

Law Offices of
Louis E. Gitomer
600 Baltimore Avenue
Suite 301
Towson, MD 21204
(202) 466-6532
Lou_Gitomer@verizon.net

June 27, 2006



Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Room 700
Washington, D. C. 20423

RE: Docket No. AB-55 (Sub-No. 664X), *CSX Transportation, Inc.* –
Abandonment Exemption-in Anderson County, SC

Dear Secretary Williams:

Enclosed are the original and 10 copies of a two volume Motion to File Response and Response in the above-entitled proceeding and a computer diskette in containing the Motion to File Response and Response.

Please time and date stamp the additional copy of this letter and the Motion and return them with our messenger. Thank you for your assistance.

If you have any questions please call or email me.

Sincerely yours

Louis E. Gitomer
Attorney for: CSX Transportation, Inc.

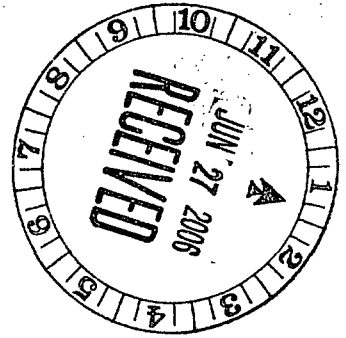
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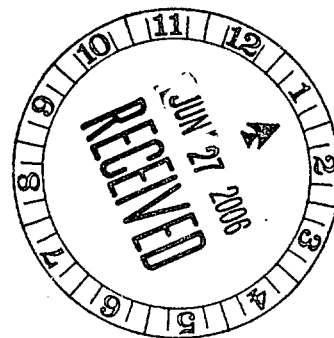
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Enclosures

BEFORE THE
SURFACE TRANSPORTATION BOARD



Docket No. AB-55 (Sub-No. 664X)

CSX TRANSPORTATION, INC.-ABANDONMENT EXEMPTION-
IN ANDERSON COUNTY, SC

CSX TRANSPORTATION, INC. MOTION FOR LEAVE TO FILE RESPONSE AND
RESPONSE

VOLUME I

Steven C. Armbrust, Esq.
Counsel
CSX Transportation, Inc.
500 Water Street (J150)
Jacksonville, FL 32202
(904) 359-1229

Louis E. Gitomer, Esq.
600 Baltimore Avenue
Suite 301
Towson, MD 21204
(202) 466-6532

Attorneys for: CSX TRANSPORTATION,
INC.

Dated: June 27, 2006

BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. AB-55 (Sub-No. 664X)

CSX TRANSPORTATION, INC.—ABANDONMENT EXEMPTION—
IN ANDERSON COUNTY, SC

CSX TRANSPORTATION, INC. MOTION FOR LEAVE TO FILE RESPONSE AND
RESPONSE

CSX Transportation, Inc. (“CSXT”) respectfully requests the Surface Transportation Board (“Board”) to permit CSXT to file a Response to the protests filed in this proceeding. In the Response portion of this pleading, CSXT demonstrates that the Petition for Exemption filed on April 28, 2006 (the “Petition”) contains all of the information required for the Board to grant CSXT an exemption under 49 U.S.C. § 10502 to abandon a 12.74-mile rail line between milepost AKL 26.26, near Belton, the end of the line, and milepost AKL 39.00, near Pelzer, on the Southern Region, Florence Division, Belton Subdivision, in Anderson County, SC (the “Line”) from the prior approval requirements of 49 U.S.C. § 10903, and that the arguments raised by protestants are baseless.

MOTION FOR LEAVE TO RESPOND

CSXT contends that the protestants have not demonstrated significant harm would occur if the Petition were granted. However, there are certain allegations made in the Protests that require response because they are inaccurate or require further explanation.

The Board has accepted timely filed responses in abandonment proceedings when the information will provide a more complete record. See *The Cincinnati, New Orleans and Texas*

Pacific Railway Company–Abandonment Exemption–in Roane County, TN, STB Docket No. AB-290 (Sub-No. 236X) (STB served December 2, 2005). The discussion and argument contained in the following response provide for a more complete record. Therefore, CSXT respectfully requests that the Board accept the following Response.

RESPONSE

Protests seeking denial of the Petition have been filed by Anderson County (the “Anderson Protest”), Belton Metal Company (“Belton Metal”) (the “Belton Protest”), Owens Corning (the “Owens Corning Protest”), Tri County Fertilizer and Specialty Co., Inc. (“Tri County”) (the “Tri County Protest”), Vulcan Materials Company (“Vulcan”) (the “Vulcan Protest”), and Pickens Railway Company (“Pickens”) (the “Pickens Protest”).¹ Belton Metal is located on the Line. Owens Corning and Tri County are located on Pickens. Vulcan has not used rail service. The Line is located in Anderson County. Pickens interchanges traffic with CSXT at Belton, SC.

I. BACKGROUND

CSXT filed the Petition to abandon the Line because the limited local traffic on the Line results in a loss of about \$118,000 to CSXT. Petition, Volume I at 94. The Line is operated as excepted track (*See* 49 C.F.R. §213.4) and requires an expenditure of between approximately \$915,960 and \$1,068,840 to rehabilitate it to Federal Railroad Administration (“FRA”) Class 1 condition. Petition, Volume I at 74. For over a year, CSXT has unsuccessfully explored and negotiated various options for transferring the Line by sale or lease to Pickens.

There are only two active shippers located on the Line, Belton Metal located at milepost AKL 34.0, and Belton Industries (“Industries”) located at milepost AKL 26.3. Belton Metal

originated 16 carloads of scrap metal on the Line in 2005.² In 2005, Industries received 70 carloads of Polypropylene and originated one outbound carload of Polypropylene. The local traffic generated revenues of \$178,290 in 2005. Petition, Volume I at 94. Additional local revenue on the Line of \$15,789 was generated by intra-plant switching and the lease of track space for storage by the shippers. *Id.* In the first quarter of 2006, Belton Metal originated five carloads and Industries received 17 carloads. Petition, Volume II at 13.

In the Petition, the costs to rehabilitate the Line were presented in the Verified Statement of Mr. Hunnicutt (Petition, Volume I at 69-77), a description of the operations over the Line was presented in the Verified Statement of Mr. Allen (Petition, Volume I at 79-82), and the analysis of the costs and revenues was presented in the Verified Statement of Ms. Preslar (Petition, Volume I at 84-96 and Volume II).

At Belton Yard, about 2.14 miles north of the end of the Line, CSXT interchanges traffic with Pickens. The traffic that is interchanged with Pickens is overhead traffic on CSXT and can be rerouted over the Norfolk Southern Railway Company (“NS”) for interchange to Pickens from NS at Anderson, SC, instead of from CSXT at Belton Yard. It is within each shipper’s discretion as to whether it will elect to use the rerouting over NS. Traffic that originates on CSXT in many instances could originate on NS and be directly interchanged to Pickens at Anderson.

Local traffic on the Line would have resulted in an avoidable loss of \$118,717 in 2005. In making the Forecast Year analysis, CSXT has estimated that Belton Metal’s traffic would

¹ When referring to all of the protests, CSXT will use the term the “Protests.”

² CSXT notes that the switch track to Belton Metal was unavailable for six months in 2005. Belton Metal is responsible for the maintenance of the switch track. The switch track was so overgrown with vegetation that CSXT trains could not reach Belton Metal’s facility. However, CSXT does not know whether the Belton Metal volume of traffic would have increased had Belton Metal kept its switch track open.

double because CSXT does not expect the switch track to be unusable.³ Even with 103 carloads, local traffic on the Line would only generate \$215,868 in revenues and would result in an avoidable loss of \$108,013. See Petition, Volume I at 94. Ms. Ellen M. Preslar analyzed and justified the revenues and costs for the Line. Her traffic projections are based on the historic traffic levels on the Line, not some unexplained annualizing of seasonal traffic as Pickens has done. Moreover, Ms. Preslar's analysis has not been challenged in any of the Protests.

As a result of the limited revenue generated by the local traffic on the Line, CSXT has operated the Line as excepted track, with a maximum operating speed of 10 miles per hour as permitted by FRA. There are portions of the Line which CSXT operates at less than 10 miles per hour. The Line must be restored to FRA Class 1 standards for efficient operation and to avoid derailments. Mr. M.P. Hunnicutt, the Roadmaster responsible for the physical condition of the Line, estimated the cost of rehabilitating the Line to FRA Class 1 condition to be between \$915,960 and \$1,068,840. Petition, Volume I at 69-77. Contrary to Pickens' baseless and erroneous assertions, as explained later, Mr. Hunnicutt is very familiar with the Line, since he and his assistants are required to inspect it on a regular basis as excepted track.⁴ Because of the continuous low local traffic levels resulting in insufficient revenues, it has been years since the Line was rehabilitated. Although the rail does not require replacement, significant tie and ballast replacement is necessary to stabilize the Line, as well as resurfacing of the Line once the ties are replaced. Ties and ballast must be replaced on the Line and at the switch points on the Line. In addition, the existing wooden road crossings must be renewed and replaced with asphalt

³ Based on the volume of Belton Metal traffic of five carloads in the first quarter of 2006, CSXT believes that it may well have substantially over estimated the volume of traffic generated by Belton Metal.

crossings.

Mr. Allen, the trainmaster for the Line, described the full operation and time required for the crew to originate service in Greenville, SC and to travel from Greenville, SC to Belton Yard and back to Greenville, including the operations that occur in and around Greenville. Because of Mr. Allen's familiarity with the operations necessary to reach the Line and over the Line, he presented a realistic description of the operations. In calculating the cost of operating over the Line, Ms. Preslar conservatively concluded that the round trip operation between Greenville and Belton, including service to the shippers on the Line would take 4.548 hours, and based her costs on that amount of time. See Petition, Volume II at 4.

CSXT filed the Petition on April 28, 2006. The Board served a decision and published notice of the filing of the Petition in the Federal Register on May 18, 2006. 71 Fed. Reg. 28916.

CSXT received requests for information for use in filing an offer of financial assistance ("OFA") to purchase the Line for continued rail service or to subsidize operations over the Line from Pickens on April 16, 2006,⁵ Anderson County on May 9, 2006, and Western Carolina

⁴ Pursuant to 49 C.F.R. § 213.233(c), excepted track is required to be inspected on a weekly basis.

⁵ By letter dated May 16, 2006, Pickens requested certain information from CSXT pursuant to 49 C.F.R. § 1152.27(a). Section 1152.27(a) requires parties seeking to abandon a line to "provide promptly upon request to a party considering an offer of financial assistance to continue existing rail service" certain information. CSXT complied with the Pickens' request and provided the requested information to Pickens for use in the OFA process. See May 26 letter to Pickens and the letter to the Board dated May 26, 2006, both contained in Exhibit B.

Attached to the Pickens' Reply dated June 7, 2006, are the inspection reports (See Addendum 3) and select portions of the appraisal (See Addendum 4 and Addendum 5) that CSXT provided to Pickens pursuant to 49 C.F.R. 1152.27(a). CSXT provided this information to Pickens solely for the purpose of assisting Pickens in the preparation an OFA to acquire or subsidize the Line. Contrary to the Board's regulations, the stated purpose for which Pickens sought the information, and the specific purpose that CSXT provided the information to Pickens, Pickens has elected to submit portions of this information in its Reply.

Railway Service Corporation, on May 24, 2006,. The requests are contained in Exhibit A.

CSXT responded to these requests on May 26, 2006 (See Response letters in Exhibit B).

Another request for information to be used in filing an OFA was made by Seaside Holdings, Inc. by letter dated June 8, 2006. CSXT is in the process of responding to this request. On June 7, 2006, opposition to the proposed abandonment was filed by Anderson County, Belton Metal, Owens Corning, Tri County, Vulcan, and Pickens.

II. ARGUMENT

A. Pickens' generalities do not support denial of the Petition.

Pickens has made numerous baseless arguments opposing the abandonment. CSXT will respond to those arguments in the order presented by Pickens.

1. CSXT is seeking to abandon the Line because of the burden continued operation will impose on CSXT and interstate commerce.

CSXT has carefully analyzed the financial impact of continuing to operate the Line, and has concluded that the Line requires substantial rehabilitation, that the local traffic on the Line results in avoidable costs, and that the overhead traffic on the Line does not generate sufficient revenues to justify the cost of rehabilitating the Line.

Where two railroads provide competitive service, abandonment of one of the lines has been permitted. *Abandonment of Carthage & Pinehurst R. R.*, 70 I.C.C. 774 (1921); *Abandonment of Branch Line by B. & O. R. R.*, 71 I.C.C. 386 (1922).

Pickens theory that where two railroads are competing, neither railroad can cease service

These documents submitted by Pickens do not prove what Pickens claims they do. Therefore, CSXT does not move to strike its own documents. However, CSXT is concerned that the misuse of such information will result in delay and the demand for protective orders to prevent future parties from abusing the Board's process in claiming to seek information for the OFA process and turning around and using it to oppose the abandonment.

because it will reduce competition is absurd. The Board is frequently presented with requests by trackage rights operators to discontinue service and grants those requests. Under Pickens theory, trackage rights could not be discontinued because there would be a reduction in competition. Another absurd result of the adoption of Pickens' theory would be the inability of a railroad incurring avoidable costs or facing high rehabilitation costs not covered by projected revenues to abandon service to a point that it serves with another railroad. In this proceeding, Pickens will be able to continue to interchange traffic with NS and serve its customers.

a. Traffic levels are not significant and increasing.

Pickens argues that traffic on the Line is significant and increasing. Pickens Protest at 4. Pickens is wrong.

In 2005, 87 carloads originated or terminated on the Line (Petition, Volume I, at 94). CSXT estimates that traffic originating or terminating on the Line will increase to 103 carloads in the Forecast Year (Petition, Volume I, at 94). Pickens does not question these volumes. Instead, Pickens mistakenly annualizes the overhead traffic on the Line based on the traffic volume for the first three months of 2006 to reach its conclusion that traffic levels are increasing. Pickens states "this number has increased substantially for 2006, rising to approximately 1,068, *on an annualized basis.*" Pickens Protest at 3 (emphasis added).⁶ Pickens does not justify annualizing traffic because it cannot. Ms. Preslar has reviewed CSXT's traffic statistics for 2004 and 2005 in her verified statement in Exhibit C. She has shown that the overhead traffic on the Line is substantially higher in the first quarter than in the third and fourth quarters for 2004 and 2005. In addition, overhead traffic on the Line for the first quarter of 2004 was substantially

higher than the second quarter of 2004. Annualizing the overhead traffic on the Line based on the first quarter of the year is not justified based on historical trends. Pickens has not explained why historic trends no longer apply. Not only has Pickens tried to justify its claimed increase in traffic on false premises, but Pickens failed to survey its own customers to determine whether or not they foresee an increase in traffic. There is no justification for the growth in traffic assumed by Pickens; it is mere speculation. Where faced with a choice of future traffic projections between historic traffic levels and speculative levels, the Board has used “an historically based traffic level ... for use in projecting forecast year revenues.” *Idaho Northern & Pacific Railroad Company—Abandonment Exemption—in Wallowa and Union Counties, OR*, STB Docket No. AB-433X (STB served March 12, 1997) at 5.

There are two additional critical flaws in Pickens’ traffic argument.

First, Pickens merely talks about traffic increases. Pickens has not even attempted to translate its speculative traffic levels into revenues and costs, the factors that the Board considers instead of merely counting carloads. *See Abandonment of R. Lines & Discontinuance of Serv.*, 354 I.C.C. 129, 133 (1976).

Second, Pickens decided only to annualize the overhead traffic on the Line. Had Pickens annualized the 22 carloads of local traffic (Petition, Volume II at 13), local traffic for the Forecast and Subsidy Years would have decreased to 88 carloads, instead of the 103 that CSXT has used to calculate avoidable costs in those years.

b. Shippers served by Pickens will retain rail service.

Pickens argues that abandonment of the Line by CSXT will result in a reduction in rail

⁶ As with many other inaccuracies in Pickens Protest, the cite in footnote 3 on page 4 to CSXT’s Petition is wrong. Pickens obviously means to use the first quarter traffic for 2006 as the basis

options for the shippers located on Pickens' line and served only by Pickens.

The shippers on Pickens' line are served by Pickens for the pick-up and delivery of freight today and will continue to be served by Pickens after abandonment by CSXT. Although Pickens is a junction settlement carrier with CSXT, that does not make the shippers on Pickens line "local" to CSXT.

First, a junction settlement carrier is one that has agreed in advance to accept a specific division of revenue and has agreed that the other railroad will incur the entire administrative burden such as quoting rates, billing, collecting payments and forwarding revenue to Pickens.⁷ However, the status of the revenue divisions does not determine whether traffic is local or overhead. Local traffic has been considered "cars that either begin or complete their rail service on" a railroad's line and "'overhead' traffic – cars that do not begin or end their rail service on" the railroad's line. *New York Cross Harbor R.R. v. STB*, 374 F.3d 1177, 1179 (D.C. Cir. 2004). The shippers that receive and forward traffic on Pickens' line are not local shippers to CSXT.

Pickens next argument is also unavailing. Pickens claims that for traffic to be rerouted, it must become a three carrier move involving Pickens, NS and CSXT. For a majority of the traffic interchanged from CSXT to Pickens (for example, the Owens Corning 486 cars of limestone and the Tri County 31 carloads of potash) the traffic can be originated by NS and directly interchanged to Pickens. NS can originate limestone in the same area it is originated by CSXT (Anderson, TN in the Tennessee-Alabama border region) and NS can interchange potash originating in Canada with Canadian National in Chicago. Pickens questions the capacity of NS

for its annualization of traffic on the Line. See Petition, Volume II, page 13.

⁷ CSXT notes that under the agreement between CSXT and Pickens, Pickens receives an extremely generous revenue division. CSXT will not reveal this revenue factor because of

to handle what Pickens categorizes as the voluminous rerouted traffic. But, only about 976 cars are involved, which is less than 19 carloads per week and about six carloads per day based on three day per week interchange between Pickens and NS or less than four carloads per day based on five day per week interchange. CSXT questions whether Pickens truly believes that NS does not have the capacity to transport and interchange an additional four to six cars per day with Pickens.

Aside from the facts undercutting Pickens' argument, the law is also contrary to Pickens position. "In fact, the rerouting of overhead traffic is a matter of managerial discretion that requires no regulatory authorization and can be accomplished even where abandonment authority is denied. Thus the routing of overhead traffic is not an issue that would affect the outcome of an abandonment proceeding." *Exemption of Out of Service Rail Lines*, 2 I.C.C.2d 146, 150 (1986). Indeed, "local shippers who are unable to support a railroad cannot demand continued rail transportation simply because the branch is used for movement of through traffic." *People of State of Illinois v. ICC*, 698 F.2d 868, 873 (7th Cir. 1983), quoting *Baltimore & Ohio R. Co. Abandonment*, 354 I.C.C. 240, 244 (1978); *Exemption of Out of Service Rail Lines*, 2 I.C.C.2d 146, 150 (1986).

Pickens also hypothesizes that abandonment will lead to rate increases. "However, carriers can freely raise and lower their rates as required by cost and competitive considerations, subject to regulatory constraints ... whether or not these lines or services are subject to abandonment." *Id.* at 149.

Pickens next argues that Belton Metal and Industries do not have transportation

confidentiality provisions in the agreement. However, if Pickens elected to reduce its revenue factor, CSXT might not have had to file to abandon the Line.

alternatives, further stretching the credibility of the Pickens Protest. It is clear that Belton Metal has alternate truck options. First, when the rail service to Belton Metal was closed for six months in 2005 because Belton Metal failed to maintain its connection to CSXT, Belton Metal used truck service. Second, Belton Metal claims to recycle 4,000 tons per month, but only uses rail service for at most 300 tons per month (based on a generous estimate of three cars per month). The remaining 3,700 tons must move by alternate transportation. CSXT has offered a transload option at Greenville, SC to Belton Industries, and there is no evidence that transload is not an alternate to all rail service.

Pickens next reaches for the argument that alternate truck transportation is not available because the local highways will not be able to handle the volume and the shippers will not be able to handle the increase in the number of trucks. Neither argument has any merit.⁸

For local traffic, even if all projected 103 carloads are diverted, it equates to 258 trucks. Based on a 50 week year, and five day work week, only about five trucks would be added to the Anderson Counties per week or one per day.

For overhead traffic, Pickens estimates that maybe 20 percent of rail traffic will be diverted to truck (Pickens Protest at 5 and Sims VS paragraph 14), or about 200 carloads per year. There may be an increase of 500 truckloads per year, which is equivalent to 10 truckloads per week based on a 50-week year or two truckloads per day.

So few trucks (15 per week) would not cause congestion on the highways in Anderson County, and it is difficult to imagine any harm to shippers that already receive truck service. There is no room for Pickens' truck congestion argument, when viewed in light of the low

⁸ The discussion of diversion of rail to truck is based on 2½ trucks being required to carry the volume transported in one rail car.

volume of trucks that would be involved.

2. The Line is not profitable.

As has been demonstrated above, precedent requires that the profitability of the Line should be determined based on local traffic. *People of State of Illinois v. ICC*, 698 F.2d 868, 873 (7th Cir. 1983), quoting *Baltimore & Ohio R. Co. Abandonment*, 354 I.C.C. 240, 244 (1978); *Exemption of Out of Service Rail Lines*, 2 I.C.C.2d 146, 150 (1986). Pickens has not questioned the factors underlying Ms. Preslar's calculations of the revenues attributable and avoidable costs for the local traffic on the Line. Petition, Volume I at 84-96. In addition, Ms. Preslar submitted her work papers further justifying that her calculations were made pursuant to the Board's rules. Petition, Volume II.

In answer to Pickens claim that the overhead traffic makes the Line profitable, it is worth repeating that "local shippers who are unable to support a railroad cannot demand continued rail transportation simply because the branch is used for movement of through traffic." *People of State of Illinois v. ICC*, 698 F.2d 868, 873 (7th Cir. 1983), quoting *Baltimore & Ohio R. Co. Abandonment*, 354 I.C.C. 240, 244 (1978); *Exemption of Out of Service Rail Lines*, 2 I.C.C.2d 146, 150 (1986). Moreover, even including the overhead traffic, which could be rerouted, CSXT does not earn sufficient revenues to cover the cost to rehabilitate the Line.

As has been explained, Pickens is incorrect to attempt to annualize the overhead traffic based on the traffic in the first quarter of 2006 since the traffic is clearly seasonal and the first quarter usually produces substantially more traffic than any other quarter, especially the last two quarters of the year. See Ms. Preslar's verified statement in Exhibit C.

3. CSXT has not overstated the cost of rehabilitation.

CSXT and Pickens have presented the Board with two differing views of the physical

condition of the Line.

CSXT has submitted the testimony of Mr. Hunnicutt (Petition, Volume I at 69-77 and Exhibit D attached hereto). Mr. Hunnicutt is the Roadmaster for the Line and he is responsible for the efficient and safe operation of the Line. Mr. Hunnicutt is qualified to “supervise restorations and renewals of track” as required by FRA. 49 C.F.R. §213.7(a). Pickens submits the verified statement of Mr. Sims, the General Manager of Pickens. There is no indication in Mr. Sims verified statement that he is a qualified track supervisor or track inspector pursuant to the FRA requirements. 49 C.F.R. §213.7(a and b). Mr. Hunnicutt is more qualified than Mr. Sims to judge the condition of the Line and the rehabilitation that is required to upgrade the Line to FRA Class 1 condition.

Mr. Hunnicutt is responsible for the maintenance of the Line and is very familiar with the physical condition of the Line. He physically inspects the Line at least once a month. He reviews and signs off on all of the weekly inspection reports. Mr. Sims has no right to enter the Line or CSXT’s property without the permission of CSXT. Mr. Sims claims “[i]n January 2006, I personally inspected the Line.” Pickens Protest, Sims VS paragraph 17.

Mr. Hunnicutt has no record of Mr. Sims being granted the right to inspect the Line or be on CSXT’s property in January 2006. Since Mr. Sims could not have legally been on CSXT property to inspect the Line in January 2006 there are only two possible conclusions to draw. First, Mr. Sims may have inspected the Line from adjacent property and public crossings. Mr. Sims would not have been able to travel on the Line and his inspection would not have been as meticulous as Mr. Hunnicutt’s inspection. Second, Mr. Sims may have trespassed on CSXT’s property, in which case, the Board should give no weight to his improperly obtained evidence. Pickens states that CSXT has overstated the number of ties necessary to return the Line to FRA

Class 1 condition. However, Mr. Hunnicutt explains that CSXT has a stricter gage requirement than the FRA and to ensure track gage is held, CSXT installs more than the FRA minimum number of ties. “The standard gage of a rail line is between 4 feet 8 inches and 4 feet 10 inches. When the gage reaches 4 feet 10½ inches, trains fall between the tracks. Therefore, to provide a one inch buffer, CSXT system engineering standards do not permit rail gage to exceed 4 feet 9½ inches. To ensure that excepted track will hold CSXT system gage, more than the FRA minimum number of ties must be installed. Therefore, CSXT installs six to eight ties per 39 foot section of track instead of the FRA minimum of five ties for FRA Class 1 track. Adding those extra ties ensures that the track holds gage and avoids costly and disruptive derailments.”

Pickens also relies on the inspection reports that CSXT provided to it for the purpose of filing an OFA to claim that the Line does not require substantial rehabilitation. Either Pickens does not understand the purpose of the inspection reports, or it is misleading the Board. Again, Mr. Hunnicutt explains that the inspection reports are for the purpose of reporting repairs necessary to meet the requirements of FRA for excepted track. “The Line is excepted track, not FRA Class1 track. A railroad may operate over excepted track if trains do not exceed 10 miles per hour, there is no passenger service, no train contains more than five cars containing hazardous materials, and the gage of the track does not exceed 4 feet 10¼ inches. 49 C.F.R. §213.4(e). Unlike Class 1 to 6 track, there are no other roadbed, track geometry, or track structure requirements for excepted track. Therefore, track inspections made to excepted track pursuant to FRA requirements do not report on problems with ties, rail, etc., unless it affects the gage of the rail. Because the Line is excepted track, CSXT only inspects the Line and reports excepted track defects. Hence, as Mr. Sims should well know, the FRA reports that Pickens included with its reply would not reflect tie or rail problems unless they affected the gage of the

track.” Pickens is wrong in claiming that the inspection reports should show tie, ballast or any other problem for excepted track that does not affect the gage of the rail.

Mr. Hunnicutt also explains that once ties are removed and replaced the Line requires resurfacing to maintain a smooth surface on the track.

To upgrade the Line from FRA excepted track to FRA Class 1 track will require a major rehabilitation. Unlike a short line railroad, when CSXT conducts a major rehabilitation, it brings in a road gang and equipment to perform the work.

A track machine, known as a “Tie Remover,” will lift the rail and remove the ties that are going to be replaced. The rail is then lowered. Another machine, known as a “Tie Insertor,” lifts the track, inserts the ties and then lowers the rail again. This continuous lifting and lowering of rail makes the rail uneven. To level the rail, it must be resurfaced once new ties and ballast have been installed, using a machine called a “Tamper.”

Pickens also questions the need for additional ballast on the Line. Mr. Hunnicutt explains that ballast is necessary to maintain the linear integrity of the Line. “When new ties are installed the rail is raised and space is created around the old ties. If additional ballast is not added, then those ties will be left floating in air and they will not provide any support for the rail.” When upgrading a line from excepted to Class 1, ties must be inserted and supported with ballast.

Mr. Sims concludes that only seven crossings need reworking. Mr. Hunnicutt disagrees because of the age of the crossings and poor condition of the wood used in the crossings. Mr. Hunnicutt states, “The road crossings are very old. Instead of asphalt, the crossings have wooden ties, many of which have rotted. We are constantly repairing these crossings by filling in rotted ties with asphalt. All of the crossings suffer from this condition. In order to upgrade the Line to FRA Class 1 condition, the crossings must be renewed by replacing rotting wood ties with asphalt to smooth the crossing.”

Clearly, Mr. Hunnicutt has conducted more detailed and frequent inspections of the Line

than Mr. Sims. In addition, there is no question that Mr. Hunnicutt conducted his inspection on the property and with full permission of CSXT to be on the property. In fact, as part of his job, Mr. Hunnicutt is required to inspect the Line. The Board has given greater weight to detailed inspections. See *R.J. Corman Railroad Company/Pennsylvania Lines—Abandonment Exemption—in Cambria County, PA*, STB Docket No. AB-491X (STB served February 20, 1998).

CSXT has presented more detailed evidence concerning the need and cost to rehabilitate the Line to FRA Class 1 at a cost of between \$915,960 and \$1,068,840.

4. CSXT has not overstated its labor costs.

Pickens argues that CSXT overstated the amount of time needed to serve the Line and therefore overstated labor costs. Pickens Protest at 11. Pickens is wrong.

In his verified statements accompanying the Petition and this response in Exhibit E, Mr. Allen describes the entire operation beginning in Greenville and provides the time for all of the service. However, in costing the service to the Line, Ms. Preslar used 4.548 hours, which included the round trip time from Greenville to Pelzer of one hour, the round trip on the Line of 2.548 hours (12.54 miles in each direction at 10 miles per hour), and one hour to service the shippers on the Line and pick-up from and deliver traffic to Pickens. See Petition, Volume II, page 4.

Pickens suggested that it should take about two hours in each direction to serve the Line compared to the 1.774 hours used by Ms. Preslar. In addition, Pickens stated that some unspecified additional time was required to throw switches and perform brake tests. However, Pickens allotted no time to serve shippers or interchange with Pickens. Unlike Pickens, CSXT does account for the time necessary to serve shippers and interchange traffic. As noted before, Pickens is wrong in its analysis. CSXT contends that the Board should reject Pickens analysis

and accept Ms. Preslar's calculations of CSXT's labor costs.

