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2/15/09

December 15, 2005

Of Counsel to:

Vuono & Gray LLC

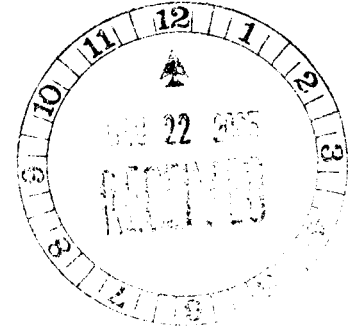
2310 Grant Building

Pittsburgh, PA 15219

(412) 471-1800

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Vernon A. Williams, Secretary
Surface Transportation Board
Mercury Bldg., #711
1925 K Street, N.W.
Washington, DC 20423-0001



Re: Finance Docket No. 34807; Richard D. Robey – Continuance in Control –
Susquehanna Valley Railroad Corporation and Stourbridge Railroad Company – Verified Notice
of Exemption

Dear Sir:

Enclosed for filing in the above captioned proceeding, please find the original and ten
copies of the Richard D. Robey – Continuance in Control- Susquehanna Valley Railroad
Corporation and Stourbridge Railroad Company – Verified Notice of Exemption. A check in the
amount of \$1,400 is enclosed in payment of the Board's filing fee for the exemption notice.

Please time stamp the copy of this letter and return it in the enclosed self addressed,
stamped envelope. Should you have any further questions in connection with this exemption
notice, please contact the undersigned.

Very truly yours,

Office of the Secretary
Surface Transportation Board

RICHARD R. WILSON, P.C.

Richard R. Wilson, Esq.

Attorney for Susquehanna Railroad Company and
Richard D. Robey

RRW/bab

Enclosures

xc: Susquehanna Valley Railroad Corp.

Before the
Surface Transportation Board

Finance Docket No. 34807

RICHARD D. ROBEY- CONTINUANCE IN CONTROL -
SUSQUEHANNA VALLEY RAILROAD CORPORATION
AND STOURBRIDGE RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. §1180.2 (d)(2)



Respectfully submitted,

Richard R. Wilson, Esq.
Richard R. Wilson, P.C.
127 Lexington Avenue, Ste. 100
Altoona, PA 16601
Tel: (814) 944-5302
Fax: (814) 944-6978

Counsel for Petitioner

Dated: December 15, 2005

Before the
Surface Transportation Board

Finance Docket No. 34807

RICHARD D. ROBEY- CONTINUANCE IN CONTROL -
SUSQUEHANNA VALLEY RAILROAD CORPORATION
AND STOURBRIDGE RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. §1180.2 (d)(2)

Richard D. Robey files this Verified Notice of Exemption and in support thereof states as follows:

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

2. Mr. Robey has incorporated Susquehanna Valley Railroad Corporation, (hereinafter "SVRC"), a new non-operating, holding corporation which he will own and control. At present, Mr. Robey is the sole shareholder and owner of eight Class III common carrier railroads: Juniata Valley Railroad Company, Lycoming Valley Railroad Company, Nittany & Bald Eagle Railroad Company, North Shore Railroad Company, Wellsboro & Corning Railroad Company, Union County Industrial Railroad Company, Shamokin Valley Railroad Company, and Stourbridge Railroad Company. These railroads do not connect with each other and are not intended to connect with other rail lines owned and operated by Mr. Robey. In a related transaction, SVRC has filed a Verified Notice of Exemption to acquire control of seven of those short line railroads in Finance Docket No. 34806 pursuant to 49 C.F.R. §1180.2 (d)(3). However, Stourbridge Railroad Company will not be acquired by SVRC in Finance Docket No.

34806. As a result of that transaction, SVRC will acquire control of seven Class III railroads from Mr. Robey and Mr. Robey will continue to exercise direct control over Stourbridge Railroad Company and through SVRC control over the other seven short line railroad companies he presently owns.

3. In order to claim the §1180.2(d)(2) exemption, §1180.4(g) requires the filing of a Verified Notice of Exemption furnishing the following information:

- A. Applicant: 49 C.F.R. §1180.6(a)(1)(i)
Name: Richard D. Robey
Address: 356 Priestly Avenue
Northumberland, PA 15857
Telephone: (570) 473-7949

Legal counsel to whom questions should be addressed:

Richard R. Wilson, Esq.
127 Lexington Avenue, Ste. 100
Altoona, PA 16601
Tel: (814) 944-5302
(for Petitioner)

- B. Schedule for consummation: 49 C.F.R. §1180.6(a)(1)(ii)
On or after January 1, 2006
- C. Purpose to be accomplished by the transaction: 49 C.F.R. §1180.6 (a)(1)(iii)
To exempt from STB authorization Mr. Robey's continued direct control of Stourbridge Railroad Company and his continued control of seven Class III railroads through SVRC.
- D. State(s) where proposed operations will be conducted: 49 C.F.R. §1180.6 (a)(5)
New York and Pennsylvania

- E. Map showing location of the Class III carriers over which Mr. Robey will retain control: 49 C.F.R. §1180.6(a)(6)

Attached hereto as Exhibit A

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

Not Applicable

4. This continuance in control proceeding is exempt from environmental reviews under 49 C.F.R. §1105.6 (c)(2)(i) because the proposed action will not cause any operating changes that exceed the thresholds 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 property subject to Board jurisdiction that are fifty years old or older. Accordingly, no historic report is required.

5. Labor protection required: None. Under 49 U.S.C. §11326 transactions between Class III carriers are not subject to labor protection.

