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February 9, 2005

Hon. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20412-0001

ENTERED
Office of Proceedings

FEB 11 2005

Part of
Public Record

RE: Finance Docket No. 34655, Georgia & Florida RailNet,
Inc.—Acquisition and Operation Exemption—Georgia
Department of Transportation

Dear Secretary Williams:

I am writing on behalf Georgia & Florida RailNet, Inc. (GFRR), a class III rail carrier. On or about April 8, 2005, GFRR intends to acquire and initiate operations as a rail common carrier over a permanent irrevocable easement on railroad property to be acquired by the Georgia Department of Transportation (GDOT), a noncarrier. GDOT will acquire the subject property which extends from Nashville, GA to the City of Willacoochee, GA, from the City of Willacoochee. The gross annual revenues that GFRR will have after the consummation of this transaction are expected to exceed \$5 million.

By this instrument, and through its designated counsel, GFRR hereby certifies that, as of February 8 2005, GFRR has complied with the advance notice requirement for a rail line transaction as prescribed by 49 CFR §1150.42(e). Specifically, and as is set forth in the attached documents, notice of the proposed transaction fully conforming to the provisions of 49 §1150.42(e) has been posted at the workplaces of employees on the affected lines and distributed to GFRR's employees. There are no labor unions with employees on the affected lines.

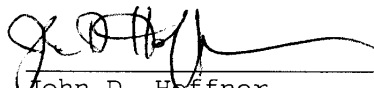
Very shortly, GFRR will file with the Board the appropriate notice of exemption pursuant to 49 CFR §1150.41 governing the

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proposed acquisition and operation of the rail line described in
the attached documents.

Any questions regarding the certification or the
anticipated notice of exemption and any filing related thereto
should be addressed to the undersigned, GFRR's designated
counsel.

Respectfully submitted,



John D. Heffner

Counsel for Georgia & Florida
RailNet, Inc.

Attachment

NOTICE OF INTENT TO ACQUIRE RAIL LINES

PURSUANT TO 49 U.S.C. 10901 AND
49 CFR 1150.32(e)

Pursuant to Surface Transportation Board regulations at 49 CFR 1150.32(e), Georgia Department of Transportation (GDOT), a noncarrier, hereby offers notice to employees of Georgia & Florida Railnet, Inc. (GFRR) that on or before April 9, 2005, GDOT proposes to purchase from GFRR and from the City of Willacoochee, and Langboard, Inc. (collectively, the City) the following rail lines, collectively called the Nashville Line, including yard and ancillary tracks and structures:

The subject track to be purchased from GFRR extends from Valdosta, GA at milepost 30.6 to Nashville, GA at milepost 57.2, a distance of 26.6 miles. The subject track to be purchased from the City extends from Nashville, GA at milepost 57.2 to Willacoochee, GA at milepost 73.8, a distance of 16.6 miles.

The total mileage to be purchased is approximately 43.2 miles. GFRR will continue to operate over the segment extending from Valdosta, GA to Nashville, GA, and it will initiate operations over the segment extending from Nashville, GA to Willacoochee, GA.

GFRR does not anticipate any new hires. These are the positions currently filled:

1. Engineer(s) at an annual salary of approximately \$34-51,000.
2. Trainmen at an annual salary of approximately \$32-48,000.
3. Maintenance of way personnel at an annual salary of approximately \$23-37,000.

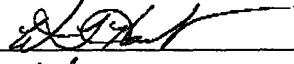
GFRR will offer:

- Dental, medical, and disability insurance
- Expense reimbursement
- Holidays
- Earned time off in lieu of vacation, sick, and certain other types of leave
- Family and medical leave

- Jury duty
- Military leave
- 401(k) plan

GFRR will select any new employees on the basis of:

- Current certifications held
- Railroad job knowledge
- Skills and ability
- Previous work experience

Any GFRR employee interested in further information concerning positions available should contact 

February 8, 2005

(229) 435-6629