5. CSXT has not inflated the net liquidation value of the Line.

Pickens claims that CSXT has overstated the net liquidation value of the Line because CSXT has not provided evidence of fee title and because there are some oversized parcels.

CSXT notes that the net track salvage value is fully supported in Ms. Preslar's work papers. Petition, Volume II at 48-55.

In Addendum 4 to Pickens Protest, Pickens submits pages 4 to 6 of the appraisal that CSXT provided to Pickens for use in the OFA process. Pickens has selectively provided the Board information from the appraisal, which when viewed out of context creates an argument, but no substance. In this response, CSXT is submitting a copy of the entire appraisal. "When a writing ... or part thereof is introduced by a party, an adverse party may require the introduction at that time of any other part or any other writing ... which ought in fairness to be considered contemporaneously with it." Rule 106 of the Federal Rules of Evidence. CSXT contends that Pickens has presented a part of the appraisal, and that the Board should be provided with the entire appraisal in fairness. The appraisal is contained in Exhibit G.

Page 2 of the appraisal states that two valuations are performed and that "the second is the estimation of the Net Liquidation Value of the fee parcels." Pages 38-42 of the appraisal fully justify the \$213,438 net liquidation value of the real estate for only those parcels held by CSXT in fee.

Pickens also claims that the net liquidation value of the real estate should be reduced because there are extra-wide parcels. As a result of the abandonment, CSXT will dispose of these parcels. Pickens cites to 49 C.F.R. §1152.34(c)(1)(iii), which is irrelevant because it discusses how to value property that is to be subsidized. Even if relevant, Pickens has failed to

identify the necessary property. Regardless of the width of the parcels, CSXT is entitled to a return on investment in them. Were CSXT required to sell off portions of the right-of-way exceeding a certain width, CSXT would expect to receive less compensation for those parcels than it would receive for the intact right-of-way. Such a fiat would amount to an unlawful taking.

6. CSXT is not misusing the Board's regulations.

Pickens claims that CSXT improperly filed the Petition because the Petition is opposed and there is traffic on the Line. CSXT has not misused the Board's process by filing a petition for exemption instead of an application.

CSXT complied with the requirements of 49 C.F.R. §1152.60. With the Petition, CSXT submitted a case in chief. CSXT justified its costs and revenues, operations, and rehabilitation. CSXT served the Petition on Pickens, Belton Metal, Industries and Anderson County, among others. Protests were filed, and through a misuse of the OFA process, Pickens, in essence, obtained discovery.

There is no question that the local traffic on the Line results in a loss for CSXT. There is no certainty of traffic growth since Pickens' projected traffic growth ignores the history of the Line and is unreliable. The Line must be rehabilitated to FRA Class 1 standards and there is no doubt that the revenue (including revenue from overhead traffic) will not cover the cost of rehabilitation. In granting an exemption that was opposed by the shipper on the Line, the Board stated "Rehabilitation ... would require an expenditure that cannot be justified by limited and speculative future profitability" in deciding to grant the exemption. *CSX Transportation, Inc.—Discontinuance—at Memphis, in Shelby County, TN*, STB Docket No. AB-55 (Sub-No. 618) (STB served October 28, 2002) at 9 ("*Shelby County*"). In *Shelby County*, the local traffic

generated a profit on the line and the Board still granted the exemption. On reopening of *Shelby County*, the Board affirmed its decision to grant the exemption and specifically addressed the issue of rehabilitation when it stated: “[g]iven the record before us, we were satisfied that the certain burden of the large expenditures required for CSXT to rehabilitate the bridge and reinstitute service over the line outweighed the uncertain, unsupported loss that BBB claims it would incur.” *CSX Transportation, Inc.—Discontinuance—at Memphis, in Shelby County, TN*, STB Docket No. AB-55 (Sub-No. 618) (STB served May 15, 2003) at 6.

For the reasons cited above, CSXT has not misused the Board’s regulations in filing the Petition.

B. Abandonment of the Line will not harm Belton Metal.

Belton Metal operates a scrap metal facility on the Line and states that it recycles 4,000 tons per month. Belton Metal claims that abandonment will be “detrimental to the future of our business” even though “over the last several years our rail shipments have been minimal.” Belton Protest at 1.

Belton Metal accepts some blame for the low traffic level because it failed to maintain its switch in 2005, making its facility inaccessible by rail. However, Belton Metal also claims that CSXT did not supply enough rail cars and it “seemed” that the empty rail cars were made available to Belton Metal’s competitor. CSXT attempts to allocate its cars fairly to its customers based on demand and past use. Regardless of the cars supplied by CSXT, Belton Metal obtained rail cars “from a private fleet with the assistance of metal brokers and consumers.” Belton Protest at 1.

In 2005, Belton Metal shipped 16 railcars. Because rail service could not be provided to Belton Metal for six months in 2005, CSXT has projected 32 carloads for Belton Metal in the

Forecast and Subsidy years. Petition, Volume I at 94. At 100 tons per car, Belton Metal would ship 3,200 tons per year by rail. Belton Metal states that it recycles 4,000 tons per month, or 48,000 tons per year. Belton Metal ships less than seven percent (3,200/48,000) by rail. The remaining 93 percent must be shipped by truck since there is no navigable body of water at Belton Metal. At 40 tons per truck, Belton Metal must be using about 1,120 truck loads per year to meet its needs.

Belton Metal claims that “Trucking is a problem due to managing this amount of traffic on our road.” Belton Protest at 1. Belton Metal has elected to overwhelmingly use truck service. Shifting from 32 projected rail carloads per year to truck would yield 80 truckloads, the equivalent of one or two additional truckloads per week, an increase in traffic that should be easily manageable.

Belton Metal uses trucking predominantly today and will retain that option post abandonment.

Finally, Belton Metal contends that CSXT has charged Belton Metal \$6,000 for an Annual Sidetrack Connection Charge. CSXT assesses this fee when traffic volumes fall below a certain level, as did Belton Metal’s in 2005. However, in earlier meetings, CSXT advised Belton Metal that the charge did not need to be paid. By letter dated June 14, 2006, CSXT has agreed to waive the fee. See Exhibit F.

Belton Metal relies heavily on truck transport (over 93 percent) and does have alternate transportation readily available.

C. Owens Corning will not be harmed by abandonment.

Owens Corning is not a shipper on the Line. Owens Corning is located on the Pickens. According to Owens Corning, in 2005 it received 1,008 carloads that were interchanged from NS

to Pickens and 479 carloads that were interchanged from CSXT to Pickens. CSXT interchanges limestone to Pickens for delivery to Owens Corning. The limestone originates on CSXT's line in the vicinity of Anderson, TN.

Owens Corning is concerned that the cost of limestone will increase as a result of the abandonment and inserting NS into the move. Limestone does not move to Owens Corning under a rail transportation contract with CSXT. NS has access to limestone in the area of Anderson, TN that could be shipped to Owens Corning through interchange only with Pickens. CSXT contends that substituting NS as the origin railroad will result in a two carrier move, from the mine via NS to the established interchange with Pickens at Anderson, SC for delivery to Owens Corning. It is apparent that Owens Corning has not explored this option, and perhaps Owens Corning should follow its advice to CSXT and "engage in better marketing efforts for the traffic." Substitution of one two railroad move (NS-Pickens) for another (CSXT-Pickens) should not result in a substantial increase in cost of transportation, unless CSXT has been under pricing its service.

Substituting NS as the origin carrier in place of CSXT will also provide Owens Corning with alternate transportation.

D. Anderson County has specified no harm from the abandonment.

Anderson County contends that the proposed abandonment will result in "substantial harm to the county and its population." However, Anderson County does not question the loss from local traffic, the opportunity cost of retaining the Line, the limited volume of traffic on the Line, or the cost to rehabilitate the Line. Anderson County has not refuted the burden on CSXT and interstate commerce that will result from the continued operation of the Line and the harm to CSXT of having to continue to operate the Line.

Anderson County provides generalized statements about harm that it predicts will occur from the abandonment. “[G]eneralized and speculative prospects for future traffic ... are also not sufficient to warrant requiring continued rail service.” *Sierra Pacific Industries—Abandonment Exemption—in Amador County, CA*, STB Docket No. AB-512X (STB served February 25, 2005), at 4.

Anderson County indicates that abandonment will result in traffic ceasing to move for some shippers. However, based on the comments of the shippers that have participated in this proceeding, it appears that the vast majority of traffic will continue to move by truck or by rail to Pickens in interchange with the NS. Even Pickens stated that it only expected about 20 percent of the rail traffic on its line interchanged with CSXT to stop moving. Pickens Protest at 5. As noted above, over 90 percent of the Belton Metal traffic moves by truck today and 100 percent of its business moved by truck when its track was inaccessible.

Anderson County also states that one or two shippers have told it that rail rates “are likely to rise by at least \$1,000 per car in the short term.” CSXT urges the Board to give no weight to this general statement. Anderson County does not identify the shippers, does not identify the volume of freight, does not indicate whether the shippers are located on the Line, on Pickens, or somewhere else, and does not even state with certainty that the rates will increase. Further, Anderson County indicates that the rate increase may be for the “short term.”

Anderson County next claims that abandonment will result in an additional 4,000 trucks per year on its highways. Being conservative and assuming 50 weeks of business per year and pick-up and delivery only five days per week, there would be 80 trucks per week and only 16 trucks per day added to the Anderson County roads. There is no claim that the Anderson County roads are near capacity. More importantly, Anderson County clearly overstates the diversion to

truck. All of the local and overhead traffic handled by CSXT would have to be diverted to truck to fill 4,000 trucks per year. As noted, Pickens claims a 20 percent diversion to truck, or 800 trucks per year, or 16 per week, and only three per day in a five day work week. There is no claim that the Anderson County roads cannot accommodate three additional trucks per day.

As discussed above, CSXT has submitted all of the evidence that would have been required had it filed an application. Just as in an application proceeding, Anderson County has had an opportunity to file a protest.⁹ This exemption proceeding is no more expeditious than an application proceeding. Compare the requirements of 49 C.F.R. §1152.25(a) of 110 days after the filing of an application for the Board to decide, with the requirements of 49 C.F.R. §1152.27(b)(2) which implicitly indicates that the Board will normally decide a petition for exemption within 110 days of its filing. The information required by an application and the opportunity to oppose the abandonment request have been provided in the Petition. An application would result in no further scrutiny of the proposed abandonment than has been afforded by the Petition.

E. Tri County will not be harmed by the abandonment.

Tri County is located on the Pickens at Honea Path, SC. Pursuant to Addendum 1 to the Pickens Protest, of the 83 carloads Tri County ships and receives, 52 are interchanged by Pickens with NS and 31 with CSXT.

Tri County claims that it may not be able to reroute traffic over NS because of freight rate increases. Tri County does not specify the rate increases or even state that there will be rate

⁹ CSXT does not believe that Anderson County or any of the other protestants have been harmed by having 40 days to protest the Petition instead of the 45 days provided in an application proceeding. As Anderson County notes, it has known that this abandonment was forthcoming.

increases. Moreover, a majority of Tri County's traffic is interchanged with NS today, so that the NS rates must not be so high as to prevent a majority of Tri County's traffic from moving over NS.

Tri County states that it's "potash supply comes from Canada via CSX" and that abandonment of the Line will "make it virtually impossible ... to be competitive with fertilizer grades that contain potash." Tri County is wrong. NS can obtain Canadian potash in interchange with the Canadian National Railroad Company in Chicago and deliver it to Pickens at Anderson, SC for final delivery to Tri County.

Based on its purchase of Due West Oil Mill in Due West, SC, Tri County also claims that it will increase traffic by 30 to 40 cars. Tri County does not specify whether this traffic increase will occur on the Line, at Honea Path or at Due West. Nor does Tri County even indicate that this traffic will move over CSXT. Tri County's proposed rail traffic increase is too speculative and general to be entitled to any weight compared to the burden of continuing to operate the Line on CSXT.

Finally, Tri County claims that some of its customers will not be competitive with large fertilizer retailers because of "higher costs" caused by the abandonment. However, Tri County does not quantify those costs or the customers affected.

The generalities proffered by Tri County do not demonstrate any harm resulting from the abandonment. Rail service to Tri County is still available over the Pickens in conjunction with NS. Today, Pickens interchanges over 62 percent of Tri County's traffic with NS. Tri County will continue to have Pickens-NS rail service available.

CSXT has been negotiating with Anderson County since March 14, 2006, when CSXT advised Anderson County that if not sold, the Line would be an abandonment candidate.

F. Vulcan will not be harmed by the abandonment.

Vulcan does not specify the location of its facility in Anderson County. Vulcan claims to ship “thousands of tons of aggregate ... by truck.” Vulcan claims it is “very concerned of not having the opportunity to utilize Pickens and CSX lines.” Vulcan has had the opportunity to use Pickens’ and CSXT’s rail service and obviously has determined that it is advantageous to use truck service for aggregates. Moreover, if Vulcan is located on Pickens, then Vulcan will be able to use Pickens service in conjunction with NS to ship by rail.

CSXT urges the Board to give no weight to the arguments of a shipper that has clearly elected to use truck service when rail service was available. Vulcan uses truck service as an alternate to available rail service.

G. Granting the Petition is fully justified.

In ruling on abandonment exemptions the Board has stated that: “Under 49 U.S.C. 10903, we must determine whether the present and future public convenience and necessity permit the proposed discontinuance of rail service. In making this determination, we weigh the potential harm to affected shippers and communities from loss of the rail service against the present and future burden that continued operations would impose on the railroad and on interstate commerce. *See Colorado v. United States*, 271 U.S. 153, 168 (1926).” *CSX Transportation, Inc.—Discontinuance—at Memphis, in Shelby County, TN*, STB Docket No. AB-55 (Sub-No. 618) (STB served May 15, 2003) at 3.

There is a burden on CSXT from continuing to operate the Line. CSXT must expend between approximately \$915,960 and \$1,068,840 to rehabilitate it to FRA Class 1 condition. Local traffic on the Line has resulted in an avoidable loss of \$118,717 in the Base Year and \$1,067,249 in the Subsidy Year. If local traffic is insufficient to support the Line, then the Line

is a burden on the railroad and interstate commerce.

In the Subsidy Year, the Line will incur a loss of \$811,898 when overhead traffic is considered. Overhead traffic can be rerouted, and even Pickens projects that 80 percent of it will be rerouted.

The shippers located on Pickens continue to have a rail alternative, as well as readily available trucking. The two local shippers have ready access to trucks, and Belton Metal makes substantial use of truck service today.

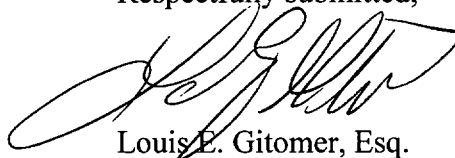
All of the claims made in the Protests have been shown to be baseless. The facts in the Petition support the conclusion that the harm to interstate commerce and CSXT will be greater than the burden imposed on Pickens and the shippers if the Petition is not granted.

CONCLUSION

CSXT respectfully requests the Board to accept this response and to grant the Petition to permit CSXT to abandon the Line.

Steven C. Armbrust, Esq.
Counsel
CSX Transportation, Inc.
500 Water Street (J150)
Jacksonville, FL 32202
(904) 359-1229

Respectfully submitted,



Louis E. Gitomer, Esq.
600 Baltimore Avenue
Suite 301
Towson, MD 21204
(202) 466-6532

Attorneys for: CSX TRANSPORTATION,
INC.

Dated: June 27, 2006

CERTIFICATE OF SERVICE

The undersigned hereby certifies that the Motion for Leave to File Response and Response in Docket No. AB-55 (Sub-No. 664X), *CSX Transportation, Inc.—Abandonment Exemption—in Anderson County, SC* was mailed via first class mail, postage prepaid, on June 27, 2006, to the following parties:

Mr. Joey R. Preston
Anderson County Administrator
Post Office Box 8002
Anderson, SC 29622-8002

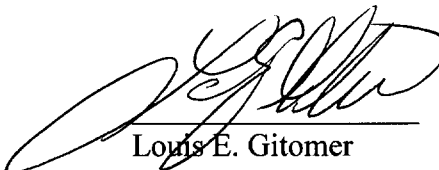
Mr. James Ballard
Chief Operating Officer
Belton Metal Co.
P.O. Drawer 158
Belton, SC 29627

Mr. Jerry Ulm
Carrier Relations Leader
Owens Corning
One Owens Corning Parkway
Toledo, OH 43659

Troy W. Garris, Esq.
Weiner Brodsky Sidman Kider PC
1300 Nineteenth Street NW
Fifth Floor
Washington, DC 20036-1609

Mr. William E. LaCoste
President
Tri County Fertilizer and Specialty Co., Inc.
P.O. Box 147
Honea Path, SC 29654

Mr. Patrick Dwyer
Manager, SC Sales
Vulcan Materials Company
P.O. Drawer 8834
Greenville, SC 29604



Louis E. Gitomer
June 27, 2006

EXHIBIT A—OFA INFORMATION REQUESTS



**ANDERSON
COUNTY**
SOUTH CAROLINA

**Making News.
Making Progress.** May 9, 2006

County Administrator

Joey R. Preston

Council Members

Larry E. Greer
Chairman
District 3

Bill McAbee
Vice-Chairman
District 4

G. Fred Tolly, Jr.
District 1

Gracie S. Floyd
District 2

Michael G. Thompson
District 5

William C. Dees
District 6

M. Cindy Wilson
District 7

Clerk to Council

Linda N. Eddleman

Mr. Dave Geraci
Manager - Network Rationalization
CSX Transportation
500 Water Street - J 200
Jacksonville, Florida 92202

Dear Mr. Geraci:

On behalf of Anderson County, I am writing to express interest in acquiring the operating railroad property and supporting the continuing relationship with Anderson County businesses which CSXT would otherwise seek to abandon.

The County will not assume a common carrier obligation in this transaction and would appreciate your advice on how the transaction may be structured to accomplish the continuation of service.

The County will accept the proposed Net Liquidation Value (NLV) methodology for valuation of the transaction and would ask for the supporting detail as soon as possible. As you may know the County will be concerned for the manner in which the Gray Road bridge, and any other railroad maintenance obligations are valued.

Thank you for your prompt response.

Sincerely,

Joey R. Preston
County Administrator

Cc: Lawrence Campbell, Anderson County Economic Development
Holt Hopkins, Director, Transportation Division
Members of the Congressional and State Legislative Delegation
Betty Mabry, Director, SC DOT



2001, 2002 J. Mitchell Graham Award Winner
for Excellence in Governmental Performance
2002 Government Regional Cooperation Award Winner

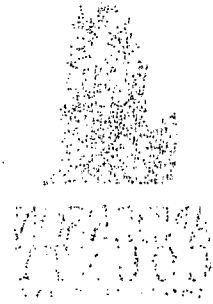
101 S. Main St.

Post Office Box 8002 • Anderson, S.C. 29622-8002
(864) 260-4031 • (864) 260-4106 fax

www.andersoncountysc.org

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** TOTAL PAGE.01 **



ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

INVESTIGATION OF
MULTI-STATE
FEDERAL BUREAU OF INVESTIGATION
UNITED STATES DEPARTMENT OF JUSTICE

REPORT OF INVESTIGATION

ON THE ALLEGED ATTEMPT TO OBTAIN INFORMATION FROM THE
FEDERAL BUREAU OF INVESTIGATION (FBI) BY THE
UNITED STATES DEPARTMENT OF JUSTICE (DOJ) AND THE
UNITED STATES DEPARTMENT OF AGRICULTURE (USDA)

ON THE ALLEGED ATTEMPT TO OBTAIN INFORMATION FROM THE
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FEDERAL BUREAU OF INVESTIGATION (FBI) BY THE
UNITED STATES DEPARTMENT OF JUSTICE (DOJ) AND THE
UNITED STATES DEPARTMENT OF AGRICULTURE (USDA)

Settlement & Release Agreement
JAN 4-21-6 by CS+T & Team of William Stone
Gray Drive Bridge

ON THE ALLEGED ATTEMPT TO OBTAIN INFORMATION FROM THE
FEDERAL BUREAU OF INVESTIGATION (FBI) BY THE
UNITED STATES DEPARTMENT OF JUSTICE (DOJ) AND THE
UNITED STATES DEPARTMENT OF AGRICULTURE (USDA)

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

DATE 10-10-99 BY 60322

May 16, 2006

BY FIRST-CLASS MAIL

Steven C. Armbrust, Esq.
Counsel
CSXT Transportation, Inc.
500 Water Street (J150)
Jacksonville, FL 32202

Louis E. Gitomer, Esq.
Of Counsel
Ball Janik LLP
1455 F. Street, N.W., Ste. 225
Washington, D.C. 20005

Louis E. Gitomer
118 Sunnymeadow Lane
Reisterstown, MD 21136

Re: Docket No. AB-55 (Sub-No. 664X), CSX Transportation, Inc. – Abandonment
Exemption – In Anderson County, SC

Dear Messrs. Armbrust and Gitomer:

We are writing this letter on behalf of Pickens Railway Company (“Pickens”). On April 28, 2006, CSX Transportation, Inc. (“CSXT”), filed a petition for exemption (the “Petition”) to abandon a rail line running between milepost AKL 26.26, near Belton, SC to milepost AKL 39.00, near Pelzer, SC (the “Subject Line”). In the Petition, CSXT asserts that the net liquidation value for the Subject Line is \$598,583, which reflects a net track salvage value of \$385,145 and a land value (for “fee parcels” only) of \$213,438. However, CSXT does not appear to provide any supporting documentation in the Petition to demonstrate the manner in which CSXT calculated the land value component of its proposed net liquidation value.

Pickens is considering filing an offer of financial assistance to purchase the Subject Line for continued rail service or to subsidize operations over the Subject Line. Pursuant to 49 C.F.R. § 1152.27(a), please provide us with the following information to support CSXT’s land value calculation of \$213,438: (i) the identity of all parcels of real property for which CSXT is claiming fee title, copies of the deeds granting CSXT fee title for those parcels, copies of the

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CSX Transportation, Inc.

- 2 -

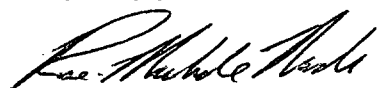
May 16, 2006

valuation maps for those parcels,¹ and any other information on which CSXT has based its claim that it has fee title to those parcels; (ii) any real estate appraisals in CSXT's possession concerning the relevant parcels of real property; (iii) if CSXT is claiming an assembled corridor value for any of the relevant parcels, the basis on which CSXT is making this claim; (iv) if CSXT has obtained any "across-the fence" valuations with regard to the relevant parcels, copies of the comparable sales data used in such valuations (along with any appropriate adjustments, such as for size, shape topography, adjacent land use, etc.); (v) any contracts or firm bids that CSXT has received regarding the purchase of the subject parcels for non railroad use; and (vi) any other information CSXT has relied on to calculate a land value of \$213,438.

In addition, the Petition does not appear to include any CSXT track inspection and bridge inspection reports for the Subject Line. Pursuant to 49 C.F.R. § 1152.27(a), please provide Pickens with a copy of such reports for the last two years.

Please let us know if you have any questions.

Very truly yours,



Rose-Michele Nardi

cc: Honorable Vernon A. Williams, Surface Transportation Board (by hand)

¹ To the extent that the relevant valuation maps contain proprietary information that is unrelated to the quality of CSXT's title to the parcels of property to which CSXT is claiming fee title, CSXT may provide Pickens with redacted versions of the such valuation maps.

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WESTERN CAROLINA RAILWAY SERVICE

C O R P O R A T I O N

Post Office Box 16614, Greenville, South Carolina 29606 - 7614

May 24, 2006

ORIGINAL

By Electronic Filing

Mr. Vernon A. Williams,
Secretary
Surface Transportation Board
1925 K Street, NW, Suite 700
Washington, DC 20423-0001

Re: STB Docket No. AB-55-664-X
CSX Transportation, Inc.
Abandonment Exemption
In Anderson County, SC

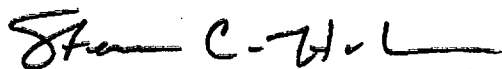
Secretary Williams:

Please find enclosed for filing in STB Docket No. AB-55-664-X, *CSX Transportation, Inc. Abandonment Exemption in Anderson County, SC*, Western Carolina Railway Service Corporation's Notice of Intent to File an Offer of Financial Assistance and Notice of Intent to Participate.

Should you have any questions or concerns regarding this filing, please do not hesitate to contact me.

Thank you for your time and consideration.

Sincerest regards,



Steven C. Hawkins,
President

Attachment

000034

**BEFORE THE SURFACE TRANSPORTATION BOARD
WASHINGTON, DC**

STB DOCKET NO. AB-55-664-X

**CSX TRANSPORTATION, INC.
ABANDONMENT EXEMPTION
IN ANDERSON COUNTY, SC**

**NOTICE OF INTENT TO FILE AN
OFFER OF FINANCIAL ASSISTANCE**

NOTICE OF INTENT TO PARTICIPATE

Steven C. Hawkins,
President
Western Carolina Railway Service Corporation
Post Office Box 16614
Greenville, SC 29606-7614

Office 864 • 895 • 3757
Fax 864 • 895 • 3769

steven.hawkins@wcrscorp.com

May 24, 2006

ORIGINAL

000035

**BEFORE THE SURFACE TRANSPORTATION BOARD
WASHINGTON, DC**

STB DOCKET NO. AB-55-664-X

**CSX TRANSPORTATION, INC.
ABANDONMENT EXEMPTION
IN ANDERSON COUNTY, SC**

**NOTICE OF INTENT TO FILE AN
OFFER OF FINANCIAL ASSISTANCE**

NOTICE OF INTENT TO PARTICIPATE

Pursuant to 49 USC 10904(c) and 49 CFR 1152.27(c)(2)(i), Western Carolina Railway Service Corporation ("WCRS") does hereby express its intention to file an offer of financial assistance ("OFA") to purchase 12.74 miles of rail line, extending from MP AKL 26.26, near Belton, SC, to MP AKL 39.00, near Pelzer, SC, on the Southern Region, Florence Division, Belton Subdivision, in Anderson County, SC; constituting all of that line proposed to be abandoned by CSX Transportation, Inc. ("CSXT").

By copy of this notice, WCRS, pursuant to 49 CFR 1152.27(a), does hereby request that CSXT provide the following to the undersigned:

1. Documentation reflecting available real estate appraisals, which support CSXT's \$213,438 valuation of fee parcels included within CSXT's \$598,583 net liquidation value for the line; and,
2. Documentation indicating the extent to which CSXT has marketable fee title on the line's right-of-way as contrasted to easements or other interests that would revert to others if the line were not being used for railroad purposes. Such documentation of title is deemed necessary to determine whether, and to what extent, the line's real estate should be considered for net liquidation value purposes, pursuant to 49 CFR 1152.27(a)(3); and,
3. Current valuation maps for the line, including any deed indices that appear on accompanying maps. Such maps are essential to verification as to the quality of the land included in the sale of the line and are deemed included within the meaning of 49 CFR 1152.27(a)(3); and,

4. Any other information (not already provided within CSXT's April 28, 2006 Petition For Exemption) deemed relevant to appropriate valuation of the line for purposes of acquisition pursuant to an offer of financial assistance.

With further regard to STB Docket No. AB-55-664-X, WCRS does herein submit its notice of intent to participate and hereby requests that it be placed on the Board's service list. All correspondence and/or documentation should be directed to:

Steven C. Hawkins,
President
Western Carolina Railway Service Corporation
Post Office Box 16614
Greenville, SC 29606-7614

Respectfully submitted,



Steven C. Hawkins,
President
Western Carolina Railway Service Corporation
Post Office Box 16614
Greenville, SC 29606-7614

Office 864 • 895 • 3757
Fax 864 • 895 • 3769

steven.hawkins@wcrscorp.com

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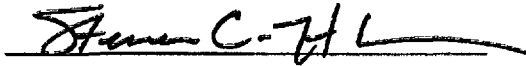
CERTIFICATE OF SERVICE

I hereby certify that on this 24th day of May 2006, a copy of the foregoing document was served by:

United States Postal Service First Class Mail, postage fully pre-paid, upon:

Louis E. Gitomer,
Ball Janik LLP
118 Sunnymeadow Lane
Reisterstown, MD 21136

Steven C. Armbrust,
CSX Transportation, Inc.
500 Water Street (J150)
Jacksonville, FL 32202



Steven C. Hawkins,
President
Western Carolina Railway Service Corporation
Post Office Box 16614
Greenville, SC 29606-7614

Office 864 • 895 • 3757
Fax 864 • 895 • 3769

steven.hawkins@wcrscorp.com

216731

LAW OFFICES
FRITZ R. KAHN, P.C.
EIGHTH FLOOR
1920 N STREET, N.W.
WASHINGTON, D.C. 20036-1801

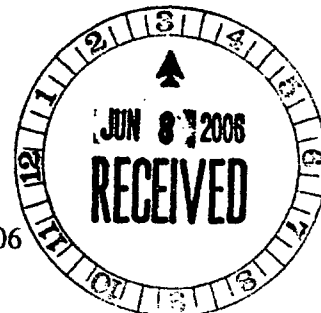
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ENTERED
Office of Proceedings

JUN 08 2006

Part of
Public Record

(202) 263-4152
FAX (202) 331-8330
e-mail: xicgc@worldnet.att.net



June 8, 2006

VIA HAND DELIVERY - RETURN COPY

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

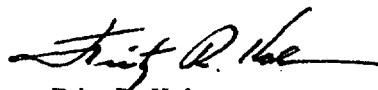
Dear Secretary Williams:

Enclosed for filing in STB Docket No. AB-55 (Sub-No. 664X) are the original and ten copies of the Notice of Intent to File Offer of Financial Assistance of Seaside Holdings, Inc.

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

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: Steven C. Armbrust, Esq.

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BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.

