor in interest had a reasonable, valid and continuing embargo against rail service on the involved rail line. Complainants were aware of same and acceded thereto for some or all of the period for which damages are claimed and, accordingly, cannot claim damages for that period.

-
5. By obtaining revocation of GCEDC's abandonment exemption in 2003, Complainants became at least partially responsible for their own losses, if any such losses are proven.
 6. By failing to file and prosecute a proper formal complaint at an earlier date or in the proper forum, Complainants failed to mitigate their alleged damages.
 7. GCEDC has made reasonable efforts since acquiring the rail line to obtain the funding necessary to restore the line to safe and serviceable condition, and the failure of such efforts thus far to generate sufficient funds to restore the rail line to safe and serviceable condition justifies the embargo of rail service and satisfies GCEDC's common carrier obligation.
 8. The commodities shipped by Complainants were subject to an exemption from regulation by the STB, eliminating any common carrier obligation as to handling those shipments.
 9. Complainant is equitably estopped from obtaining relief as Complainant knew the line was out of service before GCEDC bought it, knew the cost of making the repairs was substantial and that GCEDC had no funds to make the repairs, knew that the revenues produced by Complainant or any other shipper were not adequate to offset the cost of restoring service, knew that prospects for future revenues were minimal, and knew that GCEDC was acting reasonably under the peculiar circumstances of this case.
 10. Complainants' claim is barred by res judicata and collateral estoppel.

RENEWED MOTION TO DISMISS

GCEDC hereby renews its Motion to Dismiss this matter filed September 29, 2004.



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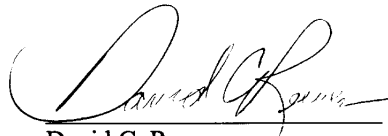
Attorneys for Greenville County Economic
Development Corporation

Dated: November 8, 2004

CERTIFICATE OF SERVICE

I hereby certify that on November 8, 2004, a true copy of the foregoing "Answer and Renewed Motion to Dismiss" was served by hand on:

Richard H. Streeter
BARNES & THORNBURG
750 Seventeenth Street, NW
Suite 900
Washington, DC 20006.

A handwritten signature in black ink, appearing to read "David C. Reeves", is written over a horizontal line.

David C. Reeves
Attorney for Greenville County Economic
Development Corporation