Respectfully submitted,



Richard R. Wilson, Esq.

Richard R. Wilson, P.C.

127 Lexington Avenue, Ste. 100

Altoona, PA 16601

Tel: (814) 944-5302

Counsel for Petitioner

December 15, 2006

JUNIATA VALLEY RAILROAD
LYCOMING VALLEY RAILROAD
NORTH SHORE RAILROAD
NITTANY & BALD EAGLE RAILROAD

Main Business Office
 356 Priestley Avenue
 Northumberland, PA 17857
 Phone (570) 473-7949
 Fax (570) 473-8432
 Web Site www.nshr.com

SHAMOKIN VALLEY RAILROAD
STOURBRIDGE RAILROAD
WELLSBORO & CORNING RAILROAD
UNION COUNTY INDUSTRIAL RAILROAD

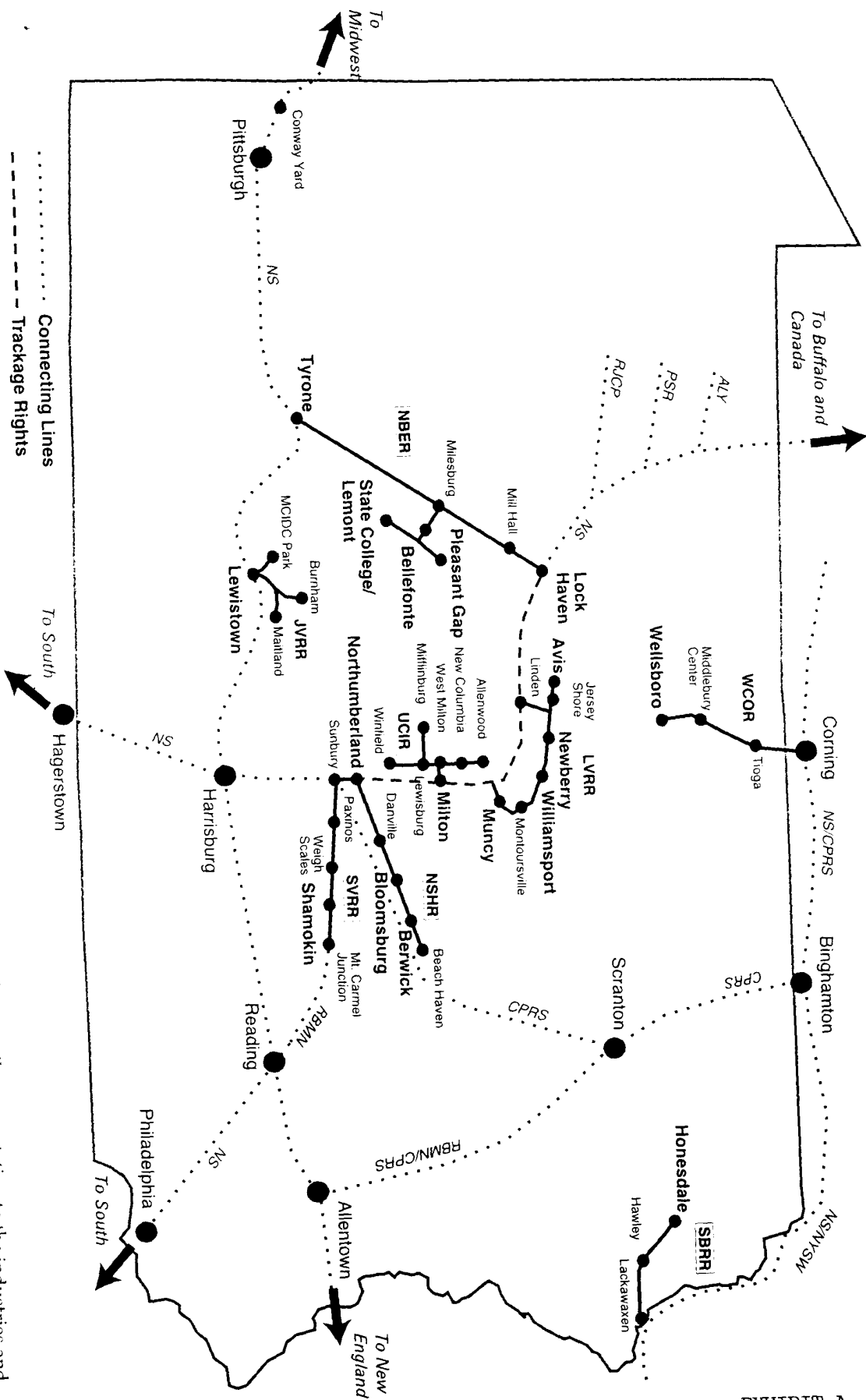


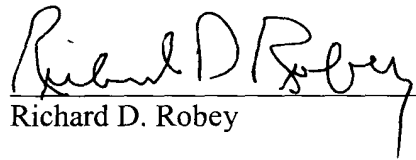
EXHIBIT A

The eight railroads of the NORTH SHORE SYSTEM are dedicated to providing the highest standards of efficient rail transportation to the industries and communities we serve. Contact us. We would like to provide innovative solutions to your shipping needs using modern railroad and intermodal transportation.

VERIFICATION

I, Richard D. Robey, under penalty of perjury state that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file the foregoing Verified Notice of Exemption – Acquisition of Control.

Executed on 12-15-, 2005.


Richard D. Robey