STB Docket No. AB-55 (Sub-No. 664X)

CSX TRANSPORTATION, INC.
-ABANDONMENT EXEMPTION-
IN ANDERSON COUNTY, SC



ENTERED
Office of Proceedings

JUN 08 2006

Part of
Public Record

NOTICE OF INTENT TO FILE
OFFER OF FINANCIAL ASSISTANCE

Fritz R. Kahn
Fritz R. Kahn, P.C.
1920 N Street, NW (8th fl.)
Washington, DC 20036-1601
Tel.: (202) 263-4152

Attorney for

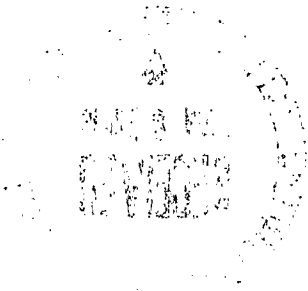
SEASIDE HOLDINGS, INC.

Dated: June 8, 2006

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UNITED STATES
DEPARTMENT OF JUSTICE
FEDERAL BUREAU OF INVESTIGATION



MEMORANDUM FOR THE DIRECTOR
FROM THE SAC, NEW YORK
SUBJECT: [Illegible]

RE: [Illegible]

TO: [Illegible]

FROM: [Illegible]

DATE: [Illegible]

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BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.

STB Docket No. AB-55 (Sub-No. 664X)

CSX TRANSPORTATION, INC.
-ABANDONMENT EXEMPTION-
IN ANDERSON COUNTY, SC

NOTICE OF INTENT TO FILE
OFFER OF FINANCIAL ASSISTANCE

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 12.74-mile line 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 CSX Transportation, Inc., 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: June 8, 2006

CERTIFICATE OF SERVICE

I certify that I this day served a copy of the foregoing Notice upon CSX Transportation, Inc., by facsimile transmitting and mailing copies to its attorney, Steven C. Armbrust, Esq..

Dated at Washington, DC, this 8th day of June 2000.


Fritz R. Kahn

EXHIBIT B—CSXT RESPONSES TO OFA INFORMATION REQUESTS

Louis E. Gitomer
Attorney at Law
118 Sunnymeadow Lane
Reisterstown, MD 21136
(410) 526-5210
lgitomer@comcast.net



May 26, 2006

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Re: Docket No. AB-55 (Sub-No. 664X), *CSX Transportation, Inc.—Abandonment
Exemption—In Anderson County, SC*

Dear Secretary Williams:

CSX Transportation, Inc. ("CSXT") has received individual requests from Anderson County, SC, the Pickens Railway Company, and the Western Carolina Railway Services Corporation for information to assist them in filing an offer of financial assistance ("OFA"). CSXT filed a petition with the Surface Transportation Board (the "Board") seeking an exemption to abandon a 12.74-mile rail line between milepost AKL 26.26, near Belton, SC, and milepost AKL 39.00, near Pelzer, SC (the "Line").

By copies of the enclosed letters (without attachments), CSXT has provided the three parties with the information they sought in order to prepare an OFA for the Line

An original and 10 copies of this letter are enclosed. Please time and date stamp the additional copy of this letter and return it with our messenger. Thank you for your assistance. Please contact me if you have any questions.

Sincerely Yours,

A handwritten signature in black ink, appearing to be 'L. Gitomer', written over the typed name.

Louis E. Gitomer

Enclosures

000041

Louis E. Gitomer
Attorney at Law
118 Sunnymeadow Lane
Reisterstown, MD 21136
(410) 526-5210
lgitomer@comcast.net

May 26, 2006

Mr. Steven C. Hawkins
President
Western Carolina Railway Service Corporation
Post Office Box 16614
Greenville, SC 29606-7614

Re: Docket No. AB-55 (Sub-No. 664X), *CSX Transportation, Inc.—Abandonment
Exemption—In Anderson County, SC*

Dear Mr. Hawkins:

CSX Transportation, Inc. ("CSXT") is in receipt of the Notice of Intent to File an Offer of Financial Assistance dated May 24, 2006 sent by you on behalf of the Western Carolina Railway Service Corporation ("WCARY"). CSXT filed a petition with the Surface Transportation Board (the "Board") seeking an exemption to abandon a 12.74-mile rail line between milepost AKL 26.26, near Belton, SC, and milepost AKL 39.00, near Pelzer, SC (the "Line").

WCARY has requested specific information to use in filing an offer of financial assistance ("OFA") to purchase the Line for continued rail service. CSXT intends to fully respond to WCARY's request, which was made pursuant to 49 C.F.R. §1152.27(a).

Among other information being provided, CSXT is providing WCARY with a copy of a Summary Report of an Appraisal of the Line prepared by Wilkins Norwood Appraisal Associates, Inc. on November 11, 2005 (the "Appraisal"). This is the latest appraisal of the Line. However, CSXT does not waive its right to obtain a new or updated appraisal in the event an offer of financial assistance is filed with the Board. The Appraisal is responsive to a number of the information requests contained in the May 24 Notice.

Below are the specific information requests made in the May 24 Notice, followed by CSXT's response.

1. Provide documentation reflecting available real estate appraisals, which support CSXT's \$213,438 valuation of fee parcels included within CSXT's \$598,583 net liquidation value for the line.

The Appraisal is attached.

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Mr. Steven C. Hawkins

May 26, 2006

Page 2

2. Provide documentation indicating the extent to which CSXT has marketable fee title on the line's right-of-way as contrasted to easements or other interests that would revert to others if the line were not being used for railroad purposes.

The Appraisal identifies all parcels of real property for which CSXT is claiming fee title.

3. Provide current valuation maps for the line, including any deed indices that appear on accompanying maps.

Copies of the valuation maps are contained in the attached CDs.

4. Any other information (not already provided within CSXT's April 28, 2006 Petition for Exemption) deemed relevant to appropriate valuation of the line for purposes of acquisition pursuant to an OFA.

All of the agreements involving the Line are contained in the attached CD. All of the other information CSXT has relied on to calculate the land value of \$213,438 is contained in the Appraisal.

Attached are the bridge inspection reports for fiscal year (about July 1, 2004 to about June 30, 2005) 2005. CSXT expects the bridge inspection reports for fiscal year 2006 to be completed by the end of June 2006 and intends to provide that information to WCARY by July 15, 2006. Track inspection reports for the last year are also attached. These reports supersede the reports for the prior year.

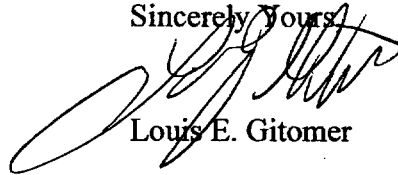
The Board served a notice of the filing of the Petition for Exemption on May 18, 2006. The Board noted that a decision on the Petition will be issued by August 16, 2006. If the Board grants the Petition, an offer of financial assistance will be due at the Board by August 25, 2006 pursuant to 49 C.F.R. §1152.27(c)(1)(i)(B). However, CSXT remains willing to negotiate the sale of the Line outside of the OFA process.

Mr. Steven C. Hawkins
May 26, 2006
Page 3

Please be advised that CSXT has also received data requests from Anderson County, SC and the Pickens Railway Company and is providing them with the same information.

Thank you for your assistance. Please contact me if you have any questions.

Sincerely Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", written over the typed name.

Louis E. Gitomer

Attachments

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Louis E. Gitomer
Attorney at Law
118 Sunnymeadow Lane
Reisterstown, MD 21136
(410) 526-5210
lgitomer@comcast.net

May 26, 2006

Rose-Michele Nardi, Esq.
Weiner Brodsky Sidman Kider PC
1300 Nineteenth Street, NW, Fifth Floor
Washington, DC 20036-1609

Re: Docket No. AB-55 (Sub-No. 664X), *CSX Transportation, Inc.—Abandonment
Exemption—In Anderson County, SC*

Dear Ms. Nardi:

CSX Transportation, Inc. ("CSXT") is in receipt of the letter dated May 16, 2006 sent by you on behalf of the Pickens Railway Company ("Pickens"). CSXT filed a petition with the Surface Transportation Board (the "Board") seeking an exemption to abandon a 12.74-mile rail line between milepost AKL 26.26, near Belton, SC, and milepost AKL 39.00, near Pelzer, SC (the "Line").

Pickens has requested specific information to use in filing an offer of financial assistance ("OFA") to purchase the Line for continued rail service or to subsidize operations over the Line. CSXT intends to fully respond to the Pickens request, which was made pursuant to 49 C.F.R. §1152.27(a).

Among other information being provided, CSXT is providing Pickens with a copy of a Summary Report of an Appraisal of the Line prepared by Wilkins Norwood Appraisal Associates, Inc. on November 11, 2005 (the "Appraisal"). This is the latest appraisal of the Line. However, CSXT does not waive its right to obtain a new or updated appraisal in the event an offer of financial assistance is filed with the Board. The Appraisal is responsive to a number of the information requests contained in the May 16 letter.

Below are the specific information requests made in the May 16 letter, followed by CSXT's response.

1. Provide (i) the identity of all parcels of real property for which CSXT is claiming fee title, (ii) copies of the deeds granting CSXT fee title for those parcels, (iii) copies of the valuation maps for those parcels, and (iv) any other information on which CSXT has based its claim that it has fee title to those parcels.

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(i) The Appraisal identifies all parcels of real property for which CSXT is claiming fee title.

(ii) The deeds are public records readily available to Pickens in Anderson County, SC.

(iii) Copies of the valuation maps are contained in the attached CDs.

(iv) All of the information to date which CSXT has used to claim that it has fee title is contained in the Appraisal.

2. Provide any real estate appraisals in CSXT's possession concerning the relevant parcels of real property.

The Appraisal is attached.

3. If CSXT is claiming an assembled corridor value for any of the relevant parcels, provide the basis on which CSXT is making this claim.

CSXT is not claiming a corridor value for the Line. However, the Appraisal has calculated a corridor valuation of \$2,104,000 for the Line.

4. If CSXT has obtained any "across-the-fence" valuations with regard to the relevant parcels, provide copies of the comparable sales data used in such valuation (along with any appropriate adjustments, such as for size, shape, topography, adjacent land use, etc.)

The "across-the-fence" valuation information is provided in the Appraisal.

5. Provide any contracts or firm bids that CSXT has received regarding the purchase of the subject parcels for non-railroad use.

As of the date of this response, CSXT has not entered any contracts or received any firm bids regarding the purchase of the subject parcels for non-railroad use.

Rose-Michele Nardi, Esq.
May 26, 2006
Page 3

6. Provide any other information CSXT has relied on to calculate a land value of \$213,438.

All of the agreements involving the Line are contained in the attached CD. All of the other information CSXT has relied on to calculate the land value of \$213,438 is contained in the Appraisal.

7. Provide track inspection and bridge inspection reports for the Line for the last two years.

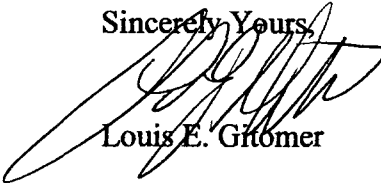
Attached are the bridge inspection reports for fiscal year (about July 1, 2004 to about June 30, 2005) 2005. CSXT expects the bridge inspection reports for fiscal year 2006 to be completed by the end of June 2006 and intends to provide that information to Pickens by July 15, 2006. Track inspection reports for the last year are also attached. These reports supersede the reports for the prior year.

The Board served a notice of the filing of the Petition for Exemption on May 18, 2006. The Board noted that a decision on the Petition will be issued by August 16, 2006. If the Board grants the Petition, an offer of financial assistance will be due at the Board by August 25, 2006 pursuant to 49 C.F.R. §1152.27(c)(1)(i)(B). However, CSXT remains willing to negotiate the sale of the Line outside of the OFA process.

Please be advised that CSXT has also received data requests from Anderson County, SC and the Western Carolina Railway Service Corporation and is providing them with the same information.

Thank you for your assistance. Please contact me if you have any questions.

Sincerely Yours,



Louis E. Gholmer

Attachments

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Louis E. Gitomer
Attorney at Law
118 Sunnymeadow Lane
Reisterstown, MD 21136
(410) 526-5210
lgitomer@comcast.net

May 26, 2006

Mr. Joey R. Preston
County Administrator
Anderson County
Post Office Box 8002
Anderson, SC 29622-8002

Re: Docket No. AB-55 (Sub-No. 664X), *CSX Transportation, Inc.—Abandonment
Exemption—In Anderson County, SC*

Dear Mr. Preston:

CSX Transportation, Inc. ("CSXT") is in receipt of the letter dated May 9, 2006 sent by you on behalf of Anderson County, SC. CSXT filed a petition with the Surface Transportation Board (the "Board") seeking an exemption to abandon a 12.74-mile rail line between milepost AKL 26.26, near Belton, SC, and milepost AKL 39.00, near Pelzer, SC (the "Line").

Anderson County has requested specific information to use in filing an offer of financial assistance ("OFA") to purchase the Line for continued rail service. CSXT intends to fully respond to Anderson County's request, which was made pursuant to 49 C.F.R. §1152.27(a).

Among other information being provided, CSXT is providing Anderson County with a copy of a Summary Report of an Appraisal of the Line prepared by Wilkins Norwood Appraisal Associates, Inc. on November 11, 2005 (the "Appraisal"). This is the latest appraisal of the Line. However, CSXT does not waive its right to obtain a new or updated appraisal in the event an offer of financial assistance is filed with the Board. The Appraisal is responsive to a number of the information requests contained in the May 9 letter.

Attached are (1) the Appraisal, (2) a CD with valuation maps, (3) a CD with all of the agreements involving the Line, (4) bridge inspection reports for fiscal year (about July 1, 2004 to about June 30, 2005) 2005 (CSXT expects the bridge inspection reports for fiscal year 2006 to be completed by the end of June 2006 and intends to provide that information to Anderson County by July 15, 2006), and (5) track inspection reports for the last year are also attached, which reports supersede the reports for the prior year. CSXT intends to abide by the terms of the Settlement and Release Agreement dated as of April 21, 2006 between CSXT and the Town of Williamston concerning the Gray Drive Bridge, although CSXT intends to assign the Gray Drive Bridge and Agreement to any purchaser of the Line.

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Mr. Joey R. Preston
May 26, 2006
Page 2

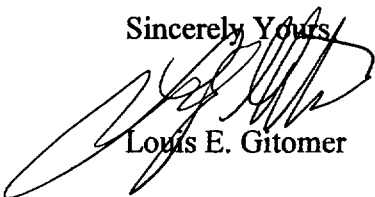
The Board served a notice of the filing of the Petition for Exemption on May 18, 2006. The Board noted that a decision on the Petition will be issued by August 16, 2006. If the Board grants the Petition, an offer of financial assistance will be due at the Board by August 25, 2006 pursuant to 49 C.F.R. §1152.27(c)(1)(i)(B). However, CSXT remains willing to negotiate the sale of the Line outside of the OFA process.

Anderson County has indicated that it "will not assume a common carrier obligation in this transaction." CSXT is not interested in retaining the common carrier obligation, even if the Line is acquired by Anderson County. There is a process before the Board where the physical assets in a Line can be acquired by one party (here Anderson County) while another party acquires a permanent freight easement to provide the common carrier service (for example, a short line railroad). Under that process, if the agreement of the parties meets the Board's criteria, the party acquiring the physical assets will not acquire the common carrier obligation.

Please be advised that CSXT has also received data requests from the Pickens Railway Company and the Western Carolina Railway Service Corporation and is providing them with the same information.

Thank you for your assistance. Please contact me if you have any questions.

Sincerely, Yours



Louis E. Gitomer

Attachments

**EXHIBIT C—VERIFIED STATEMENT OF ELLEN M.
PRESLAR**

CSX TRANSPORTATION, INC.-ABANDONMENT EXEMPTION-
IN ANDERSON COUNTY, SC

VERIFIED STATEMENT OF ELLEN M. PRESLAR

My name is Ellen M. Preslar, and I am Manager Regulatory Costing for CSX Transportation, Inc. (CSXT). I have previously submitted a verified statement in this proceeding.

The purpose of this statement is to provide the Surface Transportation Board with data reflecting the actual traffic on the Line from 2004 and 2005. A review of this traffic demonstrates that the methodology of annualizing traffic based on the first quarter of the year, as used by the Pickens Railway Company ("Pickens"), does not accurately predict the traffic for the year. Attached hereto are charts that show the historic and forecast year traffic (1) interchanged with Pickens, (2) local to CSXT, and (3) all traffic. Annualizing the Pickens interchange traffic for 2004 and 2005 based on the first quarter would have resulted in an overstatement of the actual traffic by over 12 percent for 2004 and over three percent for 2005.

VERIFICATION

I, Ellen M. Preslar, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verified Statement. Executed this 26th day of June 2006.

Ellen M. Preslar
Ellen M. Preslar

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Belton - Pelzer, SC
Traffic Trends

		BELTO- PKHP	By Quarters	Semi- Annual	Annual
2004	Jan	73			
	Feb	82			
	Mar	98	253		
	Apr	83			
	May	74			
	Jun	70	227	480	
	Jul	73			
	Aug	74			
	Sep	66	213		
	Oct	68			
	Nov	71			
	Dec	67	206	419	899
2005	Jan	84			
	Feb	68			
	Mar	77	229		
	Apr	70			
	May	80			
	Jun	88	238	467	
	Jul	52			
	Aug	89			
	Sep	71	212		
	Oct	74			
	Nov	75			
	Dec	61	210	422	889
Forecast Year (based on Yr 2005)					
	Qtr 1		229		
	Qtr 2		238	467	
	Qtr 3		212		
	Qtr 4		210	422	889

Belton - Pelzer, SC
Traffic Trends

		Belton	By Quarters	Semi- Annual	Annual
2004	Jan	12			
	Feb	8			
	Mar	4	24		
	Apr	8			
	May	4			
	Jun	5	17	41	
	Jul	5			
	Aug	8			
	Sep	7	20		
	Oct	4			
	Nov	8			
	Dec	2	14	34	75
2005	Jan	8			
	Feb	3			
	Mar	6	17		
	Apr	8			
	May	6			
	Jun	6	20	37	
	Jul	8			
	Aug	9			
	Sep	11	28		
	Oct	7			
	Nov	11			
	Dec	4	22	50	87
Forecast Year (based on Yr 2005, adding 16 carloads for Belton Metals in 1st half)					
	Qtr 1		25		
	Qtr 2		28	53	
	Qtr 3		28		
	Qtr 4		22	50	103

Note: Belton Metals traffic was 4 carloads in 1Q04 and 16 carloads in 2H05. The 2005 carloads have been doubled for Belton Metals in the Forecast year, adding a total of 16 carloads split equally over the first two quarters.

Belton - Pelzer, SC
Traffic Trends

		Belton	BELTO- PKHP	Total	By Quarters	Semi- Annual	Annual
2004	Jan	12	73	85			
	Feb	8	82	90			
	Mar	4	98	102	277		
	Apr	8	83	91			
	May	4	74	78			
	Jun	5	70	75	244	521	
	Jul	5	73	78			
	Aug	8	74	82			
	Sep	7	66	73	233		
	Oct	4	68	72			
	Nov	8	71	79			
	Dec	2	67	69	220	453	974
2005	Jan	8	84	92			
	Feb	3	68	71			
	Mar	6	77	83	246		
	Apr	8	70	78			
	May	6	80	86			
	Jun	6	88	94	258	504	
	Jul	8	52	60			
	Aug	9	89	98			
	Sep	11	71	82	240		
	Oct	7	74	81			
	Nov	11	75	86			
	Dec	4	61	65	232	472	976
Forecast Year (based on Yr 2005, adding 16 carloads for Belton Metals in 1st half)							
	Qtr 1				254		
	Qtr 2				266	520	
	Qtr 3				240		
	Qtr 4				232	472	992

Note: Belton Metals traffic was 4 carloads in 1Q04 and 16 carloads in 2H05.
The 2005 carloads have been doubled for Belton Metals in the Forecast year, adding a total of 16 carloads split equally over the first two quarters.

**EXHIBIT D-VERIFIED STATEMENT OF M. P.
HUNNICUTT**

BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. AB-55 (Sub-No. 664X)

CSX TRANSPORTATION, INC.—ABANDONMENT EXEMPTION—
IN ANDERSON COUNTY, SC

VERIFIED STATEMENT OF MR. M.P. HUNNICUTT

My name is M.P. Hunnicutt. I am the Roadmaster for the Spartanburg, CN&L, and Belton subdivisions, which include the 12.76-mile rail line between milepost AKL 26.26, at Belton, the end of the line, and milepost AKL 39.00, at Pelzer, on the Southern Region, Florence Division, Belton Subdivision, in Anderson County, SC (the "Line"). I have previously filed a verified statement in this proceeding. The purpose of this statement is to respond to the claims made by Mr. Sims on behalf of the Pickens Railway Company ("Pickens"). Before addressing the specifics raised by Mr. Sims and Pickens, there are some preliminary matters I would like to address.

Mr. Sims claims that he inspected the Line in January 2006. I do not have any record of Mr. Sims receiving authority to be on CSXT property in January 2006.

Neither Mr. Sims nor Pickens question the costs used to calculate the rehabilitation of the Line.

The Line is excepted track, not FRA Class 1 track. A railroad may operate over excepted track if trains do not exceed 10 miles per hour, there is no passenger service, no train contains more than five cars containing hazardous materials, and the gage of the track does not exceed 4 feet 10¼ inches. 49 C.F.R. §213.4(e). Unlike Class 1 to 6 track,

there are no other roadbed, track geometry, or track structure requirements for excepted track. Therefore, track inspections made to excepted track pursuant to FRA requirements do not report on problems with ties, rail, etc., unless it affects the gage of the rail. Because the Line is excepted track, CSXT only inspects the Line and reports excepted track defects. Hence, as Mr. Sims should well know, the FRA reports that Pickens included with its reply would not reflect tie or rail problems unless they affected the gage of the track.

I am the Roadmaster for the Line and am responsible for the physical condition of the Line. As noted in my prior verified statement, I am very familiar with the physical condition of the Line. Either I or a track inspector inspects the Line on a weekly basis in compliance with FRA requirements. 49 C.F.R. §213.233(c). I ride with the track inspector on the Line at least once a month. However, because it is the track inspector's job to inspect the track and prepare the report, he prepares the track inspection report even when I accompany him. FRA requires the report to be prepared by the inspector on the day of the inspection. 49 C.F.R. §213.241(b).

No rehabilitation has been performed on the Line in years. To upgrade the Line from FRA excepted track to FRA Class 1 track will require a major rehabilitation. Unlike a short line railroad, when CSXT conducts a major rehabilitation, it brings in a road gang and equipment to perform the work.

A track machine, known as a "Tie Remover," will lift the rail and remove the ties that are going to be replaced. The rail is then lowered. Another machine, known as a "Tie Inserter," lifts the track, inserts the ties and then lowers the rail again. This continuous lifting and lowering of rail makes the rail uneven. To level the rail, it must be

resurfaced once new ties and ballast have been installed, using a machine called a "Tamper."

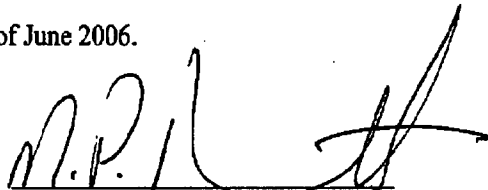
The standard gage of a rail line is between 4 feet 8 inches and 4 feet 10 inches. When the gage reaches 4 feet 10½ inches, trains fall between the tracks. Therefore, to provide a one inch buffer, CSXT system engineering standards do not permit rail gage to exceed 4 feet 9½ inches. To ensure that excepted track will hold CSXT system gage, more than the FRA minimum number of ties must be installed. Therefore, CSXT installs six to eight ties per 39 foot section of track instead of the FRA minimum of five ties for FRA Class 1 track. Adding those extra ties ensures that the track holds gage and avoids costly and disruptive derailments.

When new ties are installed the rail is raised and space is created around the old ties. If additional ballast is not added, then those ties will be left floating in air and they will not provide any support for the rail.

I cannot respond to Mr. Sims claim that only seven out of 28 road crossings need "reworking" since he did not indicate which crossings he was talking about or why they did not need reworking. The road crossings are very old. Instead of asphalt, the crossings have wooden ties, many of which have rotted. We are constantly repairing these crossings by filling in rotted ties with asphalt. All of the crossings suffer from this condition. In order to upgrade the Line to FRA Class 1 condition, the crossings must be renewed by replacing rotting wood ties with asphalt to smooth the crossing.

VERIFICATION

I, M.P. Hunnicutt, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verified Statement. Executed this 19 day of June 2006.



M.P. Hunnicutt

**EXHIBIT E—VERIFIED STATEMENT OF FRANKIE
ALLEN**

BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. AB-55 (Sub-No. 664X)

CSX TRANSPORTATION, INC.—ABANDONMENT EXEMPTION—
IN ANDERSON COUNTY, SC

VERIFIED STATEMENT OF MR. FRANKIE ALLEN

My name is Frankie Allen. I previously submitted a verified statement in this proceeding. The purpose of this statement is to respond to an erroneous statement made by the Pickens Railroad Company (“Pickens”) on page 11 of its Reply leading Pickens to conclude that the “labor costs appear to have been inflated.”

I am a Trainmaster for CSX Transportation, Inc. (“CSXT”) on the Belton Subdivision. My duties include supervising the general operations and customer switching on the CSXT Belton Subdivision, including the 12.76-mile rail line between milepost AKL 26.26, at Belton, the end of the line, and milepost AKL 39.00, at Pelzer, on the Southern Region, Florence Division, Belton Subdivision, in Anderson County, SC (the “Line”).

Pickens claims that CSXT has overstated its labor costs because the trip from Greenville to Belton would only take about two hours consisting of (1) from Belton to Pelzer “a trip of about an hour and fifteen minutes,” and (2) from Greenville to Pelzer “a trip of approximately 45 minutes.”

Pickens has misread my earlier statement. I did not mean that it traveling from Greenville to Belton took five to six hours. I was describing the entire operation of the train from Greenville to Belton, not just the part of the trip that was attributable to service

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over the Line. Ms. Preslar understood the distinction between the total amount of time the crew from Greenville took to perform all of its operations and the time attributable to the Line. The time attributable for round trip service from Greenville to Belton used by Ms. Preslar was 4.548 hours. See Petition, Volume II, Page 4, bottom left column. Ms. Preslar conservatively calculated that a round trip Between Greenville and Belton would take about 3.548 hours and that it would take another hour to provide service on the Line, for a total time attributable to the Line of 4.548 hours. In calculating the time for the round trip move between Greenville and Belton, Ms. Preslar determined that it would take about 30 minutes to travel from Greenville to the Line and 1.274 hours to traverse the Line, for a total round trip between Greenville and Belton of 3.548 hours.

Serving Belton Industries, which is located at the end of the Line, is a difficult move. When picking up a car from Belton Industries, the CSXT locomotive must shove the cars north on the Line. Because the Line is excepted track, the conductor must ride on the front car of the train. The train must stop at every one of the three crossings, the conductor must alight from the car, make sure that the crossing is clear, direct the train across the crossing and the remount the front car. Although the train is traversing about two miles in this manner, it will take about one to one and half hours to complete this move with the required stops and starts.

In my opinion, Ms. Preslar has conservatively estimated that 4.548 hours are required for round trip service from Greenville to Belton. I agree with Ms. Preslar's estimate. I did not overstate the time attributable to serve the Line, and Ms. Preslar did not overstate the labor costs incurred in serving the Line.

VERIFICATION

I, Frankie Allen, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this Verified Statement. Executed this 19th day of June 2006.


Frankie Allen

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EXHIBIT F-BELTON METAL FEE WAIVER

June 14, 2006

When corresponding, please refer to
Agreement No.: SCL020716

ORIGINAL LETTER SENT CERTIFIED MAIL-RETURN RECEIPT REQUESTED
(Photocopy Sent Via Regular U. S. Mail to Same Address)

Mr. James Ballard
Chief Operating Officer
Belton Metals
375 Sherrand Road
Belton, SC 29627

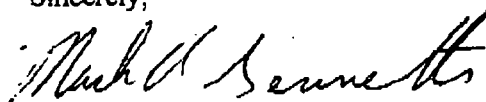
Dear Mr. Ballard:

In reference to my letter, dated March 10, 2006, concerning your private sidetrack at Belton, South Carolina, whereas CSX Transportation, Inc. (CSXT) initiated an annual connection charge of \$6,000.00 based on information that your company shipped 9 carloads of freight over the previous year, which was below the minimum threshold.

It has been brought to our attention the reason for the drop in car count was the rehabilitation of your track and historically your annual count is approximately 40 cars. We were also informed that during your March 13, 2006 meeting, with Dave Geraci and Bobbie League, of CSXT, you were told it was not necessary for Belton to pay this charge and that Mr. Geraci and Mrs. League would advise Property Services of these facts and upcoming abandonment. Because you historically ship over the minimum threshold, we have agreed to waive the annual connection fee.

If you have any questions, please feel free to contact Gloria Mannon at 904.633.1550 or Gloria_Mannon@csx.com.

Sincerely,



Mark A. Gennette

cc: Dave Geraci, Manager-CSX Network Rationalization, J200

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BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. AB-55 (Sub-No. 664X)

CSX TRANSPORTATION, INC.-ABANDONMENT EXEMPTION-
IN ANDERSON COUNTY, SC

CSX TRANSPORTATION, INC. MOTION FOR LEAVE TO FILE RESPONSE AND
RESPONSE

VOLUME II
EXHIBIT G-APPRAISAL

ENTERED
Office of Proceedings

JUN 27 2006

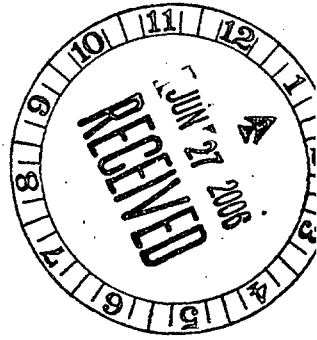
Part of
Public Record

Steven C. Armbrust, Esq.
Counsel
CSX Transportation, Inc.
500 Water Street (J150)
Jacksonville, FL 32202
(904) 359-1229

Louis E. Gitomer, Esq.
600 Baltimore Avenue
Suite 301
Towson, MD 21204
(202) 466-6532

Attorneys for: CSX TRANSPORTATION,
INC.

