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RECEIVED



October 6, 2005

VIA HAND DELIVERY - RETURN COPY

Hon. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW (7th fl.)
Washington, DC 20423-0001

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Office of Proceedings
OCT 6 2005
Part of
Public Record

Dear Secretary Williams:

Enclosed for filing in STB Docket No. 914X, McCloud Railway Company—Abandonment and Discontinuance of Service Exemption—In Siskiyou, Shasta and Modoc Counties, CA, are the original and ten copies of the Notice of Intent to File Offer of Financial Assistance of Seaside Holdings, Inc., of Palm Beach Gardens, Florida 33410.

Additional copies of this letter and of the Notice are enclosed for you to stamp to acknowledge your receipt of them and to return to me via the messenger.

By copy of this letter, service is being effected upon counsel for McCloud Railway Company.

If you have any question concerning the foregoing or if I otherwise can be of assistance, please let me know.

Sincerely yours,


Fritz R. Kahn

enc.

cc: Thomas F. McFarland, Esq.

BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.

STB Docket No. AB-914X

MCCLOUD RAILWAY COMPANY
—ABANDONMENT AND DISCONTINUANCE OF SERVICE EXEMPTION
IN SISKIYOU, SHASTA, AND MODOC COUNTIES, CA

NOTICE OF INTENT TO FILE
OFFER OF FINANCIAL ASSISTANCE

ORIGINAL



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Public Record

Seaside Holdings, Inc., of Palm Beach Gardens, Florida 33410, pursuant to 49 U.S.C. 10904(c) and 49 C.F.R. 1152.27(c)(2)(I), hereby formally expresses its intent to file an offer of financial assistance by purchasing the approximately 80-mile lines of railroad proposed to be abandoned.

By copy of this Notice, Seaside Holdings, Inc., pursuant to 49 C.F.R. 1152.27(a), asks the McCloud Railway Company to provide it with copies of the most recent report on the physical condition of the line, the carrier's estimate of the net liquidation value of the line, with supporting data, including but not limited to identification of the parcels of land underlying the rights-of-way which are owned in fee and those which are easement grants, the lengths, weight, age and condition of the relay, reroll and scrap rails, the reusable and scrap ties, and any other information deemed relevant to calculate the net liquidation value of the lines and the minimum purchase price which the railroad seeks.

Respectfully submitted,

SEASIDE HOLDINGS, INC.

By its attorney,



Fritz R. Kahn

Fritz R. Kahn, P.C.

1920 N Street, NW (8th fl.)

Washington, DC 20036-1601

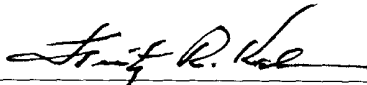
Tel.: (202) 263-4152

Dated: October 6, 2005

CERTIFICATE OF SERVICE

I certify that I this day served a copy of the foregoing Notice upon the McCloud Railway Company by mailing a copy by prepaid first-class mail and facsimile transmitting a copy to its representative, Thomas F. McFarland, Esq.

Dated at Washington, DC, this 6th day of October 2005.



Fritz R. Kahn