Dated: June 27, 2006





Wilkins Norwood

Appraisal Associates, Inc.

**SUMMARY REPORT OF
A COMPLETE APPRAISAL
OF
A CSX RAIL CORRIDOR EXTENDING
FROM WILLIAMSTON
TO SOUTH OF BELTON
ANDERSON COUNTY, SOUTH CAROLINA**

Date of Appraisal Value: November 11, 2005
Date of Appraisal Report: November 11, 2005

Prepared for:

**Mr. Brad T. Beckworth
Manager-Valuation
CSX Real Property
301 W. Bay St., Suite 800
Jacksonville, FL 32202**

Prepared by:

**Susan F. Ferrell, MAI, RM
State Certified General Real Estate Appraiser, SCCG 24
Wilkins Norwood Appraisal Associates, Inc.
250 South Pleasantburg Drive
Greenville, South Carolina 29607**

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WILKINS NORWOOD APPRAISAL ASSOCIATES, INC.

Post Office Box 5956
250 S. Pleasantburg Drive
Greenville, South Carolina 29606
Telephone (864) 271-3087
Fax (864) 232-5863

January 3, 2006

Mr. Brad T. Beckworth, Manager – Valuation
CSX Real Property, Inc.
301 W. Bay St., - Suite 800
Jacksonville, FL 32202

Re: Appraisal of the Real Estate Identified as CSX Rail Corridor
– Williamston to S. of Belton in Anderson County, SC

Dear Mr. Beckworth:

According to our agreement, I have appraised the referenced property in order to estimate the market value of the fee simple estate in the subject property. I am aware that large portions of this property are actually held in non-fee or easement title; however, in this case it appears the value would be the same as if it were held in fee simple due to the length of ownership. In this report I have prepared two separate valuations. The first is the market value of an intact corridor, and the second is the estimation of the Net Liquidation Value of the fee parcels. Note that the market value of the intact corridor includes both fee parcels and easement acreage, whereas the Net Liquidation Value only includes fee parcels. The market value estimate is the market value of the subject property in its "as is" condition as of November 11, 2005 and is reported on Page 42 of this report. Note that it is subject to the Assumptions and Limiting Conditions included on Pages 4-6 of this report.

This appraisal report, applying the methods and techniques recommended by the Appraisal Institute, is attached and made a part hereof. A "Complete Appraisal" was made of the subject property and it is being reported as a "Summary Appraisal Report" as described in the Uniform Standards of Professional Practice. The Departure Provision was not invoked in this appraisal.

If you should have any questions, or need any additional information, please feel free to contact me.

Sincerely,

Susan F. Ferrell

Wilkins Norwood Appraisal Asso, Inc.

By: Susan F. Ferrell, MAI, RM

State Certified General Real Estate Appraiser SC#CG24

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Certification

I certify that, to the best of my knowledge and belief,

1. The statements of fact contained in this report are true and correct.
2. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and is my personal, impartial, and unbiased professional analyses, opinions, and conclusions.
3. I have no present or prospective interest in the property that is the subject of this report, and no personal interest with respect to the parties involved.
4. I have no bias with respect to the property that is the subject of this report or to the parties involved with this assignment.
5. My engagement in this assignment was not contingent upon developing or reporting predetermined results.
6. My compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.
7. My analyses, opinions, and conclusions were developed, and this report has been prepared in conformity with the requirements of the Code of Professional Ethics and the Standards of Professional Practice of the Appraisal Institute and also in conformity with the Uniform Standards of Professional Appraisal Practice (USPAP) as promulgated by the Appraisal Standard Board of the Appraisal Foundation.
8. The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.
9. As of the date of this report, I Susan F. Ferrell has completed the requirements of the continuing education program of the Appraisal Institute.
10. In accordance with Federal Regulations, I am a State Certified General Real Estate Appraiser in the State of South Carolina - SC Certificate #CG24.
11. I have made a personal inspection of the property that is the subject of this report.
12. No one provided significant professional assistance to the person signing this report.

Susan F. Ferrell
Susan F. Ferrell, MAI, RM

State Certified General Real Estate Appraiser SC #CG24

STATEMENT OF ASSUMPTIONS AND LIMITING CONDITIONS

The certification of the Appraiser appearing in the appraisal report is subject to the following conditions and to such other specific and limiting conditions as are set forth by the Appraiser in the report.

1. The title to the subject property is merchantable and the property is free and clear of all liens and encumbrances, except as noted.
2. No liability is assumed for matters legal in nature.
3. Ownership and management are assumed to be in competent and responsible hands.
4. The appraiser cannot guarantee that the property is free of encroachments or easements, and recommends further investigation and survey. Note that no engineering survey has been made of the subject property. Dimensions and areas of this rail corridor were supplied by CSX Real Property and are assumed to be correct. Any sketch in the report may show approximate dimensions and is included to assist the reader in visualizing the property.
5. The appraiser's conclusion of value is based upon the assumption that there are no hidden or unapparent conditions of the property that might impact upon build ability. The Appraiser recommends due diligence be conducted through the local building department or municipality to investigate build ability and whether property is suitable for intended use. Appraiser makes no representations, guarantees or warranties.
6. The appraisal was prepared for the purpose so stated and should not be used for any other purpose.
7. All direct and indirect information supplied by the owners and their representatives concerning the subject property is assumed to be true and accurate. In this report I relied on corridor sales data that was obtained from Charles W. Rex, III, MAI of RMI Midwest in Wilmette, IL; I assume this data to be true and accurate.
8. No responsibility is assumed for information supplied by others and believed to be reliable and correct.
9. The signatory will not be required to give testimony or attend court or be at any governmental hearing with references to the said property unless prior arrangements have been made with the client.
10. Disclosure of the contents of this appraisal report is governed by the By-Laws and Regulations of the Appraisal Institute.
11. Neither all nor any part of the contents of this report -- especially any conclusions as to value, the identity of the appraiser, or the firm with which he is connected -- will be disseminated to the public through advertising media, news media, sales media, or any other public means of communication without the prior written consent and approval of the appraiser.
12. It is expressly understood that the scope of our study and reports thereon does not include the possible impact of zoning or environmental regulations, licensing requirements, or other such restrictions concerning the property except where such matters have been brought to our attention and are disclosed in the report.

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13. It is assumed that there are no hidden or unapparent conditions of the property, subsoil, or structures that render it more or less valuable. No responsibility is assumed for such conditions or for arranging for engineering studies that may be required to discover them. Unless otherwise stated in this report, the existence of hazardous material, which may or may not be present on the property, was not observed by the appraiser. The appraiser has no knowledge of the existence of such materials on the property. The appraiser, however, is not qualified to detect such substances. The value estimate is predicated on the assumption that there is no such material on the property that would cause a loss in value. No responsibility is assumed for any such conditions, or for any expertise or engineering knowledge required to discover them. The client is urged to retain an expert in this field, if desired.
14. The legal description is assumed to be correct. No responsibility is assumed for the legal description or matters involving legal or title considerations. The property is appraised as though free and clear of all encumbrances and under responsible ownership.
15. The appraisal assumes that all necessary governmental permits and approvals have been or will be obtained.
16. Acceptance of, and/or use of, this appraisal report by the client or any third party constitutes acceptance of the above conditions. The appraiser's liability extends only to the stated client and not to subsequent parties or users and is limited to the fee received.
17. Any drafts or preliminary information communicated to you during the course of the assignment is for your internal management use only, and may not be disclosed to any outside third parties without our prior written consent.
18. We do not authorize the out-of-context quoting from or partial reprinting of this appraisal. Neither all nor any part of this appraisal report will be disseminated to the general public by the use of media for public communication without the prior written consent of the undersigned. No part of this report or any of the conclusions may be included in any offering statements, memorandum, prospectus, or registration without the prior written consent of Wilkins Norwood Appraisal Associates, Inc.
19. This appraisal should not be considered a report on the physical items that are a part of this property. Although the appraisal may contain information about the physical items being appraised (including their adequacy and condition), it should be clearly understood that this information is to be used only as a general guide for property valuation and not as a complete or detailed physical report. I do not claim professional expertise in the construction, engineering, or legal fields, and any opinions given on these matters should be considered preliminary in nature.
20. The observed condition of the foundation, roof, exterior walls, interior walls, floors, heating system, plumbing, insulation, electrical, and all mechanicals and construction is based on a casual inspection only, if possible, and no detailed inspection was made. For instance, I claim no expertise in heating systems, and no attempt was made to inspect the interior of the furnace. The structures were not checked for building code violations, and it is assumed that all structures met the building code, unless so stated in this report.
21. Any allocation of total value between land and building, or any other fractional part or interest, as shown in the report, is invalidated if used separately or in conjunction with any other appraisal.

22. The income and expense projections in this report are not necessarily intended to represent results that will actually be achieved. They are intended to simulate the actions of a knowledgeable purchaser based on current market conditions and investment criteria.
23. The Americans with Disabilities Act ("ADA") became effective January 26, 1992. We have not made a specific compliance survey and analysis of this property to determine whether or not it is in conformance with the various detailed requirements of the ADA. It is possible that a compliance survey of the property, together with a detailed analysis of the requirements of the ADA, could reveal that steps need to be taken in order to comply with the rule. If so, the cost to comply with the Act could have a negative effect upon the value of the property. Since we had no direct evidence relating to the issue, we did not consider possible noncompliance with the requirements of ADA in estimating the value of the property.
24. Appraised values can differ significantly from actual sale prices, and sale prices may be inconsistent. Real estate appraisers sometimes differ widely in their opinions of value. Appraisers, like buyers and sellers, do not know everything about the property, the market, or the many other considerations that might influence value. Differences sometimes result from a client presenting the property in a very positive or negative light, especially if there are no data to the contrary. Situations under which properties sell can vary depending on management of the property, various motives of the seller and buyer, information they may or may not have about the property, salesmanship, and numerous other reasons. An appraisal is only an opinion – a sale is a fact.

Summary Appraisal Report

Complete Appraisal

This is a Summary Appraisal Report intended to comply with the reporting requirements set forth under Standards Rule 2-2(b) of the Uniform Standards of Professional Appraisal Practice for a Summary Appraisal Report. As such, it presents only summary discussions of the data, reasoning, and analyses used in the appraisal process to develop the appraiser's opinion of value. Supporting documentation concerning the data, reasoning, and analyses is retained in the appraiser's file. The depth of discussion contained in this report is specific to the needs of the client and for the intended use stated below. The appraiser is not responsible for unauthorized use of this report.

Identification of the Property

The subject property of this appraisal includes a rail corridor that begins near Madison St. in northeast Williamston and ends southeast of Belton near Hamby Rd. in Anderson County, SC. An overview of this corridor as supplied by CSX Real Property can be found on the following page, with photographs of the property included in the Addenda. This property is improved as an active rail line and is approximately 13.34 miles in length. The corridor is approximately 100' in width and includes rail improvements such as tracks, rails, switches, crossings, bridges, trestles, culverts, signals, communication lines and poles, grading, drainage, sub-ballast and ballasts.

It begins just outside the city limits of Williamston on the northeast side, continues to the south of the downtown area before crossing Highway 20 to the south of the town. Basically it runs on the west side of Highway 20 through a rural area between Williamston and Belton before crossing back over Highway 20 just to the north of Belton. The corridor passes on the east side of the Town of Belton before exiting the city and continuing on the northeast side of Highway 76.

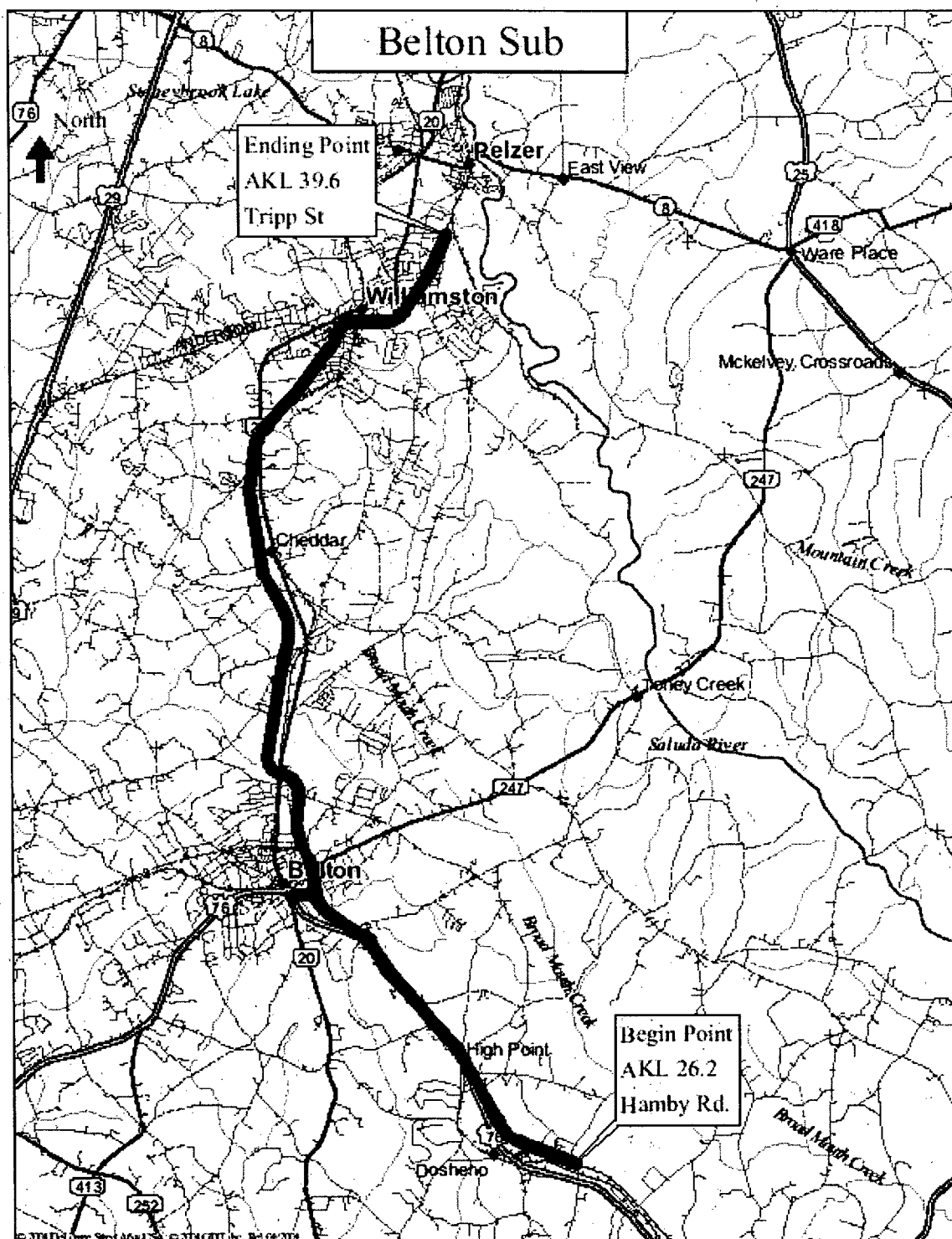
Much of the area that the corridor passes through is rural residential with land areas ranging from lots that are less than an acre to large tracts of land over 20 acres. In the town areas of Belton and Williamston, the corridor passes through various zoning areas including multifamily, single-family residential, industrial, some institutional, and commercial.

The city of Anderson is the county seat of Anderson County. Whereas Anderson County has a current estimated population of 165,740 people, Both Belton and Williamston are small towns. According to the 2000 census, Belton had a population of 4,461, a decrease of 4.0% from the 1990 census, and Williamston had a population of 3,791, a decrease of 2.2% from the 1990. Census. Source: www.andersonscchamber.com/

An overview of this corridor as supplied by CSX Real Property can be found on the following page. Maps showing the sections of the corridor, numbered 2-24 are included on Pages 9-13 with section totals following (as supplied by CSX Real Property). There is not a #1 section.

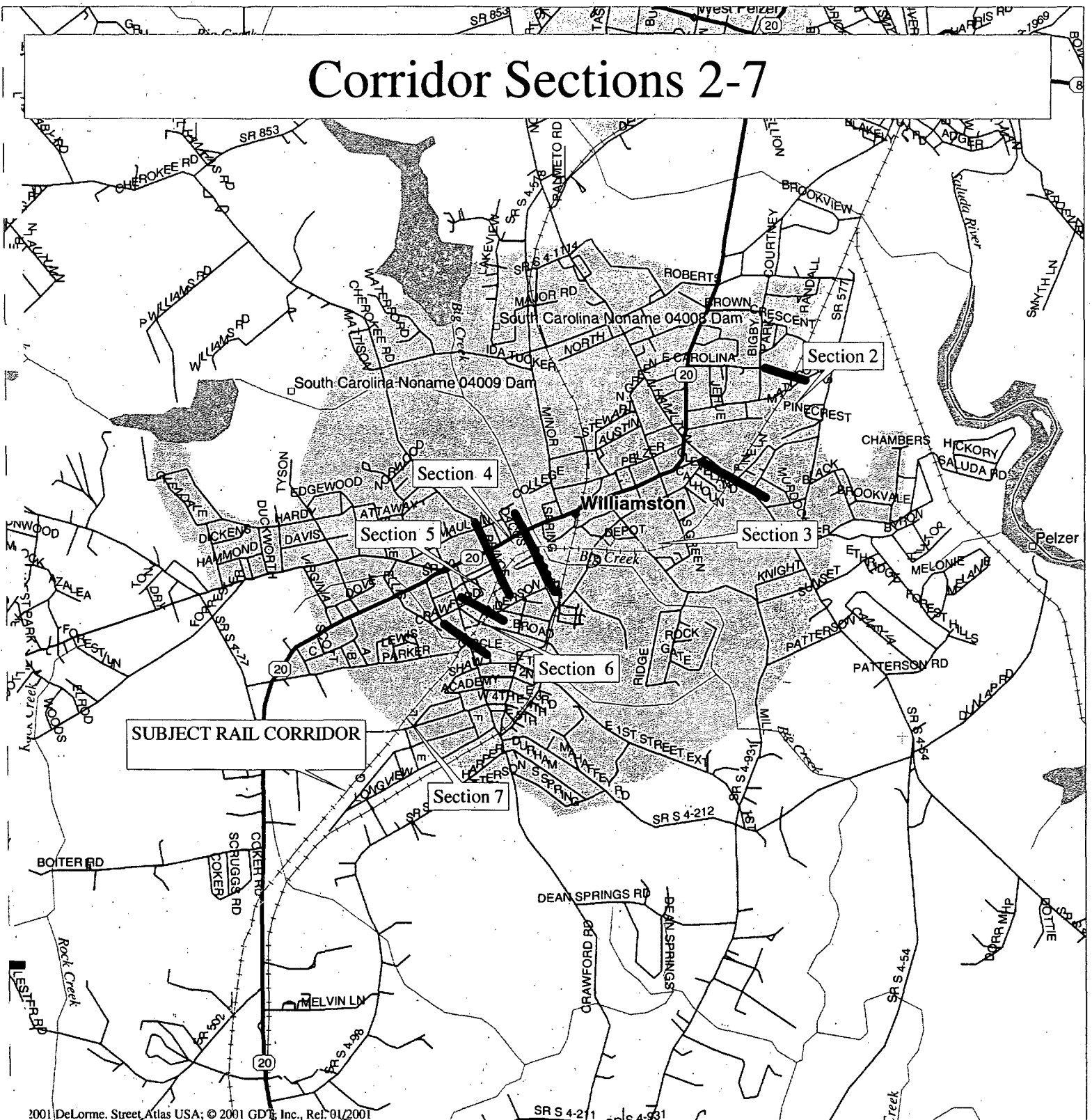
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Corridor Overview Supplied by CSX Real Property



000010

Corridor Sections 2-7



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Mag 14.00

on Dec 19 14:53 2005

Scale 1:31,250 (at center)

2000 Feet

1000 Meters

- | | | | |
|--|-------------------|--|-------------------|
| | Local Road | | Cemetery |
| | Major Connector | | County Boundary |
| | State Route | | Population Center |
| | US Highway | | Land |
| | Railroad | | Water |
| | Point of Interest | | River/Canal |
| | Small Town | | |
| | Locale | | |

000011

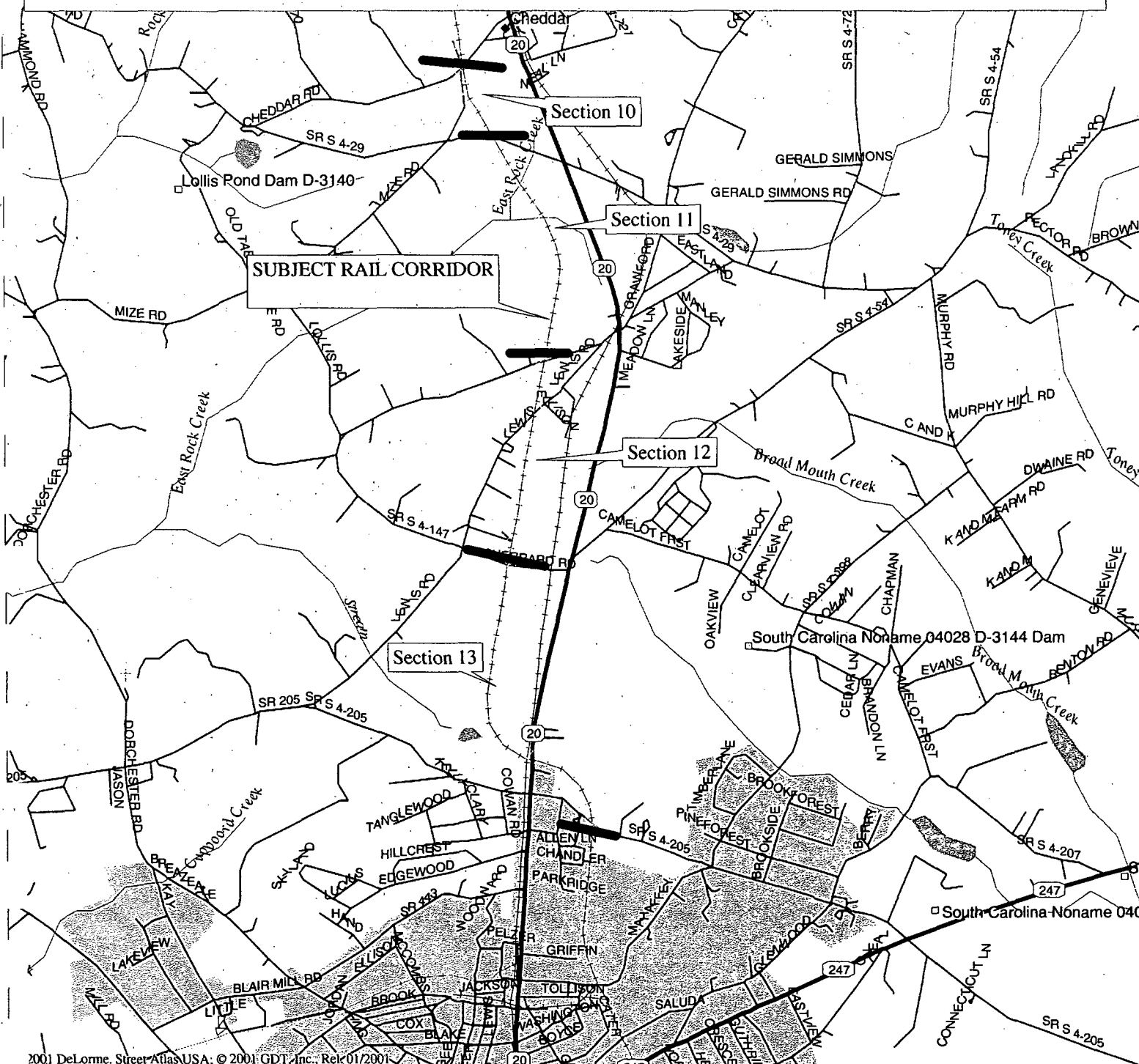
Corridor Sections 7-11

The map displays the Subject Rail Corridor, which runs vertically through the center. It is divided into five sections, labeled Section 7 through Section 11. The corridor is flanked by various roads and landmarks. To the left, roads include Cotton Rd, Briar Ridge W, Bower Rd, Coker Rd, SR 502, SR 610, Cheddar Rd, Hammond Rd, Dorchester Rd, and Mize Rd. To the right, roads include Dean Springs Rd, Crawford Rd, SR 4-212, SR 4-931, SR 4-720, SR 4-54, and ReCTOR Rd. Landmarks include Lollis Pond Dam D-3140, Gerald Simmons, and various creeks like Rock Creek and East Rock Creek. The map also shows the intersection of the corridor with US Highway 20. The title 'Corridor Sections 7-11' is prominently displayed at the top.

Mag 14.00
on Dec 19 14:55 2005
sale 1:31,250 (at center)
2000 Feet

000012

Sections 10-13



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Mag 14.00

on Dec 19 14:58 2005

sale 1:31,250 (at center)

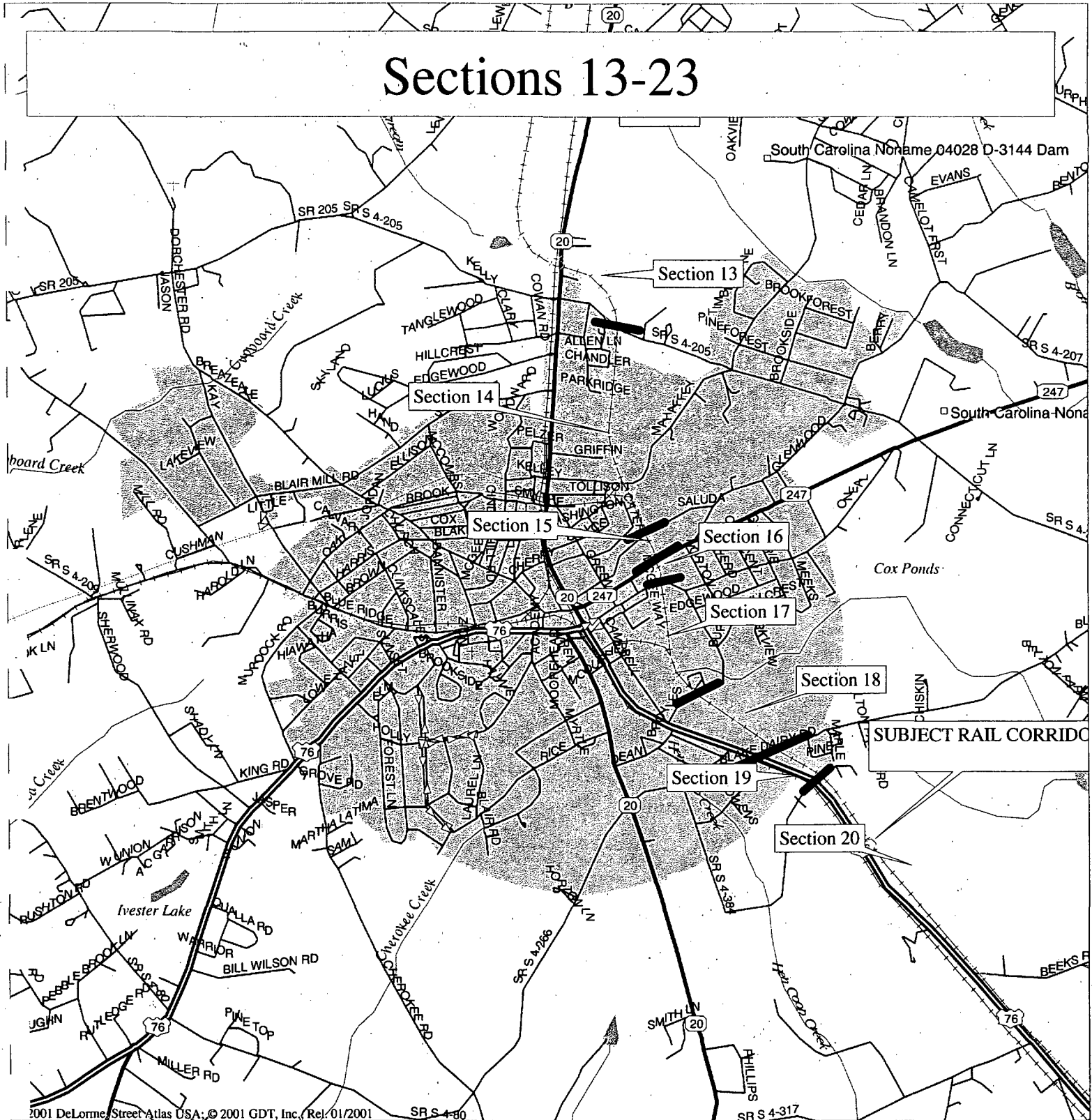
2000 Feet

1000 Meters

-  Local Road
 State Route
 US Highway
 Railroad
 Point of Interest
 Locale
 Railroad Abandoned
 Cemetery
-  Population Center
 Water
 River/Canal
- 000013

000013

Sections 13-23

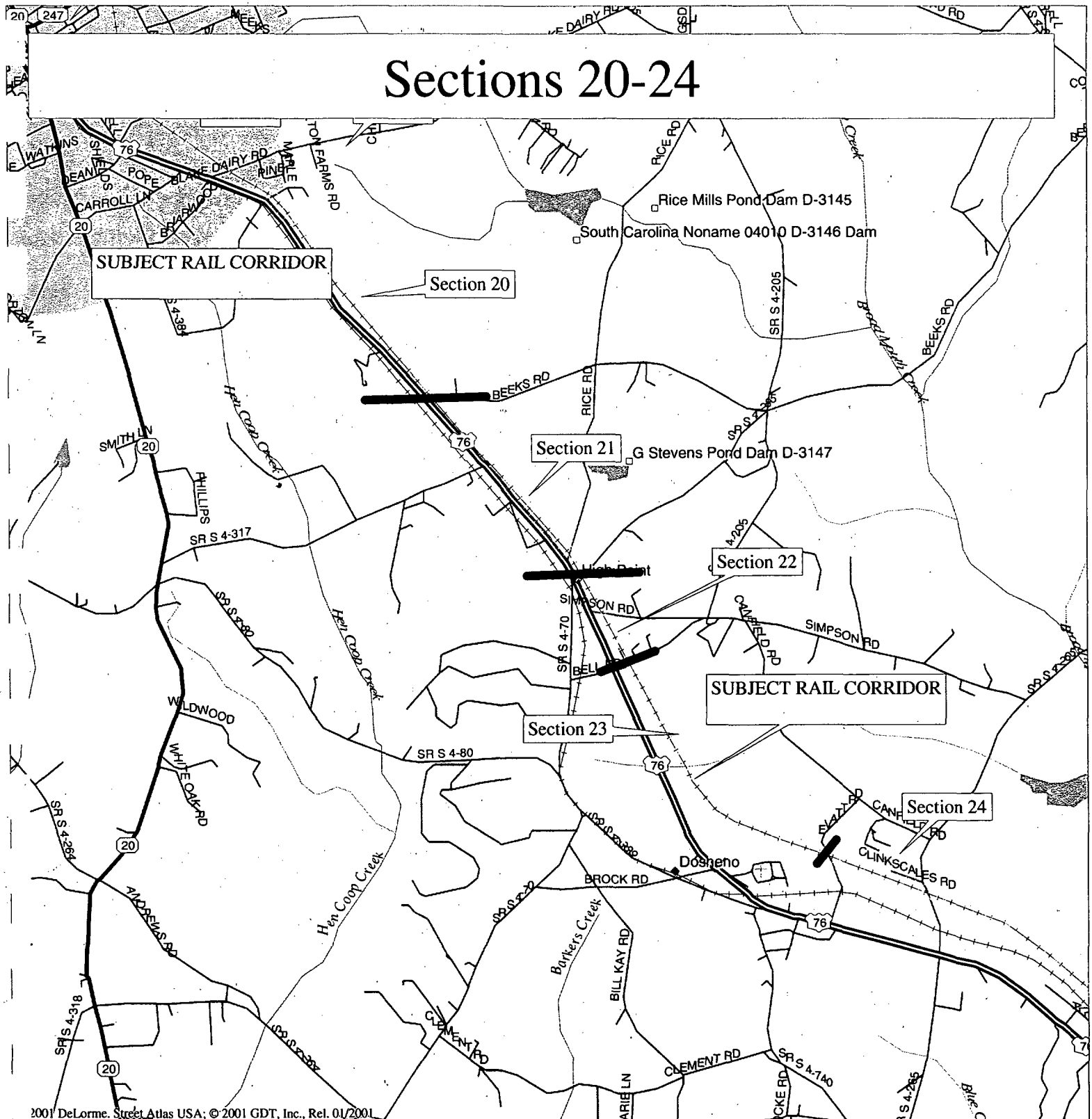


on Dec 19 15:00 2005
sale 1:31,250 (at center)
2000 Feet

-  Local Road
 State Route
 US Highway
 Railroad
 Point of Interest
 Railroad Abandoned
 Cemetery
 Population Center
 Water
 River/Canal

000014

Sections 20-24



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Mag 14.00

on Dec 19 15:02 2005

Scale 1:31,250 (at center)

2000 Feet

1000 Meters

- Local Road
- State Route
- US Highway
- Railroad
- Point of Interest
- Locale
- Cemetery
- Population Center
- Water
- River/Canal
- Intermittent River

000015

Corridor Section Sizes as Supplied by CSX Real Property

<u>Section</u>	<u>BELTON LINE SALE</u>	<u>SQ. FT.</u>	<u>ACREAGE</u>
2	MP AKL 39 TO HAMILTON ST	54,151.06	1.24
3	HAMILTON ST. TO 640545V S-301	672,782.42	15.44
4	640545V S-301 TO 640544N PRINCE ST	125,424.55	2.87
5	640544N PRINCE ST TO 640543G S-503	194,170.84	4.45
6	640543G S-503 TO 640542A L-0098	103,092.53	2.36
7	640542A L-0098 TO 640540L HWY 20	676,716.76	15.53
8	640540L HWY 20 TO 640539S S0502	243,493.00	5.58
9	640539S S0502 TO 640536W CHEDDAR RD	584,931.34	13.42
10	640536W CHEDDAR RD TO 640535P LOUIS LAKE RD	133,908.97	3.07
11	640535P LOUIS LAKE RD TO 640532U LEWIS RD	522,572.87	11.99
12	640532U LEWIS RD TO 640531M S 0147	290,046.49	6.65
13	640531M S 0147 TO 640527X E. CALHOUN RD	600,273.70	13.78
14	640527X E. CALHOUN RD TO 640525J SALUDA ST	567,408.85	13.02
15	640525J SALUDA ST TO 640522N SC 247 (RIVER ST)	61,656.91	1.41
16	640522N SC 247 (RIVER ST) TO 640524C ONEAL ST	40,039.93	0.91
17	640524C ONEAL ST TO 640521G BROYLES AV	424,042.69	9.73
18	640521G BROYLES AV TO 640520A BLAKE DAIRY RD	209,611.31	4.81
19	640520A BLAKE DAIRY RD TO 640519F HWY S-4-384	117,114.80	2.68
20	640519F HWY S-4-384 TO 640517S BEEKS RD	509,692.32	11.7
21	640517S BEEKS RD TO 640513P S0285	460,517.92	10.57
22	640513P S0285 TO C40511B BELL RD	211,410.59	4.85
23	C40511B BELL RD TO EVATT RD	592,889.72	13.61
24	640509A EVATT RD TO END OF CORRIDOR	192,929.03	4.42
	Total of All Sections:	7,588,878.60	174.09

BELTON LINE SALE STARTED AT MP AKL 39 WHICH IS
SOUTH OF MATTISON ST.

The Date of Appraisal

The date of this appraisal report is as of November 11, 2005 (which is the date this corridor was inspected); this date is the effective date of the appraisal also and is also the perspective from which the appraiser is examining the market.

Real estate investment has a high degree of risk, and performance and success are dependent upon management, market liquidity, and outside influences. If for any reason subsequent events occur after the date of this appraisal, the value of the property will change. Subsequent events would encompass worldwide, national, regional, local or neighborhood influences.

Purpose and Intended Use of the Appraisal

The purpose of the appraisal is to estimate the market value of the subject property in fee simple, free and clear of all encumbrances, as if absolute title is vested in one owner. This appraisal is being prepared for Brad T. Beckworth, Manager-Valuation of CSX Real Property, Inc., and the client with respect to this appraisal. It is my understanding that the intended use of this appraisal is to assist CSX in effectively managing and/or marketing this real estate asset. I assume that the subject property is owned in fee simple or easement title by CSX Transportation, Inc. and is free of environmental contamination.

In this report I have prepared two separate valuations. The first is the market value of an intact corridor, and the second is the estimation of the Net Liquidation Value of the fee parcels. It is my understanding that this appraisal may be used for an abandonment-filing with the Surface Transportation Board, and Net Liquidation Value is necessary for that use. Note that the market value of the intact corridor includes both fee parcels and easement acreage, whereas a separate valuation only estimates the Net Liquidation Value of the fee parcels.

Scope of the Appraisal & the Extent of the Process of Collecting, Confirming, & Reporting Data

A "Complete Appraisal" was made of the subject property and it is being reported as a "Summary Appraisal Report" as described in the Uniform Standards of Professional Practice. The departure provision was not invoked in this appraisal.

In my analysis I have inspected the property, searched the neighborhood for comparable land sales data in order to prepare the appropriate corridor valuation methodology for the subject corridor. The first step in valuing an intact corridor was to classify the corridor based upon adjacent land uses and zoning on either side of the corridor, which in this case involved a variety of uses from residential to industrial to commercial. This process identifies what is "across the fence" (ATF) from the subject, and forms the basis for the selection of comparable sales. I divided the corridor into sections by use and CSX Real Property calculated the sections size; these are found on Page 14 of this report.

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In addition to the subject corridor being valued as an intact corridor, a separate valuation is estimated of the Net Liquidation Value of the fee parcels.

Sales data for each land use category has been confirmed by deed, Anderson County tax records, and by a party to the transaction when possible. The appraiser from adjoining public streets inspected all sales included in this report. Land sales were researched primarily from January 2003 thru the latest available sales in 2005 from the Anderson County tax assessor's records; however, in some cases older sales were included due to lack of data in a small market.

Corridor sales data was obtained from Charles W. Rex, III, MAI of RMI Midwest in Wilmette, IL. These sales were included in this report with the permission of RMI Midwest under the following conditions:

- The format of the sales should stay the same and retain his copyright.
- It must be stated in the report that any sales used are with the permission of RMI Midwest.
- The use of these sales is restricted to this appraisal and I agree not to use these sales in any other assignment.
- These sales cannot be given to anyone else.
- I must keep a signed agreement with the sales in my file.

Mr. Rex has done extensive research on corridor sales and I am using this data assuming it is correct.

"Environmental Disclaimer" - This appraisal is based on the following environmental disclaimer because I am not qualified to make the determination as to whether or not there are any environmental hazards on or near this property. Please note that unless otherwise stated in this report, the appraiser did not observe the existence of hazardous material, which may or may not be present on the property. The appraiser has no knowledge of the existence of such materials on or in the property. The appraiser, however, is not an environmental expert, and does not have the expertise necessary to detect environmental hazards such as the presence of urea-formaldehyde foam insulation, toxic waste, asbestos or hazardous building materials or any other environmental hazards on the subject or surrounding properties. The presence of substances such as asbestos, urea-formaldehyde foam insulation or other potentially hazardous materials may affect the value of the property. The value estimate is predicated on the assumption that there is no such material on or in the property that would cause a loss in value. No responsibility is assumed for any such conditions or for any expertise or engineering knowledge required discovering them. The client is urged to retain an expert in this field, if desired.

Definition of Market Value

The definition of "market value" prescribed by the Federal Home Loan Bank is as follows: "The most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller, each acting prudently, knowledgeably and assuming the price is not affected by undue stimulus. Implicit in this definition is the

consummation of a sale as of a specified date and the passing of title from seller to buyer under conditions whereby:

- a) Buyer and seller are typically motivated;
- b) Both parties are well informed or well advised, and each acting in what he considers his own best interest;
- c) A reasonable time is allowed for exposure in the open market;
- d) Payment is made in terms of cash in US dollars or in terms of financial arrangements comparable thereto; and
- e) The price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions granted by anyone associated with the sale."

A reasonable exposure time for the subject was estimated to be within a period of six to nine months. This is based on available supply and demand and marketing time of other properties in the area, and assumed that the property was actively marketed at a reasonable price.

Property Rights Appraised

The property is appraised in fee simple, free and clear of all encumbrances, as if absolute title is vested in one owner. I am aware that large portions of this property are actually held in non-fee or easement title; however, in this case it appears the value would be the same as if it were held in fee simple due to the length of ownership. Note that the market value of the intact corridor includes both fee parcels and easement acreage, whereas a separate valuation only estimates the Net Liquidation Value of the fee parcels.

History of the Property

This property has been an active rail corridor and not transferred in the last 5 years. It is not currently for sale; however, it is my understanding that another railroad is considering purchasing this line from CSX Real Property.

Zoning

Since the subject property is a corridor, there are different zonings throughout the corridor. Some of the properties have City of Belton zoning, City of Williamston zoning, Anderson County zoning, and some do not have zoning at all. A list of zoning for each particular section of the corridor is shown on a chart in the Valuation section of this report (Pages 34-35).

Highest & Best Use

Fundamental to the concept of value is the theory of highest, best, and most profitable use. Highest and best use is defined as the use, from among reasonably probable and legal alternative uses, that is found to be physically possible, appropriately supported, financially feasible, and that results in the highest present land value, according to The Appraisal of Real Estate.

Elements affecting highest and best use include location, surrounding development, supply and demand, zoning, availability of utilities, shape, size, topography of the land, and use restrictions.

The subject property of this appraisal is a rail corridor that is currently in use, but may be abandoned in the future. A rail corridor is an unusual piece of land because a great deal of effort is usually required in order to obtain a right of way extending across such a distance; therefore, the potential uses of a continuous corridor must be analyzed. A corridor has value because it connects two points with benefits or economic advantages to the potential user. Other than for rail use, existing corridors can be used as pipelines for natural gas, oil and refined fuels, public or private roadway, fiber optics, telephone or other telecommunications lines, power lines, water and storm sewer lines, coal slurry lines, sanitary sewer lines, trail use (under National Interim Trails Use Act) or other recreational facilities.

When appraising a corridor, the first step is to determine whether or not a demand exists for its use, or continued use, as a corridor. Below is a list of characteristics that must be analyzed when appraising a corridor when deciding whether or not it has a special value enhancement as a transportation/communication corridor:

1. the size, quality, value, use and activity at the ends of the corridor
2. whether the width of the corridor sufficient to perform its intended use
3. if there other competing corridors available that connect the same two ends, for example, if there are three potential users and only one available corridor, the value may be higher than if there is only one potential user for the corridor and several other corridors are available that connect the same ends.
4. if only one corridor exists, a potential buyer can either buy the existing corridor or acquire a new corridor which would involve the high costs of assembling a new one.

This corridor is located in basically a rural area of Anderson County and extends through two towns where the population is less than 5,000 in each. The corridor runs through mostly agricultural land between the towns. Although this is not a high density, metropolitan area, the corridor is level, of sufficient length and width, and is less costly to utilize than to acquire and assemble a substitute corridor. It could be used for continued rail service, utilities, other government use, or trail use. Therefore, the highest and best use would be for continued corridor use first, and secondly, for it to be sold to adjacent landowners if a corridor purchaser is not found.

The highest and best use of the fee parcels is noted on their valuation chart.

Sources for ATF Valuation Above:

Arthur G. Rahn, "Across the Fence Methodology for Valuation of Corridors: What is it and How is it Used?" The Appraisal Journal, July 2001.

John P. Dolman, MAI, CRE and Charles F. Seymour, MAI, CRE, "Valuation of Transportation Communication Corridors" The Appraisal Journal, October 1978.

Approaches to Value

In this report I have prepared two separate valuations. The first is the market value of an intact corridor, and the second is the estimation of the Net Liquidation Value of the fee parcels. Each method is described in detail in separate sections of this appraisal report.

Below are several definitions used in this appraisal as found in The Appraisal Institute's The Dictionary of Real Estate Appraisal, 4th Edition.

"1. Corridor Valuation – The process of estimating market value of the right to use corridor real estate. According to the Bureau of Land Management and U.S. Forest Service, relevant valuation approaches include land-based methods such as the across the fence method, going rate (sales comparison) approach, alternate route (cost avoidance) approach, and before and after method, and non-land-based methods such as liquidation value, replacement, income value, and competitive bid methods.

2. Across the Fence Method – A land valuation method typically used to estimate the value of a real estate corridor, including railroad or pipeline rights of way, highways, or other corridor real estate. The price or value of land adjacent to the corridor (i.e., "across the fence") is considered for the valuation.

3. Across the Fence (ATF) Value – In the valuation of real estate corridors, the value concluded based on a comparison with adjacent lands before the consideration of any other adjustment factors. The ATF value accounts for location and market conditions. Accordingly, this is an intermediate value without (or prior to) the consideration of the corridor factor.

4. Corridor Factor – In the valuation of existing corridors, a factor that expresses the ratio of the price paid for a transportation or communications corridor (i.e., the sale price of an existing corridor) and the across the fence (ATF) value. Typically used in the valuation of existing corridors and not the assembly of a new corridor."

First Valuation - Market Value Estimate of an Intact Corridor

Improved real estate is typically valued by using the Sales Comparison, Cost, and Income Capitalization Approaches, whereas only the Sales Comparison Approach values vacant land. However, the subject property is a rail corridor, which is classified as a special purpose property because it was assembled by portions of adjacent properties. Typically appraisers use a variation of the sales comparison approach when appraising a transportation corridor and it is called "across the fence" or "ATF" valuation. The ATF theory is that the land in the corridor should be worth at least as much as the land through which it passes.

The ATF valuation approach is appropriate when the highest and best use of the site is for continued corridor operation. If there is no demand for continued corridor use, then the corridor should be divided into smaller parcels based on surrounding land use, and presumably sold to the

adjacent landowners. This process differs from ATF valuation because allowances for marketing time and applicable expenses such as sales commissions, etc. could be deducted from gross proceeds with the net proceeds discounted in order to arrive at a net liquidation value.

The appraiser must first analyze the corridor's location estimate the highest and best use of the corridor. If it is decided that the highest and best use of the area is for continued corridor operation, then ATF methodology is applied. The steps for completing an ATF appraisal are listed below:

1. The subject corridor is inspected and divided into sections based upon its zoning and the uses of the adjoining land. The use that is across the fence from the corridor on each side should be determined. For example, a segment with agricultural uses on one side and industrial uses on the other should be split longitudinally by use.
2. Land sales are analyzed in order to estimate the value of land adjacent to the subject corridor so it can be related to the corridor. A per unit price, either per square foot or per acre in most cases, is adjusted to reflect dissimilarities in location and local conditions. Since the sales should be reflective of land that is adjacent to the corridor, no adjustments are made for size and shape of the sales in comparison with the subject.
3. The estimated ATF unit price (per acre or per square foot) for each section of the subject corridor is estimated by the appraiser. The area of each section of the corridor is then multiplied by the ATF estimated ATF unit price in order to arrive at the ATF estimated price for each section.
4. The ATF section prices are added together for a total estimated ATF price of the corridor.
5. Based on the highest and best use of the corridor, the appraiser then compares ratios between sales prices and ATF prices for other corridors that have been sold and had similar highest and best uses to the subject and estimates the appropriate ratio to be applied to the total estimated ATF price of the subject.
6. The total estimated ATF price of the subject is then multiplied by the appropriate ratio to estimate the probable market value of the subject corridor. This factor is called an enhancement or corridor factor.

Sources for ATF Valuation above:

Arthur G. Rahn, "Across the Fence Methodology for Valuation of Corridors: What is it and How is it Used?" The Appraisal Journal, July 2001.

John P. Dolman, MAI, CRE and Charles F. Seymour, MAI, CRE, "Valuation of Transportation Communication Corridors" The Appraisal Journal, October, 1978.

On the following pages are the land sales that were utilized in this appraisal, followed by a map showing their location in relation to the subject corridor and a Summary Chart of all the sales. The analysis of the different sections of the corridor is then shown on a chart entitled "Computation of Zone/District Values". This chart shows the zoning of each section of the corridor, its highest and best use, with the calculation of the estimate each section's ATF value. Note that the land sales that were given the most credence in the value estimate are noted in each

section. All land sales have been adjusted for market conditions. Lastly the values are totaled for a total across the fence (ATF) value for the entire corridor.

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LAND SALES IN ANDERSON COUNTY

Sale #	1	2	3	4	5	6	7	8
Type of Land Sale City/County	C-2 Anderson Co. near Williamston	Highway Comm. Williamston	Highway Comm. Williamston	Highway Comm. Williamston	Residential Lot Williamston	Residential Lot Williamston	Residential Lot Williamston	Residential Lot Williamston
Location	Beaverdam Rd./ Hwy 77	N/E/C Moorings Dr. & Greenville Dr.	S/Q Roberts Blvd Hamilton & Mackey Sts	N/E/S S. Hamilton St. one parcel east of Greenville St.	N/S Tripp St. Ext East of Hwy 20	E/S Tripp St.	E/S Tripp St. South of Mattison St.	E/S Tripp St. South of Mattison St.
Greenville Co. Tax #	22111 09 005	24402 07 001	24404 01 007	24403 01 024	24400 07 001	24418 01 016	24418 01 013	24418 01 014
Date of Sale	Apr-02	Mar-04	Mar-04	Dec-02	Apr-03	Jan-05	Jan-03	Jan-05
Grantor	Mary Ann Holland	Sammy Wood	Distone, Inc.	Dean H. Townsley	Douglas L. Carter	Sharon L. McDonald	Haskett Realty Corp	Haskett Realty Corp
Grantee	Walter T. Brashier	John B. Roache et.al.	Weather Mark Investments, Inc.	Bel-Mar Enterprises, Inc.	Annette Larson	Karin M. Melvin	Fred E. Waddell	Aulida Snipes
Land Size	35.53 Acres	.44 Acres	2.61 Acres	.486 Acres	.91 Acres	1.13 Acres	1.48 Acres	1.56 Acres
Deed	4696/203	6025/319	6028/66	5129/228	5433/100	6556/17	5252/237	6547/235
Sales Price	\$363,000	\$59,500	\$186,000	\$85,000	\$8,500	\$19,000	\$21,900	\$19,500
Sales Price/Sq.Ft.	\$10,217/AC	\$3.10	\$1.64	\$4.02	\$0.21	\$0.39	\$0.34	\$0.29
Sales Price/Acre			\$71,264					
Confirmation	Deed/tax office C-2	Deed/tax office HC	Deed/tax office HC	Deed/tax office HC	Deed/tax office None	Deed/tax office None	Deed/tax office None	Deed/tax office None
Zoning	Agricultural Use							
Comments		Was a used car lot; buyer plans to build H&R Block office	Rectangular shape	Rectangular shape	Rectangular- shaped	Rectangular- shaped	Rectangular- shaped	Rectangular- shaped
Time Adjustment (3%/Yr):	3.58 yrs	1.67 yrs	1.67 yrs	2.92 yrs	2.58 yrs	.83 yrs	2.83 yrs	.82 yrs
Adjusted price/SF:		\$3.26/SF	\$1.72/SF	\$4.39/SF	\$2.23/SF	\$4.40/SF	\$3.37/SF	\$3.30/SF
Adjusted price/AC:	\$11,374/AC		\$74,921/AC					

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LAND SALES IN ANDERSON COUNTY

Sale #	9	10	11	12	13	14	15	16
Type of Land Sale City/County	Residential Lot Williamston	Residential Lot Williamston	R-2 Single Family Williamston	Residential Anderson Co.	Residential Anderson Co.	Residential Anderson Co.	Residential Lot Williamston	Residential Lot Williamston
Location	E/S Tripp St.	E/S Tripp St. South of Mattison St.	NW/Q Tripp St., Whilden Dr. & Murdock St.	Off E/S Tripp St. Adjacent to RR & Saluda River	E/S S. Hamilton St. South of Harbison Dr.	S/S Saluda Rd.	S/S Harper	S/S Longview Dr.
Greenville Co. Tax #	24418 01 017	24418 01 012	24401 05 004	24400 009 007	24504 04 012	24501 01 023	22200 09 014	24516 04 003
Date of Sale	Jan-05	Apr-04	Aug-05	Nov-05	May-05	Jul-05	Jun-04	Sep-04
Grantor	Rhonda Stennett	Haskett Realty Corp	Strother E. Murdock Jr. and Mary W.	Charles H. Chreitzberg et.al.	Jack T. Patterson	Sandra L. Claytor et.al.	Kenneth W. Houck, et.al.	Ronnie S. & Deborah W. Hammond
Grantee	Karin M. Melvin	Frands & Cozette Kristiansen	Miriam K. Smith	Layne J. Clint	Ronald C. & Kimberly Crawford	Dale E. McCroskey	Marvin A. Waldon	Thomas B. Waldon
Land Size	3.91 Acres	5.14 Acres	15.15 Acres	41.82 Acres	2.00 Acres	5.32 Acres	1.33 Acres	.42 Acres
Deed	6556/15	6117/205	6924/81	7059/226&228	6772/147	6852/258	2633/109	3687/35
Sales Price	\$20,000	\$37,000	\$181,000	\$100,000	\$32,000	\$23,000	\$14,000	\$9,000
Sales Price/Sq.Ft.	\$0.12	\$0.17			\$0.37	\$0.10	\$0.24	\$0.49
Sales/Price/Acre	\$5,115/AC	\$7,198/AC	\$11,947/AC	\$2,391/AC		\$4,323/AC		
Confirmation	Deed/tax office	Deed/tax office	Deed/tax office	2 Deeds/tax office	Deed/tax office	Deed/tax office	Deed/tax office	Deed/tax office
Zoning	None	None	R-2	None	None	None	Res. Agric. Co.	R-3
Comments	Rectangular- shaped	Flag-shaped	Irregularly-shaped	Irregularly-shaped	Rectangular shape	Adjoins P&N RR	Rectangular- shaped	Rectangular- shaped
Time Adjustment (3%/Yr):	.83 yrs	1.58 yrs	.25 yrs	0	.5 yrs	.33 yrs	1.42 yrs	1.17 yrs
Adjusted price/SF:	\$.12/SF	\$.18/SF			\$.38/SF	\$.10/SF	\$.25/SF	\$.51/SF
Adjusted price/AC:	\$5,244/AC	\$7,547/AC	\$12,037/AC	\$2,391/AC		\$4,366/AC		

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LAND SALES IN ANDERSON COUNTY

Sale #	17	18	19	20	21	22	23	24
Type of Land Sale City/County	Residential Lot Williamston	Residential Lot Williamston	R-4 Multifamily Williamston	R-4 Multifamily Williamston	R-4 Multifamily Williamston	R-4 Multifamily Williamston	Residential Agri. Anderson Co.	Residential Agri. Anderson Co.
Location	S/S Longview Dr.	S/S Longview Dr.	N/W/Q Gossett, Anderson & Prince Strs.	S/S Williams St. at Crown Ct.	Minor Rd. at Middleton	N/S School St. between Hwy 20 & Hamilton St.	N/S Boiter Rd. W of Hwy 20 near Scruggs	N/W/C Hwy 20 & Cheddar Rd.
Greenville Co. Tax #	24516 04 036	24516 04 032	24513 03 006	24509 04 004	24400 17 001	24404 02 023	222 00 03 021	22300 05 005
Date of Sale	Dec-03	Dec-02	Jun-02	Jan-01	Apr-01	Aug-02	Jul-04	Jun-02
Grantor	Karen L. Ellison	James T. & Walter Ellison	Mary Ann Holland	Sarah F. Webb et.al.	Spring Water Properties, LLC	Mattie S. Porter	Charles H. Knight	Welborn S. & Sharon McClellion
Grantee	McStone LLC	Maria & Jose Martinez	Park View Family Apartments, LP	John A. Cox	John A. Cox	Walter & Shirley Mitchell	Martin Builders Inc.	Cedar Grove Baptist Church
Land Size	.59 Acres	.43 Acres	5.464 Acres	8.12 Acres	10.42 Acres	.738 Acres	1.00 Acres	3.16 Acres
Deed	5935/122	5141/173	4802/286	3995/296&300	4123/14	4907/288	6305/51	4810/146
Sales Price	\$10,000	\$12,000	\$150,000	\$87,840	\$165,000	\$10,000	\$15,000	\$43,350
Sales Price/Sq.Ft.	\$0.39	\$0.64	\$0.63	\$10,818/AC	\$15,835/AC	\$0.31	\$34/SF	\$31/SF
Sales/Price/Acre			\$27,452/AC				\$15,000/AC	\$13,718/AC
Confirmation	Deed/tax office	Deed/tax office	Deed/seller	Tax Office	Deed/tax office	Deed/tax office	Deed/tax office	Deed/tax office
Zoning	R-20 Res.	R-20 Res.	R-4	R-4	R-4	R-4 MF	Res. Agri.	Res. Agri.
Comments	Triangle-shaped Adjoins abandoned RR	Rectangular- shaped Adjoins abandoned RR	Irregularly-shaped	Irregularly-shaped	br. apt buildings developed at corner with rear awaiting development	Irregular-shaped	Rectangularly- shaped	Irregularly-shaped Adjoins Subject RR Corridor
Time Adjustment (3%/Yr):	1.92 yrs	2.92 yrs	3.42 yrs	4.82 yrs	4.58 yrs	3.25 yrs	1.33 yrs	3.42 yrs
Adjusted price/SF:	\$.41/SF	\$.70/SF				\$.34/SF	\$.35/SF	\$.34/SF
Adjusted price/AC:			\$30,414/AC	\$12,499/AC	\$18,164/AC		\$15,610/AC	\$15,198/AC

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LAND SALES IN ANDERSON COUNTY

Sale #	25	26	27	28	29	30	31
Type of Land Sale City/County	Residential Agri. Anderson Co.	Residential Agri. Anderson Co.	Residential Agri. Anderson Co.	Residential Agri. Anderson Co.	Residential Agri. Anderson Co.	Residential Agri. Anderson Co.	Residential Agri. Anderson Co.
Location	Off W/S Hwy 20 Adjacent to RR; Near Maxcy & Mize Rds	N/S Garren Rd. at Oakwood Dr. to East of Hwy 20	N/S Garren Rd. at Oakwood Dr. to East of Hwy 20	N/S Garren Rd. at Oakwood Dr. to East of Hwy 20	W/S Copeland Rd. Between Bell & Cheddar Rds	W/S Highway 20 at Sherrod Rd.	N/S Calhoun Rd. Adj. to the E/S of the Subject Rail Corridor E of Hwy 20
Greenville Co. Tax #	22300 15 011	22300 08 009	22300 08 008	22300 08 005	22300 01 012	22400 12 002	22500 04 002
Date of Sale	Dec-00	Dec-04	Dec-04	Dec-04	Jun-05	Jul-05	Apr-00
Grantor	Belton Metal Co., Inc.	Curtis & Inez T. Simmons	Curtis & Inez T. Simmons	Curtis & Inez T. Simmons	Janelle Basker Green	Stephen G. Kay	Stuart L. Hunter
Grantee	Clairy Family LLC	Larry J. & Margaret Stone	Jon D. Henderson	Jimmy D. & Angela Ellison	Joe T. Reynolds	Robert D. Chapman	Thomas B. & Leigh Callahan
Land Size	34.96 Acres	3.55 Acres	4.00 Acres	5.00 Acres	2.19 Acres	3.01 Acres	20.31 Acres
Deed	4001/131	6535/155	6541/145	6348/149	6793/70	6841/114	3729/351
Sales Price	\$69,920	\$40,000	\$35,000	\$50,000	\$35,000	\$35,000	\$55,000
Sales Price/Sq.Ft.		\$26/SF	\$20/SF	\$23/SF	\$37/SF	\$27/SF	
Sales Price/Acre	\$2,000/AC	\$11,268/AC	\$8,750/AC	\$10,000/AC	\$15,982/AC	\$11,628/AC	\$2,708/AC
Confirmation	Deed/tax office	Deed/tax office	Deed/tax office	Deed/tax office	Deed/tax office	Deed/tax office	Tax Office
Zoning	Res. Agri.	Res. Agri.	Res. Agri.	Res. Agri.	Res. Agri.	Res. Agri.	None
Comments	Irregularly-shaped Adjoins Subject RR Corridor	Rectangularly- shaped	Rectangularly- shaped	Rectangularly- shaped	Rectangularly- shaped	Rectangularly- shaped	Irregularly-shaped
Time Adjustment (3%/Yr):	4.92 yrs	.92 yrs	.92 yrs	.92 yrs	.42 yrs	.33 yrs	5.58 yrs
Adjusted price/SF:		\$27/SF	\$21/SF	\$24/SF	\$37/SF	\$27/SF	
Adjusted price/AC:	\$2,318/AC	\$11,583/AC	\$8,995/AC	\$10,279/AC	\$16,184/AC	\$11,744/AC	\$3,201/AC

200027

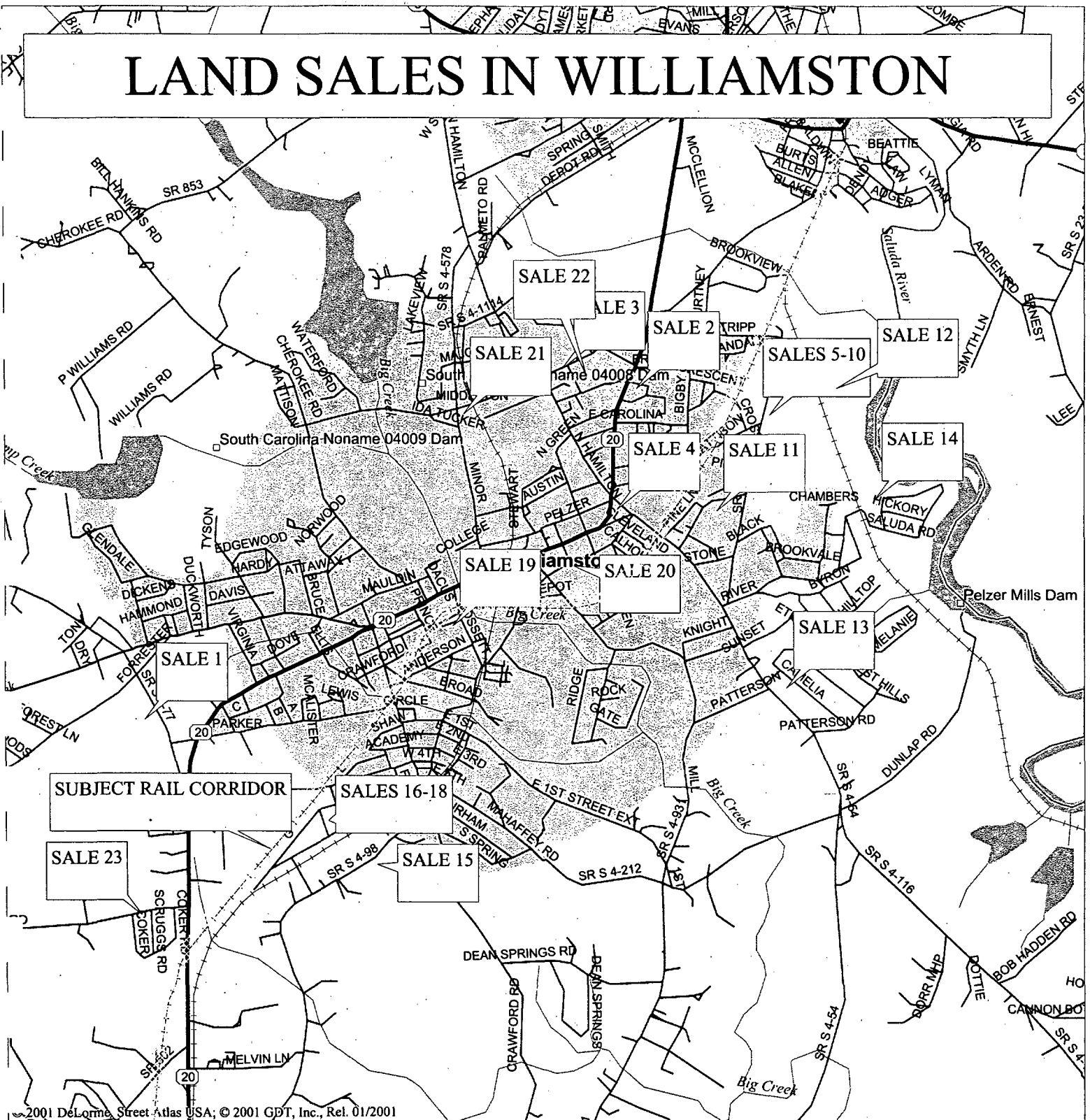
LAND SALES IN ANDERSON COUNTY

Sale #	32	33	34	35	36	37	38
Type of Land Sale City/County	General Comm. Belton	Residential Agri. Anderson Co.	Residential Lot Anderson Co.	Residential Lot Anderson Co.	Residential Lot Anderson Co.	Residential Lot Anderson Co.	General Comm. Belton
Location	N/E/C Hwy 20 & Calhoun Rd.	N/S Broadway School Rd. Near Breeddale Rd.	E/S Sylvia Rd. South of Broadway School Rd. to the NW of Belton	E/S Sylvia Rd. South of Broadway School Rd. to the NW of Belton	E/S Sylvia Rd. South of Broadway School Rd. to the NW of Belton	E/S Sylvia Rd. South of Broadway School Rd. to the NW of Belton	E/S N. Main St. North of Griffin Ave.
Greenville Co. Tax #	24901 01 001	22500 06 004	22500 10 018	22500 10 019	22500 10 021	22500 10 022	24901 05 011
Date of Sale	Mar-05	Mar-04	Aug-02	Jun-04	Oct-03	Nov-03	Oct-00
Grantor	Roland K. Drake & Mark Mizzell	Clemson Univ.	Michael Holsenbach	Michael Holsenbach	Michael Holsenbach	Michael Holsenbach	J. M. Horton, Jr.
Grantee	Robert D. Chapman	Patrick Odell	Aho Homes LLC	William A. & Sandra L. Ratcliffe	William Derrick	Hugh T. Morgan	Deborah A. Garrett
Land Size	3.222 Acres	166.75 Acres	.44 Acres	.69 Acres	.72 Acres	.73 Acres	1.00 Acre
Deed	6661/284	6101/23	4900/194	6220/58	5814/235	5891/179	3917/156
Sales Price	\$81,000	\$502,112	\$13,800	\$13,800	\$13,000	\$13,000	\$40,000
Sales Price/Sq.Ft.	\$0.58	\$3,011/AC	\$72/SF	\$46/SF	\$41/SF	\$41/SF	\$92/SF
Sales/Price/Acre	\$25,140/AC	Deed/tax office	Deed/tax office	Deed/tax office	Deed/tax office	Deed/tax office	Tax Office
Confirmation	Deed/tax office	None	None	None	None	None	Gen. Comm.
Zoning	Gen. Comm.	Irregularly-shaped Located to NW of Town of Belton	Rectangularly- shaped	Rectangularly- shaped	Rectangularly- shaped	Rectangularly- shaped	Rectangularly- shaped
Comments							
Time Adjustment (3%/Yr):	.67 yrs	1.67 yrs	3.25 yrs	1.42 yrs	2.08 yrs	2 yrs	5.08 yrs
Adjusted price/SF:	\$59/SF	\$3,165/AC	\$79/SF	\$48/SF	\$44/SF	\$44/SF	\$1.07/SF
Adjusted price/AC:	\$25,650/AC						

LAND SALES IN ANDERSON COUNTY

Sale #	39	40	41	42	43	44	44
Type of Land Sale City/County	General Comm. Belton	General Ind. Belton	General Ind. Belton	No Zoning Anderson Co.	Residential Agri. Anderson Co.	Industrial Anderson Co.	Residential Agri. Anderson Co.
Location	NW/C S. Main (Hwy 76) & Campbell St. at Broyles	S/E/S Broyles Ave. & Subject Rail Corridor	W/Quadrant of McGee Way & O'Neal St. at Green St.	S/E/S Blake Dairy Rd. NE of Belton Farm Rd.	S/S Campbell Rd. N/E of Hwy 76/178	N/S Hwy 76/178 Adjacent to RR at Alewine Rd.	W/S Bill Kay Rd. S/S Hwy 76/178
Greenville Co. Tax #	25001 01 009	25000 02 002	24903 12 007	25000 03 032	25100 08 019	26600 13 002	24200 08 022
Date of Sale	Sep-03	Oct-04	Feb-03	Mar-01	May-01	Jul-02	Jul-02
Grantor	Leonard Iowa LLC	Kinder Partners LP	Roger J. Williams	Robert L. & Robbie Ann Crump	James E. Campbell	Tri County Fertilizer & Specialties Co.	Laura C. & Roy Mattox
Grantee	Connelly Springs Assoc. LLC	Cedar Ridge Estates, Inc.	Thomas B. Foster	Daniel D. Miller	Deanna M. Whitt	Gutwein Prop. LLC	Jay S. Hicks
Land Size	.60 Acre	50.47 Acres	.26 Acres	3.00 Acres	4.66 Acres	3.54 Acres	9.81 Acres
Deed	5727/274	6437/187	5267/197	4061/190	4182/249	4899/136	4858/160
Sales Price	\$149,000	\$187,000	\$7,500	\$40,000	\$10,000	\$60,000	\$29,430
Sales Price/Sq.Ft.	\$5.70/SF	\$3,705/AC	\$0.66	\$0.31	\$2,146/AC	\$16,949/AC	\$3,000/AC
Sales/Price/Acre	Deed/tax office Gen. Comm.	Deed/tax office Gen. Ind.	Deed/tax office Gen. Ind.	Tax Office None	Tax Office Res. Agri.	Deed/tax office I-1	Deed/tax office Res. Agri.
Confirmation	Triangle-shaped		Rectangularly- shaped	Rectangularly- shaped	Irregularly- shaped	Rectangularly- shaped	Irregularly- shaped
Zoning							
Comments							
Time Adjustment (3%/Yr):	2.17 yrs	1.08 yrs	2.75 yrs	4.67 yrs	4.5 yrs	3.33 yrs	3.33 yrs
Adjusted price/SF:	\$6.08/SF		\$.72/SF	\$.35/SF			
Adjusted price/AC:		\$3,827/AC		\$15,335/AC	\$2,456/AC	\$18,727/AC	\$3,315/AC

LAND SALES IN WILLIAMSTON



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Scale 1:31,250 (at center)

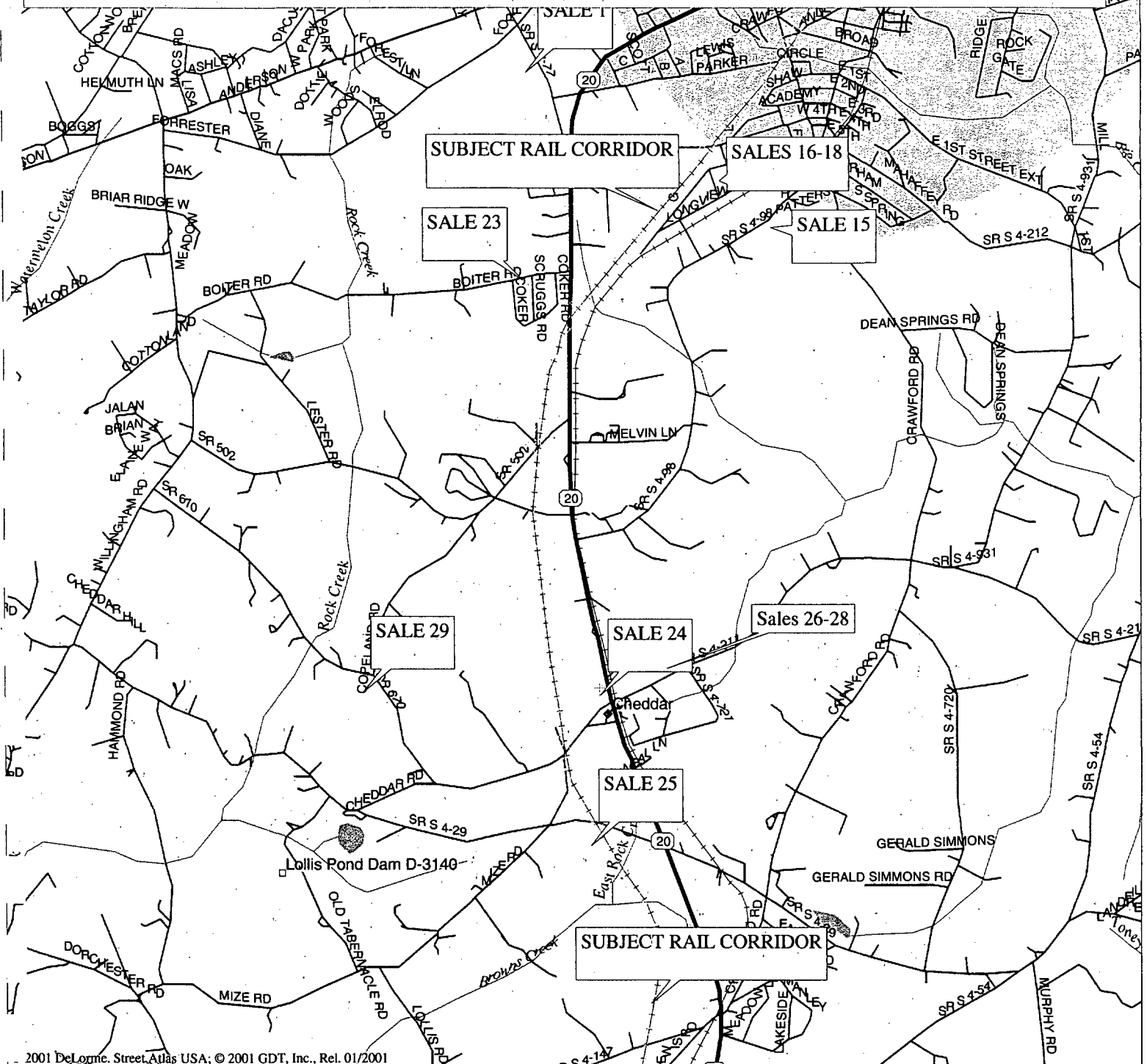
2000 Feet

1000 Meters

- | | | | |
|--|-------------------|--|-------------------|
| | Local Road | | County Boundary |
| | Major Connector | | Population Center |
| | State Route | | Land |
| | US Highway | | Water |
| | Railroad | | River/Canal |
| | Point of Interest | | |
| | Small Town | | |
| | Cemetery | | |

000030

LAND SALES S. OF WILLIAMSTON



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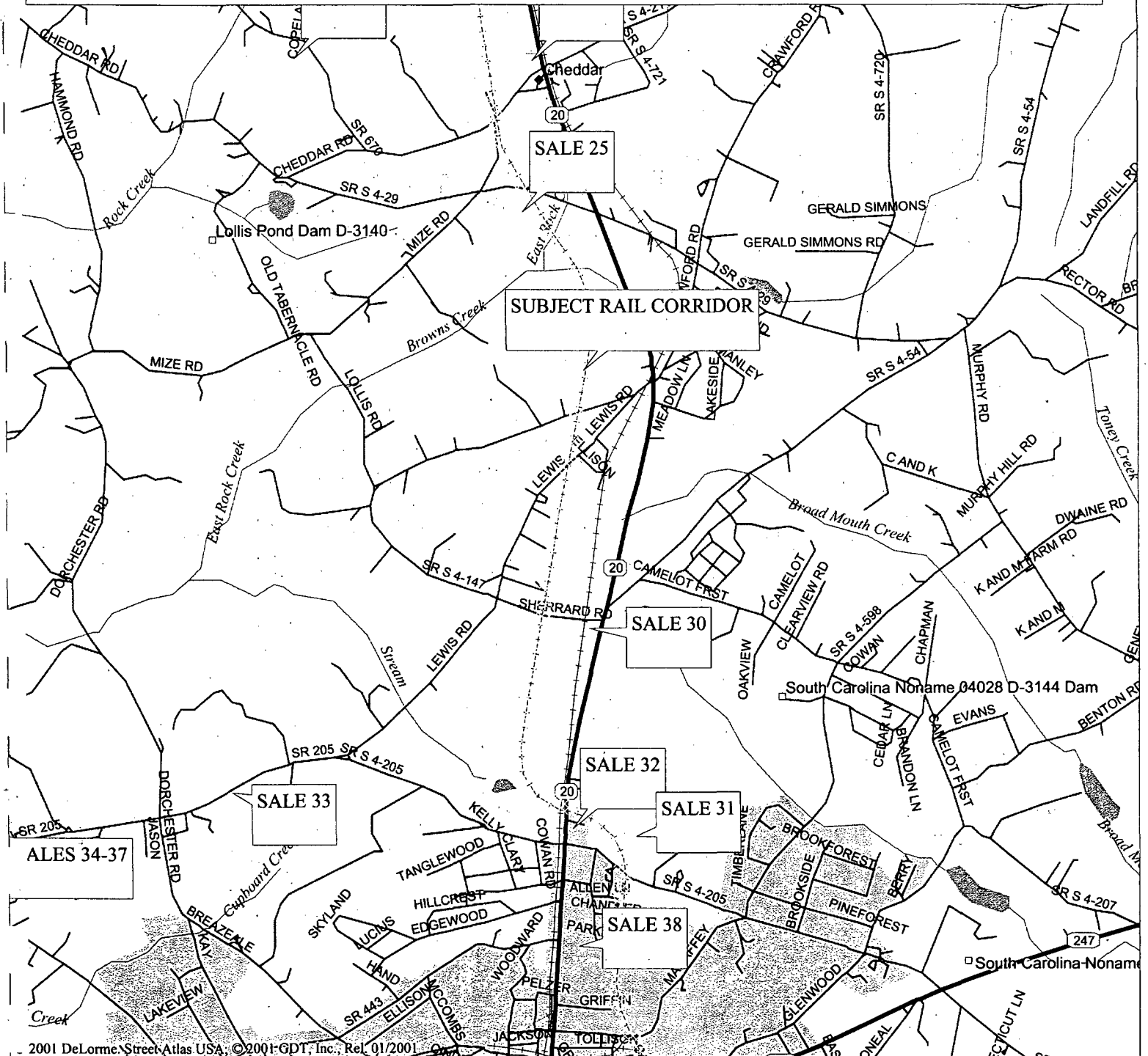
2000 Feet

1000 Meters

- | | | | |
|--|-------------------|--|-------------------|
| | Local Road | | Cemetery |
| | Major Connector | | Population Center |
| | State Route | | Water |
| | US Highway | | River/Canal |
| | Railroad | | |
| | Point of Interest | | |
| | Small Town | | |
| | Locale | | |

000031

SALES LOCATION MAP N. OF BELTON



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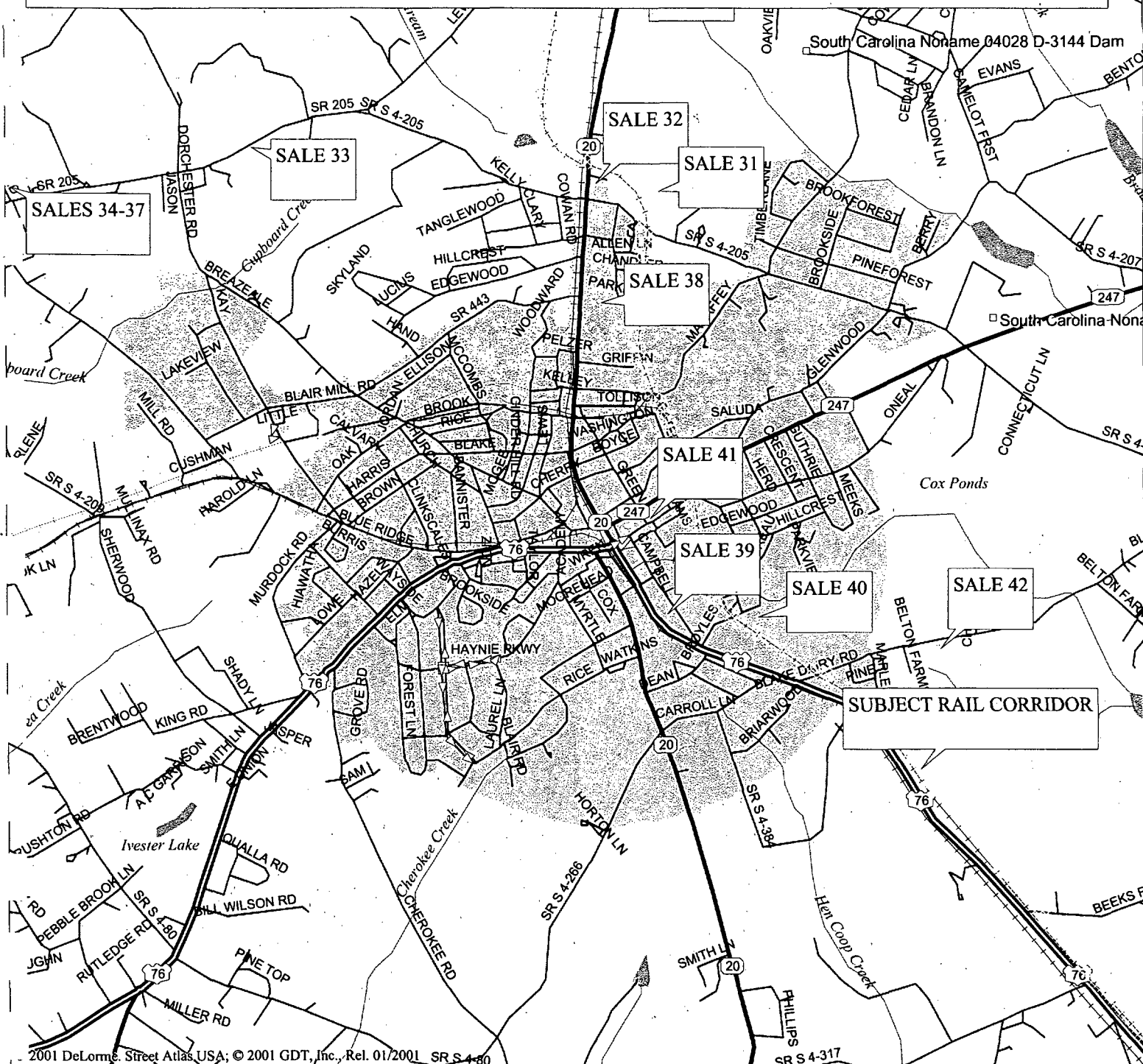
2000 Feet

1000 Meters

- | | | | |
|--|--------------------|--|-------------------|
| | Local Road | | Population Center |
| | State Route | | Water |
| | US Highway | | River/Canal |
| | Railroad | | |
| | Point of Interest | | |
| | Locale | | |
| | Railroad Abandoned | | |
| | Cemetery | | |

000032

SALES LOCATION MAP IN BELTON



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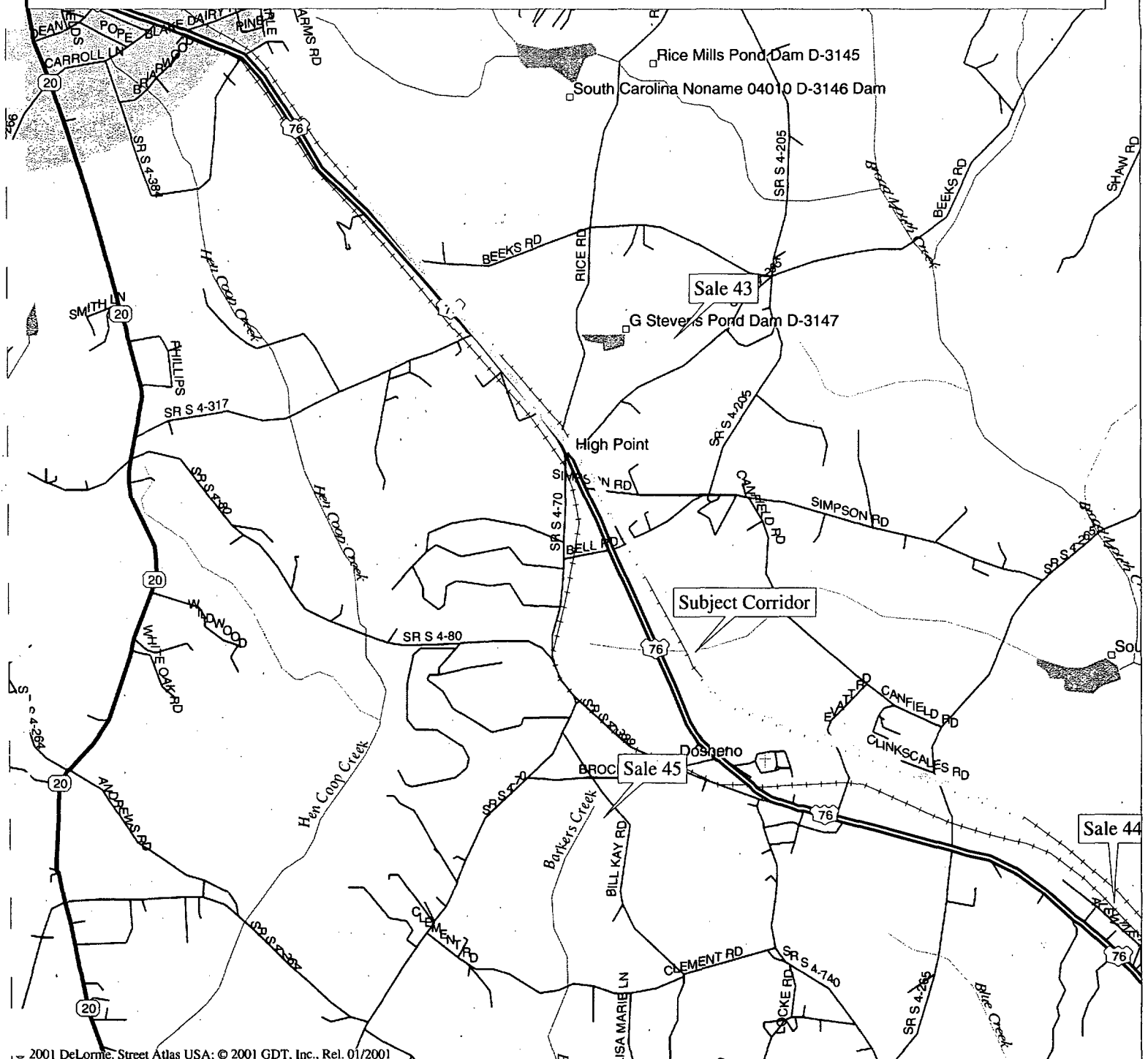
2000 Feet

1000 Meters

- Local Road
- State Route
- US Highway
- Railroad
- Point of Interest
- Railroad Abandoned
- Cemetery
- Population Center
- Water
- River/Canal

000033

LAND SALES S. OF BELTON



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Scale 1:31,250 (at center)

2000 Feet

1000 Meters

- | | | | |
|--|-------------------|--|--------------------|
| | Local Road | | Water |
| | State Route | | River/Canal |
| | US Highway | | Intermittent River |
| | Railroad | | |
| | Point of Interest | | |
| | Locale | | |
| | Cemetery | | |
| | Population Center | | |

000034

Summary of Land Sales

After Time Adjustment

Williamston

1	Apr-02	Commercial	35.53 Acres	\$11,374/AC
2	Mar-04	Commercial	.44 Acres	\$3.26/SF or \$142,006/AC
3	Mar-04	Commercial	2.61 Acres	\$1.72/SF or \$74,921/AC
4	Dec-02	Commercial	.486 Acres	\$4.39/SF or \$191,228/AC
5	Apr-03	Residential Lot	.91 Acre	\$.23/SF or \$10,019/AC
6	Jan-05	Residential Lot	1.31 Acres	\$.40/SF or \$17,424/AC
7	Jan-03	Residential Lot	1.48 Acres	\$.37/SF or \$16,117/AC
8	Jan-05	Residential Lot	1.56 Acres	\$.30/SF or \$13,068/AC
9	Jan-05	Residential Lot	3.91 Acres	\$.12/SF or \$5,244/AC
10	Apr-04	Residential Lot	5.14 Acres	\$.18/SF or \$7,547/AC
13	May-05	Residential Lot	2.0 Acres	\$.38/SF or \$16,553/AC
15	Jan-04	Residential Lot	1.33 Acres	\$.25/SF or \$10,890/AC
16	Sep-04	Residential Lot	.42 Acres	\$.51/SF or \$22,216/AC
18	Dec-02	Residential Lot	.43 Acres	\$.70/SF or \$30,492/AC
17	Dec-03	Residential Lot	.59 Acres	\$.41/SF or \$17,860/AC
14	Jul-05	Residential Tract	5.32 Acres	\$4,366/AC
11	Aug-05	Residential Tract R-2	15.15 Acres	\$12,037/AC
12	Nov-05	Residential Tract	41.82 Acres	\$2,391/AC
22	Aug-02	Multifamily R-4	.738 Acres	\$.34/SF or \$14,810/AC
19	Jun-02	Multifamily R-4	5.464 Acres	\$30,414/AC
20	Jan-01	Multifamily R-4	8.12 Acres	\$12,499/AC
21	Apr-01	Multifamily R-4	10.42 Acres	\$18,164/AC

Between Williamston & Belton

23	Jul-04	Residential Lot	1.0 Acres	\$.35/SF or \$15,610/AC
29	Jun-05	Residential Land	2.19 Acres	\$.37/SF or \$16,184/AC
30	Jul-05	Residential Land	3.01 Acres	\$.27/SF or \$11,744/AC
24	Jun-02	Residential Land	3.16 Acres	\$.34/SF or \$15,198/AC
26	Dec-04	Residential Land	3.55 Acres	\$.27/SF or \$11,583/AC
27	Dec-04	Residential Land	4.0 Acres	\$.21/SF or \$8,995/AC
28	Dec-04	Residential Land	5.0 Acres	\$.24/SF or \$10,279/AC
25	Dec-00	Residential Land	34.96 Acres	\$2,318/AC
31	Apr-00	Residential Land	20.31 Acres	\$3,201/AC
33	Mar-04	Residential Land	166.75 Acres	\$3,165/AC
34	Aug-02	Residential Lot	.44 Acres	\$.79/SF or \$34,412/AC
35	Jun-04	Residential Lot	0.69	\$.48/SF or \$20,909/AC
36	Oct-03	Residential Lot	0.72	\$.44/SF or \$19,166/AC
37	Nov-03	Residential Lot	0.73	\$.44/SF or \$19,166/AC

Belton

32	Mar-05	Commercial	3.222 Acres	\$.59/SF or \$25,650/AC
38	Oct-00	Commercial	1.0 Acres	\$1.07/SF or \$46,609/AC
39	Sep-03	Commercial	.60 Acres	\$6.08/SF or \$264,845/AC
41	Feb-03	Industrial	.26 Acres	\$.72/SF or \$31,363/AC
44	Jul-02	Industrial	3.54 Acres	\$18,727/AC
40	Oct-04	Industrial	50.47 Acres	\$3,827/AC
42	Mar-01	Residential Land	3.0 Acres	\$15,335/AC
43	May-01	Residential Land	4.66 Acres	\$2,456/AC
45	Jul-02	Residential Land	9.81 Acres	\$3,315/AC

000035

Computation of Section Values

<u>CSX ID</u> <u>Section#</u>	<u>Zoning</u>	<u>Zoning District</u>	<u>Highest & Best Use</u> <u>% in Section</u>	<u>Total Acres</u> <u>in Section</u>	<u>Size by Highest</u> <u>& Best Use</u> <u>(% * # acres)</u>	<u>Unit Value</u> <u>Per Acre</u>	<u>Sub-Total</u> <u>of Sections</u> <u>(size*\$/acre)</u>	<u>Total of</u> <u>Section</u>	<u>Sales Used</u>
2	R-4 Multifamily R-2 Single-family	Williamston Williamston	Multifamily - 30% Residential Lots - 70%	1.24	0.37 0.87	\$13,000 \$10,000	\$4,810 \$8,700	\$13,510	20,22 5-13,14
3	Institutional R-2 Single-family R-3 Duplex/Modular R-4 Multifamily OC Office Commercial	Williamston Williamston Williamston Williamston Williamston	Residential - 45% Multifamily - 35% Office Commercial - 20%	15.44	6.95 5.40 3.09	\$7,000 \$18,000 \$22,000	\$48,650 \$97,200 \$67,980	\$213,830	9,10,11,14 19,20,22 3,19-21
4	HC Highway Comm. R-4 Multifamily R-3 Duplex/Modular	Williamston Williamston Williamston	Highway Comm. 50% Multifamily - 40% Residential Lots - 10%	2.87	1.44 1.15 0.28	\$160,000 \$22,000 \$13,000	\$230,400 \$25,300 \$3,640	\$259,340	2,4 19-20 13,15
5	R-3 Duplex/Modular Industrial	Williamston Williamston	Residential Lots - 90% Industrial - 10%	4.45	4.00 0.45	\$13,000 \$25,000	\$52,000 \$11,250	\$63,250	15-18 41,44
6	R-3 Duplex/Modular Industrial	Williamston Williamston	Residential Lots - 50% Industrial - 50%	2.36	1.18 1.18	\$13,000 \$20,000	\$15,340 \$23,600	\$38,940	15-18 40,41,44
7	R-1 Single-family R-2 Single-family R-3 Duplex/Modular R-20 Resid. RA Resid. Agricultural	Williamston Williamston Williamston Anderson Co. Anderson Co.	Residential Lots - 75% Residential Tracts - 25%	15.53	11.65 3.88	\$13,000 \$8,000	\$151,450 \$31,040	\$182,490	15-18 11,14
8	RA Resid. Agricultural C-2 Commercial	Anderson Co. Anderson Co.	Residential Tracts - 70% Commercial - 30%	5.58	3.91 1.67	\$14,000 \$15,000	\$54,740 \$25,050	\$79,790	11,23,29 1,32
9	RA Resid. Agricultural	Anderson Co.	Residential Tracts - 100%	13.42	13.42	\$12,000	\$161,040	\$161,040	23,24,29,31
10	RA Resid. Agricultural	Anderson Co.	Small Res. Tracts - 50% Large Res. Tracts - 50%	3.07	1.54 1.53	\$11,000 \$3,000	\$16,940 \$4,590	\$21,530	24,26-28 25,31,33
11	RA Resid. Agricultural	Anderson Co.	Large Res. Tracts - 100%	11.99	11.99	\$3,000	\$35,970	\$35,970	25,31,33
12	RA Resid. Agricultural I-1 Industrial	Anderson Co. Anderson Co.	Large Res. Tracts - 40% Small Res. Tracts - 50% Industrial - 10%	6.65	2.66 3.33 0.66	\$3,000 \$20,000 \$10,000	\$7,980 \$66,600 \$6,600	\$81,180	25,31,33 34-37 40,44
13	Unzoned	Anderson Co.	Res. Tracts - 100%	13.78	13.78	\$3,200	\$44,096	\$44,096	31,33

000036

Computation of Section Values

<u>CSX ID Section#</u>	<u>Zoning</u>	<u>Zoning District</u>	<u>Highest & Best Use % in Section</u>	<u>Total Acres in Section</u>	<u>Size by Highest & Best Use (% * # acres)</u>	<u>Unit Value Per Acre</u>	<u>Sub-Total of Sections (size * \$/acre)</u>	<u>Total of Section</u>	<u>Sales Used</u>
14	Single-family 1 Single-family 2	Belton Belton	Res. Lots - 50% Large Res. Tracts - 50%	13.02	6.51 6.51	\$10,000 \$3,200	\$65,100 \$20,832	\$85,932	34-37 31,33
15	Single-family 2 General Commercial	Belton Belton	Res. Lots - 100%	1.41	1.41	\$15,000	\$21,150	\$21,150	31, 34-37
16	General Commercial Single-family 2 Limited Industrial	Belton Belton Belton	Res. Lots - 50% Industrial Lots - 50%	0.91	0.46 0.45	\$15,000 \$25,000	\$6,900 \$11,250	\$18,150	31, 34-37 41,44
17	General Industrial	Belton	Industrial Tracts - 100%	9.73	9.73	\$3,800	\$36,974	\$36,974	40
18	General Industrial General Commercial	Belton Belton	Industrial Tracts - 50% Commercial Tracts - 50%	4.81	2.40 2.41	\$3,800 \$100,000	\$9,120 \$241,000	\$250,120	40 3,4,38,39
19	Multifamily Resid. 1	Belton	Multifamily Lots - 100%	2.68	2.68	\$20,000	\$53,600	\$53,600	19-22
20	Unzoned	Anderson Co.	Res. Tracts - 60% Industrial Tracts - 40%	11.7	7.02 4.68	\$3,300 \$3,800	\$23,166 \$17,784	\$40,950	31,33,42,43,45 40
21	Resid. Agricultural Industrial-1	Anderson Co. Anderson Co.	Large Res. Tracts - 30% Industrial Tracts - 70%	10.57	3.17 7.40	\$3,300 \$3,800	\$10,461 \$28,120	\$38,581	31,33,42,43,45 40,44
22	Resid. Agricultural C-2 Commercial	Anderson Co. Anderson Co.	Small Res. Lots - 60% Small Comm. - 40%	4.85	2.91 1.94	\$10,000 \$15,000	\$29,100 \$29,100	\$58,200	34-37,42 32
23	Resid. Agricultural I-1 Industrial	Anderson Co. Anderson Co.	Large Res. Tracts - 80% Large Ind. Tracts - 20%	13.61	10.89 2.72	\$3,300 \$3,800	\$35,937 \$10,336	\$46,273	31,45 40
24	I-1 Industrial	Anderson Co.	Large Ind. Tracts - 100%	4.42	4.42	\$3,800	\$16,796	\$16,796	40
Total ATF Value:								\$1,861,692	
Rounded to								\$1,862,000	

000037

Corridor or Enhancement Factor:

The corridor or enhancement factor addresses the question, "How much more or less than ATF value is the entire corridor worth because of its ability to connect the end points?" This factor shows the relationship between ATF value and value for corridor use. Some of the factors that should be considered whether or not there is enhancement value are the following:

- Significance of the end points
- Other significant points along the corridor
- Development density along the corridor
- General level of ATF value
- Demand or corridor use in each location
- Whether there are substitute corridors
- Length of corridor
- Width and whether or not it is sufficient for particular uses
- Straightness and curvature
- Grade of land
- Number of parcels that would need to be purchased to assemble a substitute corridor*

As previously stated in the highest and best use analysis, this corridor is best suited for continued corridor use by a government or utility and if no demand exists, then utility by adjacent landowners. In this appraisal, I reviewed 25 sales of corridors located in various areas of the United States. I obtained these corridor sales from Charles W. Rex, III, MAI. These sales are included for this appraisal only with the permission of RMI Midwest. In order for RMI Midwest to retain their copyright, I have included the sale write-ups in their exact format.

Many of these sales were not comparable with the subject property because of their location through central business districts of large cities or because they were industrial connectors. The across the fence uses were also not similar to subject. After reviewing all 25 sales, I have included 7 corridor sales in this report that I believe are most similar to the subject corridor in highest and best use, across the fence uses, and length of corridor.

On the following pages is the letter from RMI Midwest giving me permission to use these sales and the conditions thereto as well as the individual write-ups of the 7 corridor sales used in this appraisal. A summary chart of the 7 corridor sales considered in this appraisal follows this. It should be noted that the letter and the corridor sales are not numbered according to the pages in this report. This is because I was not able to reformat the sales sheets. The letter is two pages in length, followed by descriptions of the sales comprising 25 pages.

* Source of ATF Valuation: John P. Dolman, MAI, CRE and Charles F. Seymour, MAI, CRE, "Valuation of Transportation Communication Corridors" The Appraisal Journal, October, 1978.



1200 CENTRAL AVENUE, SUITE 330 • WILMETTE, ILLINOIS 60091
847.920.9033 • FAX 847.920.9450

CHARLES W. (SANDY) REX III, MAI
SUSAN MOTYCKA REX

November 23, 2005

Susan F. Ferrell, MAI
Wilkins Norwood Appraisal Associates, Inc.
P.O. Box 5956
Greenville, South Carolina 29606

Re: Corridor Sales

Dear Susan:

In return for agreeing to the criteria listed below, I will be happy to send you a pdf file containing my corridor sale writeups. These sales contain some relatively confidential and proprietary information. Yesterday you stated on the telephone that you were willing to abide by the required limited use of these sales. Accordingly, I request the following:

- The format of the sales should stay the same and retain my copyright.
- If you use any of these sales, please state in your report or correspondence that you are using these sales with my permission or the permission of RMI Midwest.
- With this grant of permission, your use of the sales is restricted to your current project concerning the corridor near Greenville owned by CSX. You agree not to use these sales in any other assignment.
- You agree not to provide these sales (or copies) to anyone else.
- You agree to maintain a copy of this countersigned agreement with the sales in you file.

000039

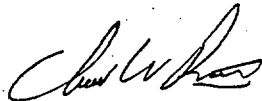
Susan F. Ferrell, MAI

November 23, 2005

Page 2

Once I have received a countersigned copy of this letter, I should be able to email you the sales within a short time. I suggest that you fax me the countersigned letter and follow up with the mailed original. If I can be of further help or assistance, please give me a call. Thank you.

Sincerely,



Charles W. (Sandy) Rex III, MAI

Susan Ferrell Corridor sale permission letter11232005.wpd

Susan F. Ferrell
Susan F. Ferrell, MAI

11-28-05
Date

*Winters Rowland Appraisal
Assoc. Inc.*

000040

CORRIDOR SALE 291-435 MADISON, JEFFERSON, TAYLOR COUNTIES, FLORIDA

CORRIDOR TYPE: Abandoned railroad corridor

LOCATION: Extends between the towns of Monticello and Perry in Madison, Jefferson, and Taylor Counties, in north central Florida.

SELLER: CSX Transportation

BUYER: Florida Power Corporation

SALE DATE: June 13, 1991

RECORDED: OR Book 0291, Page 0435, Taylor County, Florida

USE AT TIME
OF PURCHASE: Vacant corridor

HIGHEST AND
BEST USE: Utilization by adjacent land owners or use of complete corridor by utility company or government agency

CORRIDOR SIZE: 35.62 miles
545.18 acres
Average width: 126 feet

PROPERTY DATA: This corridor was abandoned in September 1990. Approximately, two-thirds of the parcel parallels Highway 19. The remaining one-third of the track extends through vacant woodlands.

IMPROVEMENTS: This sale included grading, drainage, bridges, and trestles.

CASH PRICE PAID: \$1,200,000

IN-KIND PRICE PAID: \$0

ATF LAND USE: Agricultural (i.e., rural home sites, woodlands, and cattle grazing)

ATF VALUE: \$698,800 (taken from CSX appraisal)

000041

CASH CORRIDOR

FACTOR: 1.72

TOTAL CORRIDOR

FACTOR: 1.72

CONDITION OF

SALE: Arm's length

COMMENTS:

This right-of-way was purchased by Florida Power Corporation for a future high voltage power line.

CONFIRMATION:

Confirmed with Janet Miranda, CSX Transportation, by Clayton, Roper, & Marshall appraisal firm on November 21, 1994; and through CSX Real Property records in Jacksonville by Charles W. Rex III, MAI.

LEGAL DESCRIPTION:

Not obtained

CORRIDOR SALE 295-136 HAMILTON, SUWANEE, COLUMBIA COUNTIES, FLORIDA

CORRIDOR TYPE: Abandoned railroad corridor

LOCATION: From the Florida/Georgia state line near Jasper through Hamilton, Suwanee, and Columbia Counties; terminates at the Sante Fe River.

SELLER: CSX Transportation

BUYER: Florida Power Corporation

SALE DATE: November 20, 1991

RECORDED: OR Book 0295, Page 0136, Hamilton County, Florida; OR Book 0478, Page 0387, Suwanee County, Florida; OR Book 0754, Page 0460, Columbia County, Florida.

USE AT TIME
OF PURCHASE: Vacant corridor

HIGHEST AND
BEST USE: Transportation/communication corridor

CORRIDOR SIZE: 56.67 miles
1,128.4 acres
Average width: 130 feet

PROPERTY DATA: This corridor parallels US Highway 129 and State Road 20 for approximately 25 miles in southern Suwanee and Columbia Counties. It runs through primarily agricultural areas since portions situated through certain towns are not part of this sale.

IMPROVEMENTS: This sale included grading, drainage, bridges, and trestles.

CASH PRICE PAID: \$2,530,000

IN-KIND PRICE PAID: \$0

ATF LAND USE: Agricultural

ATF VALUE: \$1,692,600 (taken from CSX's appraisal)

CASH CORRIDOR

FACTOR: 1.49

TOTAL CORRIDOR

FACTOR: 1.49

CONDITION OF

SALE: Arm's length

COMMENTS:

Portions of this corridor situated in the towns of Jasper, Live Oak, and Branford were not part of the purchase since Florida Power plans to eventually build a power line around these communities due to residents' opposition; therefore, the corridor is not continuous.

CONFIRMATION:

Confirmed with Paul Morin, Florida Power Corporation, by Clayton, Roper, & Marshall appraisal firm on November 21, 1994; and through CSX Real Property records in Jacksonville by Charles W. Rex III, MAI.

LEGAL DESCRIPTION:

Not obtained

CORRIDOR SALE 415-417 VEPCO

CORRIDOR TYPE: A fee and easement purchase of two corridors (one abandoned, one active) for aerial wire line occupancies

LOCATION: The corridors are located between Plymouth and Mackeys, Washington County, North Carolina (south corridor) and between Edenton and Winfall, Perquimans and Chowan Counties, North Carolina (north corridor).

GRANTOR Norfolk Southern Railway Company

VENDEE: Virginia Electric Power Company (VEPCO)

DATE OF SALE: December 17, 2003

USE AT TIME OF PURCHASE: Both corridors were active at the time of sale. As part of the agreement, Norfolk Southern filed for abandonment of the south corridor, which was granted by the STB and made effective as of August 25, 2004.⁹ The north corridor is leased to a short-line operator.

HIGHEST AND BEST USE: **South corridor:** Utility occupancy
North corridor: Continued rail freight use and utility occupancy

SIZE: The south corridor consists of 103.52 acres and is a total of 10.1 miles. The north corridor is 164.36 acres and is approximately 14.17 miles.

PROPERTY DATA: The two corridors were originally connected by a trestle bridge across the Chowan River near the mouth of Albemarle Sound, from a point south of Edenton on the north bank to Mackeys Ferry on the south bank. The bridge was demolished a number of years ago.

The south corridor begins at a point of land on the south bank of the Chowan River at Mackeys Ferry. An inactive trestle bridge crosses Mackeys Creek. At the time of sale, the rail line was active to the south and east of Mackeys Road (State Road 308) at the location of the only customer (a sawmill). The line continues southerly to the southern fringe of Plymouth to a rail junction with CSX.

⁹ *Norfolk Southern Railway Company – Abandonment Exemption – in Washington County, NC*, STB Docket No. AB-290 (Sub-No. 248X), service date July 26, 2004, Document No. 34674.

000045

The north corridor begins just north of Winfall at a point where a high-voltage electric transmission line enters the corridor adjacent to an electric substation. The power line runs parallel on one side of the railroad tracks, crisscrossing the rail at curves. The corridor includes a trestle bridge across the Perquinmans River, just north of Hertford. The corridor continues along the easterly side of Edenton, including the downtown historical district, and includes a trestle bridge across Queens Creek (not in use).

With the exception of the route through Hertford, Edenton, and Plymouth, the majority of the land uses adjacent to the corridors are agricultural and silvicultural.

IMPROVEMENTS: The sale included track material on the south corridor. These improvements sold at a net salvage value of \$300,000.

CASH PRICE: The total cash price was \$4,807,000. This sale consists of various parcels and is allocated as follows:¹⁰

Sale: entire corridor from Plymouth to Mackeys; MP NS-82.4 to NS-90	\$1,710,000
Easement: Plymouth MP NS-90 to NS-92.5; based on a usage factor of 65%	\$513,319
Track material at net salvage value	\$300,000
6.5-acre parcel in Mackeys	\$360,000
Railroad right-of-way between King Street and the centerline of Johnson's Creek	\$303,739
Easement: Winfall to Edenton; MP NS-59.5 to NS-73.67; based on a usage factor of 65%.	\$1,619,942
Total	\$4,807,000

The three parcels highlighted in bold represent the two corridor sales. The allocated price for the two easement parcels are divided by the 65% usage factor to obtain the adjustment to fee purchase. Accordingly, the total purchase price for the two corridors adjusted to fee rights is **\$4,991,964**.

¹⁰ The specific allocations to these various parcels are based on memoranda from and conversations with NS personnel involved in the negotiations. Most weight is given to the allocations made just prior to the final negotiating session. Based on the information received, the parcels showing an even dollar amount had prices that were fixed during the negotiations. Prior to the final negotiations, the total allocation came to \$4,777,000. The parcels in the table with odd dollars were prorated so that the total sales price came to the agreed \$4,807,000.

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IN-KIND PRICE PAID: None

TOTAL PRICE
SUMMARY:

Cash paid	\$4,991,964
plus in-kind consideration	\$0
Total consideration	<u>\$4,991,964</u>

ATF LAND USES:

- Single-family residential
- Acreage
- Industrial
- Commercial

ATF VALUE: \$3,396,534; based on an appraisal developed by an independent appraiser for NS.

USAGE FACTOR 65%; based on memorandum and notes from the negotiations

CASH CORRIDOR
FACTOR: 1.47

TOTAL CORRIDOR
FACTOR: 1.47¹¹

COMMENTS: This sale also included VEPCO's right to purchase existing easements between Winfall and Chesapeake City, Virginia. No price was allocated in the transaction for this right.

CONFIRMATION: Confirmed by purchase and sale agreement, deeds, internal NS memoranda, the appraisal report by H. Glenn James, MAI, and through conversations with Steve Portnell, Jerry Causey, Ann Powell, and Sarah Corey of Norfolk Southern by Charles W. Rex III, MAI.

¹¹ Based on information received, the corridor factor for the south corridor is 1.38 and for the north corridor is 1.57. The most meaningful factor is judged to be the overall factor shown above.

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LEGAL DESCRIPTION: The following legal descriptions are of the corridor parcels only.

Parcel 1

All right, title and interest of Grantor in that line of railroad being a portion of the Norfolk Southern Railway Company, land and right of way for main tracks, branch lines, sidings and other appurtenant railroad facilities lying and being in Washington County, North Carolina, and being more particularly described as follows:

Said portion of railroad beginning at a point on the former centerline of track near the south end of the bridge over Albermarle Sound near Railway Milepost 82.4 at Railway Valuation Station 4306+44.7, more or less, as shown on Railway Valuation Map V-5/30 and continuing in a general southwardly direction with a strip of land of varying width on each side of the centerline of track of said Railroad a distance of 4,982 feet, more or less, to an equation point at Railway Valuation Station 4356+27 = Railway Valuation Station 0+00; thence, continuing in a southwardly direction 34,908 feet, more or less, to Railway Milepost 90 located at Railway Valuation Station 349+08, more or less, as shown on Railway Valuation Map V-5/34.

Said line of railroad being substantially as shown on Railway Valuation Map V-5/30 through Railway Valuation Map V-5/34, copies of which are incorporated herein by reference and on file in the Archives Department of Grantor, 185 Spring Street, SW, Atlanta, GA 30303.

ALSO, all of that property described in those deeds recorded in Deed Book 47, page 306, Deed Book 30, page 511 and Deed Book 50, page 441.

LESS AND EXCEPT that property previously conveyed to third parties by Grantor or its predecessor in title by deed dated June 3, 1953, from Norfolk Southern Railway Company to W. L. Whitley, Sr. and by deed dated December 30, 1954, from Norfolk Southern Railway Company to C. J. Belch and by deed dated May 1, 1944, from Norfolk Southern Railway Company to T. Kirtley Gardner and by deed dated September 8, 1959 from Norfolk Southern Railway Company to Homer T. And Kathleen B. Walker.

GRANTOR ALSO CONVEYS TO GRANTEE that certain access easement (ingress/egress) or right of way reserved by Grantor across Parcel 1 as described in that deed dated May 1, 1944, from Norfolk Southern Railway Company to T. Kirtley Gardner.

Virginia Electric Power Company Easement Description
Washington County, North Carolina

All right, title and interest of Grantor in that mainline of railroad being a portion of the former Norfolk Southern Railroad Company (Grantor, successor by merger), comprised of land and right of way for main tracks and other appurtenant railroad facilities lying and being in Washington County, North Carolina, and being more particularly described as follows:

Said portion of railroad beginning at a point on the track centerline at Railway Milepost 90.0 located at Railway Valuation Station 349+08, more or less, as shown on Railway Valuation Map V5/34 and continuing in a general southwesterly direction with a strip of land of varying widths on each side of the centerline of track of said Railroad a distance of 13,452 feet, more or less, to the point being 2,882 feet south of Railway Milepost 92 in Plymouth, North Carolina, as shown on Railway Valuation Map V-5/35.

Said line of railroad being substantially as shown on Railway Valuation Map V-5/34 and V-5/35, copies of which are incorporated herein by reference and are on file in the Archives Department of Grantor, 185 Spring Street, Atlanta, GA 30303.

**PERQUIMANS COUNTY AND CHOWAN COUNTY, NORTH CAROLINA
MILEPOST 59.5 TO MILEPOST 73.67**

ANEASEMENT OR RIGHT OF WAY, over, under, upon and across that line of railroad of Grantor beginning at Milepost 59.5, being Railway Valuation Station 3104+41, more or less, in Winfall, Perquimans County, North Carolina, as shown on Railway Valuation Map V5/19, and continuing in a generally southerly direction with a strip of land of varying width on each side of the centerline of main track for a distance of 74,828 feet, more or less, to the centerline of King Street in Edenton, Chowan County, North Carolina, located at Milepost 73.67, being Railway Valuation Station 3852+69, more or less, as shown on Railway Valuation Map V5/26.

Said line of railroad being substantially as shown on Railway Valuation Maps V5/19 through V5/26, copies of which are incorporated herein by reference and are on file in the Archives Department of Grantor, 185 Spring Street, SW, Atlanta, GA 30303.

AC11082005

CORRIDOR SALE 546-26 BRANFORD, FLORIDA

CORRIDOR TYPE: Abandoned railroad corridor

LOCATION: The town of Branford, Suwanee County, Florida

SELLER: CSX Transportation

BUYER: Board of Trustees of the Internal Improvement Fund and the State of Florida

SALE DATE: May 2, 1995

RECORDED: OR Book 546, Page 0026, Suwanee County, Florida

USE AT TIME
OF PURCHASE: Vacant corridor

HIGHEST AND
BEST USE: Use by adjacent property owners or use as a corridor by utility company
or government agency

CORRIDOR SIZE: 4.0 miles.
76.96 acres
Average width: 158 feet

PROPERTY DATA: The corridor extends through the town of Branford, Florida.

IMPROVEMENTS: This sale includes grading, drainage, bridges, and trestles.

CASH PRICE PAID: \$179,433

IN-KIND PRICE PAID: \$0

ATF LAND USE:

- Industrial
- Residential
- Commercial

ATF VALUE: \$125,000

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CASH CORRIDOR

FACTOR: 1.44

TOTAL CORRIDOR

FACTOR: 1.44

CONDITION OF

SALE: Arm's length

COMMENTS:

This property was purchased for the State of Florida's Rails-to-Trails program.

CONFIRMATION:

Confirmed with Roy Rhodes, Florida Department of Environmental Protection, Office of Greenways & Trails, on October 16, 1995, by Clayton, Roper & Marshall appraisal firm; and through CSX Real Property records in Jacksonville by Charles W. Rex III, MAI.

LEGAL DESCRIPTION:

In Section 5, 8, 1, 20, 21, and 22, Township 6 South, Range 14 East, Suwanee County, Florida.

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CORRIDOR SALE 2005-8585 VENICE BRANCH

CORRIDOR TYPE: An abandoned corridor subject to an NITU

LOCATION: The property is west of Interstate 75 and east of U.S. Highway 41 between State Road 72 (Clarke Road) and Center Road, Sarasota County, Florida.

SELLER: 1) CSX Transportation, Inc. (2/3) and Seminole Gulf Railway L.P.
2) The Trust for Public Land

BUYER: 1) The Trust for Public Land
2) Sarasota County

SALE DATE: 1) December 20, 2004
2) December 21, 2004

USE AT TIME OF PURCHASE: The line was part of the Oneco to Venice Branch of the CSX system. Over the past several years the line was leased to Seminole Gulf Railway. Other than rail car storage on the northerly end, no freight traffic had run on the line since Spring 2002. The STB granted "Decision and Notice of Interim Trail Use or Abandonment" on April 1, 2004 (STN Docket No. AB-400 (Sub-No. 3X), Document No. 34355).

HIGHEST AND BEST USE: Public transportation corridor for vehicular road use, future mass transit, and/or public trail for hiking and biking.

SIZE: The total area of the sale consists of 155.724 acres over 12.4± miles.

PROPERTY DATA: The right-of-way begins south of the City of Sarasota, Florida. The first approximately two miles are bordered by residential developments, including related road systems. South, thereof, the right-of-way runs through inhabited and uninhabited areas, including swampy areas and the Oscar Scherer State Park. Several small creeks and drainage canals parallel and/or cross the right-of-way.

IMPROVEMENTS:

This sale includes the following improvements:

- Tracks
- Rails
- Ties
- Switches
- Crossings
- Bridges
- Trestles
- Culverts
- Grading
- Drainage
- Sub-ballast
- Ballast

Based on information obtained through a review of documentation of documents related to the sale and through confirmation, the two railroads did not consider that the improvements had a positive net salvage value. In March 2005, Sarasota County hired a contractor to determine if any of the improvements that could be removed had a positive salvage value.

CASH PRICE: \$11,600,000¹⁶

IN-KIND PRICE PAID: None

¹⁶ The sale price shown is the net sale price for the Trust for Public Lands (TPL) to Sarasota County sale. This sale is the most representative of the value of the sale corridor. The Trust for Public Land sold the corridor to the County for \$11,750,000, however, the Trust donated \$150,000 back to the County for trail improvements. The net price and the price used for the analysis is \$11,600,000.

In the first sale, the railroads sold the corridor to the Trust for Public Lands for \$11,650,582.50, less \$250,000 for environmental cleanup and less \$1,165,000 contribution to TPL to offset Sec. 501(c)(3) operating expenses. The net price was, therefore, \$10,235,582.50.

In March 2005, the Florida Department of Transportation offered to purchase 70% of the width of the corridor for \$11,750,000 payable in equal instalments over four years. The County Board of Commissioners turned down this offer because the remaining 30 feet that they would retain would be in the "ditch" and because they did not want to lose control of the corridor. DOT wanted the corridor for future mass transit purposes.

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TOTAL PRICE
SUMMARY:

Cash paid	\$11,750,000
plus in-kind consideration	\$0
less contribution to County	(\$150,000)
Total consideration	<u>\$11,600,000</u>

ATF LAND USE: Single-family residential and acreage

ATF VALUE: \$10,329,187¹⁷

CASH CORRIDOR
FACTOR: 1.14

TOTAL CORRIDOR
FACTOR: 1.12

COMMENTS: The Trust for Public Lands negotiated this sale for the benefit of Sarasota County.

This transaction is subject to the following:

In the event the STB, or any other entity of the United States Government compels Seller, or its successors or assigns, to reactivate rail service on the Property, or in the event Seller, its successors or assigns, voluntarily takes steps to reactivate rail service on the Property or consummate abandonment by seeking to vacate the Notice of Interim Trail Use (the "NITU"), and if the STB approves the vacation of the NITU and reactivation of rail service requiring conveyance of the Property by the Interim Trail Manager to the Seller, then, in such event, Seller, its successors or assigns, shall pay to the Interim Trail Manager at the time of reactivation a sum equivalent to the market value of the Property, excluding any improvements.

CONFIRMATION: Confirmed by purchase and sale agreement, closing statement, deed and through a conversations with Bruce McMahon of CSX Real Property, on April 7, 2005, and with John Garrison, Project Manager, Trust for Public Lands on April 8, 2005 to Charles W. Rex III, MAI. Both of these individuals were involved in the negotiations.

¹⁷ The ATF value is the average between the two ATF appraisals, adjusted for the proper area.

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LEGAL DESCRIPTION:

A 100.00-foot-wide strip of land lying in Sections 23, 26 and 35, Township 37 South, Range 18 East, and lying in Sections 1, 2, 12, 13, 24 and 25, Township 38 South, Range 18 East, and lying in Sections 30 and 31, Township 38 South, Range 19 East, and Sections 6, 7, 17 and 18, Township 39 South, Range 19 East, all lying and being in Sarasota County, Florida, and being that certain railroad right-of-way shown on RIGHT-OF-WAY AND TRACK MAP, SEABOARD AIRLINE RAILWAY CO., VENICE BRANCH dated December 31, 1927 from Mile Post SW 892 to Mile Post SW 904.425 as shown thereon, and lying 50.00 feet on each side of the following described centerline:

Commence at a Parker-Kalon Concrete Nail and Brass Disk set bearing the inscription "GFY LB021" marking the Northwest corner of Section 23, Township 37 South, Range 18 East, Sarasota County, Florida; thence on the North boundary of said Section 23, S 89°51'29" E, a distance of 1401.74 feet to a point on the centerline of an existing railroad right-of-way formerly known as Seaboard Air Line Railway Co., Venice Branch right-of-way, a 100.00 foot wide right-of-way, said point bearing N 89°51'29" W, a distance of 1278.42 feet from a 2-inch Iron Pipe found under water marking the Northeast corner of the NW¼ of said Section 23; thence on said centerline S 11°45'41" E, a distance of 766.21 feet to the POINT OF BEGINNING of the centerline of the property herein described, said point being at mile marker 892 of said railroad; thence continue the following 18 courses on said centerline of railroad right-of-way: (1) S 11°45'41" E, a distance of 1824.85 feet; (2) S 11°47'30" E, a distance of 2596.37 feet to a point on the North boundary of Section 26, Township 37 South, Range 18 East, Sarasota County, Florida, said point bearing N 89°33'41" W, a distance of 238.23 feet from a 2 inch Iron Pipe found under water marking the Northeast corner of the NW¼ of said Section 26; (3) S 11°47'01" E, a distance of 5532.53 feet to a point on the North boundary of Section 35, Township 37 South, Range 18 East, Sarasota County, Florida, said point bearing S 89°47'35" E, a distance of 917.02 feet from a ½ inch iron rod set with a plastic cap bearing the inscription "GFY LB021" marking the Northwest corner of the NE¼ of said Section 35, and bearing N 89°47'35" W, a distance of 1760.35 feet from a found 5/8 inch iron rod with a plastic cap bearing the inscription "LB6754" marking the Northeast corner of said Section 35; (4) S 11°45'36" E, a distance of 5323.62 feet to a point on the North boundary of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, said point bearing N 89°51'28" E, a distance of 2348.60 feet from a found 5-inch square concrete monument bearing the inscription "Sarasota County" at the Northwest corner of the NE¼ of said Section 2, and bearing S 89°51'28" W, a distance of 321.63 feet from a found 5/8-inch iron rod with a plastic cap bearing the inscription "LB 6754" marking the Northeast corner of said Section 2; (5) S 11°45'19" E, a distance of 1535.56 feet to a point on the West boundary of Section 1, Township 38 South, Range 18 East, Sarasota County, Florida, said point bearing S 00°20'05" W, a distance of 1504.18 feet from a 5/8-inch iron rod with a plastic cap bearing the inscription "LB 6754" marking the Northwest corner of said Section 1, and bearing N 00°20'05" E, a distance of 3947.70 feet from a railroad spike found in pavement marking the Southwest corner of said Section 1; (6) S 11°45'19" E, a distance of 4039.11 feet to a point on the North boundary of Section 12, Township 38 South, Range 18 East, Sarasota County, Florida, said point bearing S 89°32'29" E, a distance of 845.99 feet from a railroad spike found in pavement marking the Northwest corner of said Section 12, and N 89°32'29" W, a distance of 1829.99 feet from a 1-1/2 inch iron pipe found under water marking the Northeast corner of the NW¼ of said Section 12; (7) S 11°46'41" E, a distance of 5236.30 feet to a point on the North boundary of Section 13, Township 38 South, Range 18 East, Sarasota County, Florida, said point bearing S 89°38'15" E, a distance of 1935.03 feet from a found 4-inch square concrete monument bearing the inscription "PRM 1747" marking the Northwest corner of said Section 13, and bearing N 89°38'15" W, a distance of 693.40 feet from a found ½-inch iron rod marking the Northeast corner of the NW of said Section 13; (8) S 11°47'38" E, a distance of 5414.75 feet to a point on the North boundary of Section 24, Township 38

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South, Range 18 East, Sarasota County, Florida, said point bearing S 89°44'10" E, a distance of 3093.22 feet from a found 5-inch square concrete monument bearing the inscription "Sarasota County" marking the Northwest corner of said Section 24, and bearing N 89°44'10" W, a distance of 2200.39 feet from a found 2-inch iron pipe marking the Northeast corner of said Section 24; (9) S 11°47'26" E, a distance of 5423.91 feet to a point on the North boundary of Section 25, Township 38 South, Range 18 East, Sarasota County, Florida, said point bearing S 89°36'18" E, a distance of 4224.41 feet from a found 5/8-inch iron rod marking the Northwest corner of said Section 25; (10) S 11°46'14" E, a distance of 4929.19 feet to a point on the West boundary of Section 30, Township 38 South, Range 19 East, Sarasota County, Florida, said point bearing S 00°36'00" W, a distance of 2165.18 feet from a 1/2-inch iron rod set with a plastic cap bearing the inscription "GFY LB021" marking the Northwest corner of the Southwest 1/4 of said Section 30, and bearing N 00°36'00" E, a distance of 488.09 feet from a found 5-inch square concrete monument bearing the inscription "Sarasota County" marking the Southwest corner of said Section 30; (11) South 11°46'14" East, a distance of 498.29 feet to a point on the North boundary of Section 31, Township 38 South, Range 19 East, Sarasota County, Florida, said point bearing North 89°51'45" East, a distance of 106.76 feet from a found 5 inch square concrete monument bearing the inscription "Sarasota County" marking the Northwest corner of said Section 31, and bearing South 89°51'45" West, a distance of 2528.32 feet from a found 5 inch square concrete monument bearing the inscription "Sarasota County" marking the Northeast corner of the Northwest 1/4 of said Section 31; (12) South 11°46'40" East, a distance of 5746.18 feet to a point on the North boundary of Section 6, Township 39 South, Range 19 East, Sarasota County, Florida, said point bearing North 89°55'00" West, a distance of 1224.25 feet from a found Parker-Kalon Concrete Nail and Brass Disk set bearing the inscription "LB 1856" marking the Northeast corner of the Northwest 1/4 of said Section 6; (13) South 11°47'09" East, a distance of 5391.71 feet to a point on the North boundary of Section 7, Township 39 South, Range 19 East, Sarasota County, Florida, said point bearing South 89°26'54" East, a distance of 1218.66 feet from a Parker-Kalon Concrete Nail and Brass Disk bearing the inscription "LB 021" set as a witness corner 1300.00 feet Easterly of the Northwest corner of said Section 7, and bearing North 89°26'54" West, a distance of 110.93 feet from a found 1/2 inch iron rod marking the Northeast corner of the Northwest 1/4 of said Section 7; (14) South 11°46'14" East, a distance of 3082.14 feet to a point of curvature; (15) Southerly 1048.54 feet along the arc of a curve to the left, said curve being concave Easterly, having a radius of 2864.79 feet, a central angle of 20°58'15", and a chord bearing and distance of South 22°15'22" East, 1042.70 feet to a point of tangency; (16) South 32°44'29" East, a distance of 1611.73 feet to a point on the North boundary of Section 18, Township 39 South, Range 19 East, Sarasota County, Florida, said point bearing South 89°44'39" East, a distance of 4511.01 feet from a found 12 inch round concrete monument with a Florida Department of Natural Resources brass disk marking the Northwest corner of said Section 18, and bearing North 89°44'39" West, a distance of 823.71 feet from a railroad spike found in asphalt pavement marking the Northeast corner of said Section 18; (17) South 32°44'29" East, a distance of 1495.62 feet to a point on the West boundary of Section 17, Township 39 South, Range 19 East, Sarasota County, Florida, said point bearing South 00°40'33" West, a distance of 1254.41 feet from a railroad spike found in asphalt pavement marking the Northwest corner of said Section 17, and bearing North 00°40'33" East, a distance of 4077.27 feet from a found 5 inch square concrete monument bearing the inscription "Sarasota County" marking the Southwest corner of said Section 17; (18) South 32°44'29" East, a distance of 4891.21 feet to the POINT OF TERMINATION, said point being on the South boundary of said Section 17, said point bearing South 89°12'25" East, a distance of 22.52 feet from a 5/8 inch iron rod found in asphalt pavement marking the Southwest corner of the Southeast 1/4 of said Section 17, and bearing North 89°12'25" West, a distance of 2649.30 feet from a Parker-Kalon concrete nail and brass disk found in asphalt pavement marking the

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Southeast corner of said Section 17, and the boundaries of the land described herein shall be lengthened or shortened to terminate on the South boundary of said Section 17.

AND

(Remainder portion of Wye Tracks lying Easterly of Seaboard Air Line Railway Co., Venice Branch right-of-way, a 100.00 foot wide right-of-way)

A parcel of land lying in Section 17, Township 39 South, Range 19 East, Sarasota County, Florida, being more particularly described as follows:

Commence at the Southwest corner of the Southeast 1/4 of Section 17, Township 39 South, Range 19 East, Sarasota County, Florida, thence on the South boundary of the Southeast 1/4 of said Section 17, South 89°12'25" East, a distance of 22.52 feet to a point on the centerline of an existing railroad right-of-way formerly known as Seaboard Air Line Railway Co., Venice Branch right-of-way, a 100.00 foot wide right-of-way; thence on said centerline, North 32°44'29" West, a distance of 353.50 feet; thence departing said centerline, North 57°15'31" East, a distance of 50.00 feet to the POINT OF BEGINNING, said point being on the Easterly right-of-way line of said existing railroad right-of-way and being marked by a 1/2 inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; thence on said Easterly right-of-way line, North 32°44'29" West, a distance of 401.37 feet to a point on a non-tangent curve, said point being on the Southeasterly boundary of that certain parcel of land described in Official Records Book 1371, Page 231 of the Public Records of Sarasota County, Florida, said point being marked by a found railroad spike; thence the following three (3) courses on the boundaries of said certain parcel: (1) Northerly 766.10 feet along the arc of a curve to the right, said curve being concave Easterly, having a radius of 940.00 feet, a central angle of 46°41'46", and a chord bearing and distance of North 15°50'32" East, 745.08 feet to a point on the Westerly right-of-way line of State Road 45-A, also known as U.S. Highway 41 Venice Bypass as shown on State of Florida State Road Department Right-of-way Map, Section 17180-2501, last revised 3-4-64, said point being marked by a found 3 inch by 3 inch square concrete monument; (2) on said Westerly right-of-way line, North 36°11'59" West, a distance of 12.59 feet to a point on a non-tangent curve, said point being marked with a 5/8" Iron Rod found with a plastic cap bearing the inscription "PLS 2670"; (3) Westerly 764.70 feet along the arc of a curve to the right, said curve being concave Northerly, having a radius of 940.00 feet, a central angle of 46°36'39", and a chord bearing and distance of North 81°20'55" West, 743.79 feet to a point on the Easterly right-of-way line of said 100.00 foot wide railroad right-of-way, said point being marked by a 1/2 inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; thence on said Easterly right-of-way line, North 32°44'29" West, a distance of 401.36 feet to a point on a non-tangent curve, said point being on the Northeasterly right-of-way line of said Wye Spur Track, said point being marked by a 1/2 inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; thence the following nine (9) courses on the right-of-way lines of said Wye Spur Track; (1) Southeasterly 1030.82 feet along the arc of a curve to the left, said curve being concave Northeasterly, having a radius of 850.00 feet, a central angle of 69°29'03", and a chord bearing and distance of South 67°29'05" East, 968.80 feet to a point on Westerly right-of-way line of said State Road 45-A, said point being marked by a 5/8 inch iron rod found with a plastic cap bearing the inscription "LS 4661"; (2) departing said Westerly right-of-way line and across said State Road 45-A, Easterly 112.91 feet along the arc of a curve to the left, said curve being concave Northerly, having a radius of 850.00 feet, a central angle of 07°36'40", and a chord bearing and distance of North 73°49'25" East, 112.83 feet to a point on the Easterly right-of-way line of said State Road 45-A, said point being marked by a 1/2 inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; (3) departing said Easterly right-of-way line,

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Northeasterly 189.92 feet along the arc of a curve to the left, said curve being concave Northwesterly, having a radius of 850.00 feet, a central angle of 12°48'06", and a chord bearing and distance of North 63°37'02" East, 189.52 feet to a point being marked by a ½ inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; (4) North 57°15'58" East, a distance of 1011.10 feet to the Northeast corner of said Wye Spur Track, said point being marked by a found 4 inch by 4 inch square concrete monument; (5) South 32°43'57" East, a distance of 99.78 feet to the Southeast corner of said Wye Spur Track, said point being marked by a ½ inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; (6) South 57°16'07" West, a distance of 1011.06 feet to a point of curvature, said point being marked by a ½ inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; (7) Southwesterly 181.32 feet along the arc of a curve to the left, said curve being concave Southeasterly, having a radius of 850.00 feet, a central angle of 12°13'19", and a chord bearing and distance of South 51°09'28" West, 180.97 feet to a point on the Easterly right-of-way line of said State Road 45-A, said point being marked by a ½ inch iron rod set with a plastic cap bearing the inscription "GFY LB021"; (8) departing said Easterly right-of-way line and across said State Road 45-A, Southwesterly 109.52 feet along the arc of a curve to the left, said curve being concave Southeasterly, having a radius of 850.00 feet, a central angle of 07°22'56", and a chord bearing and distance of South 40°14'25" West, 109.44 feet to a point on the Westerly right-of-way line of said State Road 45-A, said point being marked by a 5/8 inch iron rod with a plastic cap bearing the inscription "PLS3975"; (9) departing said Westerly right-of-way line, Southerly 1042.84 feet along the arc of a curve to the left, said curve being concave Easterly, having a radius of 850.00 feet, a central angle of 70°17'39", and a chord bearing and distance of South 02°27'11" West, 978.66 feet to the POINT OF BEGINNING.

The above described parcel contains 6.682 acres more or less, or 291,075 square feet more or less.

LESS AND EXCEPT

That part of that certain parcel of land described in Official Records Instrument Number 2002036256 as recorded in the Public Records of Sarasota County, Florida, lying within the 100.00 foot wide right-of-way formerly known as Seaboard Air Line Railway Co., Venice Branch right-of-way, said certain parcel being therein described as follows:

Begin at the most easterly corner of Lot 11, Center Road Industrial Park Subdivision, recorded in Plat Book 27, Pages 47 and 47-"A", Public Records of Sarasota County, Florida; Thence N. 32 degrees 53'35"W (Plat - N 32 degrees 53'04" W) along the Easterly line of Lots 11 and 10 of said subdivision, 415.03' to the Northwesterly corner of lands described in that certain deed dated 29 December 1982, between Seaboard Coastline Railroad Company and John W. Shoemaker and Charles E. Stottlmyer; Thence N 57 degrees 05'42" E along the Northerly line of said lands, 120.35' to the Westerly boundary of those certain lands described in Official Records Book 1135, Page 872, of the Public Records of Sarasota County, Florida; Thence N 32 degrees 57'37" W (Deed - N 32 degrees 52'56" W, 26.03'), 25.98' to the P.C. of a curve, concave to the Northeast and having a radius of 513.82' (Deed - 518.64'); Thence Northwesterly along the arc of said curve 156.14' (Chord - N 24 degrees 15'17" W, 155.54') to a point on the Northerly line of said lands described in O.R. Book 1135, Page 872; Thence N. 57 degrees 06'21" E, along said Northerly line, 101.39' to the most Northerly corner of those certain lands described in said O.R. 1135, Page 872, said point lying 25' from the centerline of Seaboard Coastline Railroad Track; Thence S 32 degrees 53'20" East along the Easterly line of those certain lands described in said O.R. Book 1135, Page 872, a distance of 783.36' to a point lying on the North R/W of Center Road (R/W width varies); Thence S 74° 39' 20" W, along said right-of-way W 47.63 feet; thence S 82° 20' 39" W, along

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said right-of-way, 76.05 feet; thence N 89° 23' 15" W along said right-of-way and also along a line 24 feet North of and parallel to the South line of Section 17, Township 39 South, Range 19 East, a distance of 156.88 feet; thence N 32° 53' 35" W along the Southeasterly extension of Lot 11 of said subdivision, 55.17 feet to the Point of Beginning.

Being and lying in Section 17, Township 39 South, Range 19 East, Sarasota County, Florida.

ALSO LESS AND EXCEPT that part of those certain parcels of land described as Parcel 1 (100-A), and Parcel 2 (100-B) in Official Records Instrument 1999068337 as recorded in the Public Records of Sarasota County, Florida, lying within the 100.00-foot-wide right-of-way formerly known as Seaboard Air Line Railway Co., Venice Branch right-of-way, said certain parcels being therein described as follows:

Parcel 1 (100-A): That part of the E½ of Section 7, Township 39 South, Range 19 East, Sarasota County, Florida, being more particularly described as follows: Commence at the intersection of the centerline of the Main Track of the Seminole Gulf Railway Right-of-way as show on Valuation Map Station 3916+50 to Station 3957+66 dated December 31, 1927 now known as the CSX Transportation, Inc. and the centerline of Venice Avenue Right-of-Way (120.00-foot-wide right-of-way); thence run S 89° 23' 38" E along the centerline of Venice Avenue for a distance of 4.606 meters (15.11 feet) to the Point of Beginning, also being a point on a circular curve concave to the Northeast, the chord for which bears N 12° 47' 09" W, thence run Northwesterly along the arc of said curve, having a radius of 868.617 meters (2849.79 feet), through a central angle of 02° 01' 32", for an arc distance of 30.706 meter (100.74 feet) to the Point of Tangency; thence run N 11° 46' 23" W along a line that is 15.00 feet East of and parallel with the centerline of said tract for a distance of 357.120 meters (1171.65 feet); thence run S 51° 48' 48" E for a distance of 4.081 meters (13.39 feet); thence run S 11° 48' 13" E for a distance of 8.388 meters (27.52 feet); thence run S 15° 24' 08" E for a distance of 24.597 meters (80.70 feet); thence run S 18° 33' 12" E for a distance of 15.213 meters (49.91 feet); thence run S 20° 06' 51" E for a distance of 14.755 meters (48.41 feet); thence run S 22° 27' 05" E for a distance of 14.911 meters (48.92 feet); thence run S 25° 33' 22" E for a distance of 14.758 meters (48.42 feet); thence run S 30° 17' 25" E for a distance of 5.852 meters (19.20 feet); thence run S 59° 42' 34" W for a distance of 2.469 meters (8.10 feet); thence run S 32° 05' 24" E for a distance of 32.010 meters (105.02 feet); thence run S 53° 00' 39" W for a distance of 1.280 meters (4.20 feet); thence run S 36° 59' 21" E for a distance of 7.065 meters (23.18 feet); thence run S 39° 18' 22" E for a distance of 5.270 meters (17.29 feet); thence run S 36° 58' 53" E for a distance of 15.840 meters (51.97 feet); thence run S 30° 11' 54" E for a distance of 15.487 meters (50.81 feet); thence run S 24° 54' 25" E for a distance of 9.025 meters (29.61 feet); thence run S 65° 05' 36" W for a distance of 0.610 meter (2.00 feet); thence run S 24° 54' 24" E for a distance of 6.358 meters (20.86 feet); thence run S 21° 49' 31" E for a distance of 15.356 meters (50.38 feet); thence run S 17° 52' 36" E for a distance of 6.248 meters (20.50 feet); thence run S 18° 33' 38" E for a distance of 11.433 meters (37.51 feet); thence run S 13° 10' 42" E for a distance of 13.079 meters (42.91 feet); thence run S 12° 02' 54" E for a distance of 9.559 meters (31.36 feet); thence run S 11° 53' 44" E for a distance of 10.220 meters (33.53 feet); thence run S 11° 40' 33" E for a distance of 16.673 meters (54.70 feet); thence run S 11° 43' 10" E for a distance of 25.146 meters (82.50 feet); thence run S 78° 13' 37" W for a distance of 0.143 meter (0.47 feet); thence run S 11° 47' 40" E for a distance of 85.469 meters (280.41 feet); thence run N 89° 23' 38" W for a distance of 38.905 meters (127.64 feet) to a point on circular curve concave to the Northwest, the chord for which bears S 13° 59' 07" E, thence run Southeasterly along the arc of said curve, having a radius of 857.950 meters (2814.79 feet), through a central angle of 02° 31' 27" for an arc distance of 37.798 metes

(124.01 feet) to a point on said curve; thence run N 89° 23' 38" W for a distance of 11.086 meters (36.37 feet) to a point on a circular curve concave to the Northeast, the chord for which bears N 14° 25' 23" W, thence run Northwesterly along the arc of said curve, having a radius of 868.617 meters (2849.79 feet), through a central angle of 01° 14' 57" for an arc distance of 18.937 meters (62.13 feet) to the Point of Beginning. Containing 12,754.111 square meters (137,282.7 square feet), more or less.

Parcel 2 (100-B): commence at the intersection of the centerline of the main track of the Seminole Gulf Railway Right-of-Way as show on Valuation Map Station 3916+50 to Station 3957+66 dated December 31, 1927 now known as the CSX Transportation, Inc. and the centerline of Venice Avenue Right-of-Way (120.00-foot-wide right-of-way); thence run N 89° 23' 38" W along the centerline of Venice Avenue for a distance of 4.834 meters (15.86 feet) to the Point of Beginning, also being a point on a circular curve concave to the Northeast, the chord for which bears S 14° 15' 46" E, thence run Southeasterly along the arc of said curve, having a radius of 877.762 meters (2879.79 feet), through a central angle of 01° 14' 07", for an arc distance of 18.922 meters (62.08 feet) to a point on said curve; thence run N 89° 23' 38" W for a distance of 11.064 meters (36.30 feet) to a point on a circular curve concave to the Northeast, the chord for which bears N 13° 28' 26" W, thence run Northwesterly along the arc of said curve, having a radius of 888.430 meters (2914.79 feet), through a central angle of 02° 25' 55" for an arc distance of 37.713 meters (123.73 feet), to a point on said curve; thence run S 89° 23' 38" E for a distance of 10.945 meters (35.91 feet) to a point on a circular curve concave to the Northeast, the chord for which bears S 13° 01' 52" E, thence run Southeasterly along the arc of said curve, having a radius of 877.762 meters (2879.79 feet), through a central angle of 01° 13' 42" for an arc distance of 18.818 meters (61.74 feet) to a point on said curve, also being the Point of Beginning; containing 402.469 square meters (4,332.1 square feet), more or less.

ALSO LESS AND EXCEPT that part of that certain parcel of land described in Official Records Book 2033, Page 2643 of the Public Records of Sarasota County, Florida lying within the 100.00-foot- wide right-of-way formerly known as Seaboard Air Line Railway Co., Venice Branch, said parcel being therein described as follows: A parcel of land situate in Section 7, Township 39 South, Range 19 East, Sarasota County, Florida, and being more particularly bounded and described as follows: Commence at the intersection of the center at Hatchett Creek with the center of the main track of Seaboard Coast Line; thence South along the center of said main track 57.20 feet; thence East 25 feet for a point of beginning; said point being the approximate Mean High Water Line of said Hatchett Creek; thence southeasterly and southerly meandering along the said Mean High Water Line of Hatchett Creek 575 feet more or less to a point, said point being East 250 feet from said cent of the main track; thence South along a line parallel with and 250 feet Easterly of said main track 512.5 feet; thence West 75.04 feet to a point, said point being East 8.0 feet from the center of Spur Track 3 of said Seaboard Coast Line; thence along the following courses being 8.0 feet Easterly of the center of said Spur Track 5: N 0° 05' 03" E 82.50 feet; N 0° 07' 40" E 54.70 feet; N 0° 05' 31" W 33.53 feet; N 0° 14' 41" W 31.36'; N 01° 22' 29" W 42.91'; N 6° 45' 25" W 37.51 feet; N 6° 04' 23" W 20.50 feet; N 10° 01' 18" W 50.38 feet and N 13° 06' 11" W 20.86 feet; thence N 76° 53' 49" E 2.0 feet to a point on a building wall; thence along the following courses being 10 feet' easterly of said Spur Track 5: N 13° 06' 12" W 29.61 feet; N 18° 23' 41" W 50.81 feet; N 25° 10' 40" W 51.97 feet; N 27° 30' 09" W 17.29 feet and N 25° 11' 08" W 23.18 feet; thence N 64° 48' 52" E 4.20 feet to a point on the westerly side of a block retaining wall; thence continue along said block wall N 20° 17' 11" W 105.02 feet; thence N 71° 30' 47" E 8.10 feet; thence along the following courses being 25.0 feet northeasterly of said Spur Track 5: N 18° 29' 12" W 19.20 feet; N 13° 45' 09" W 48.42 feet; N 10° 38' 52" W 48.92 feet;

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N 8° 18' 38" W 48.41 feet; N 6° 44' 59" W 49.91 feet; N 3° 35' 55" W 80.7 feet and North
27.52 feet to the Point of Beginning. Containing 155.724 acres, more or less.

AC10192005

CORRIDOR SALE 3327-1843 POLK COUNTY, FLORIDA

CORRIDOR TYPE: Vacant railroad corridor

LOCATION: Extends from Polk County to Braddock Road, terminating approximately four miles south of Interstate 4 in Polk County, Florida

SELLER: CSX Transportation

BUYER: Tampa Electric Company

SALE DATE: November 29, 1993

RECORDED: OR Book 3327, Page 1843, Polk County, Florida

USE AT TIME OF PURCHASE: Power transmission corridor

HIGHEST AND BEST USE: Use by adjacent property owners or use as a corridor by utility company or government agency

CORRIDOR SIZE: 5.08 miles
62.896 acres
Average width: 102 feet

PROPERTY DATA: The corridor parallels State Road 559/County Road 655 for approximately one-half of its route.

IMPROVEMENTS: This sale included grading, drainage, trestles, and bridges.

CASH PRICE PAID: \$600,000

IN-KIND PRICE PAID: \$0

ATF LAND USE:

- Industrial
- Residential
- Commercial
- Agricultural

ATF VALUE: \$487,200

CASH CORRIDOR

FACTOR: 1.23

TOTAL CORRIDOR

FACTOR: 1.23

CONDITION OF

SALE: Arm's length

CONFIRMATION:

Confirmed with Joe Kicklighter, Tampa Electric, on October 23, 1995, by Clayton, Roper & Marshall appraisal firm; and through CSX Real Property records in Jacksonville by Charles W. Rex III, MAI.

LEGAL DESCRIPTION:

In Section 32, Township 26 South, Range 25 East, and Sections 5, 8, 17, 20, Township 27 South, Range 25 East, Polk County, Florida.

CORRIDOR SALE 7489-1409

CORRIDOR TYPE: Abandoned railroad corridor

LOCATION: Extends from Imedson Road on the western edge of Jacksonville and terminates at the easterly right-of-way of State Road 121, west of the city of Baldwin, Florida

SELLER: CSX Transportation

BUYER: Board of Trustees of the Internal Improvement Trust Fund and the State of Florida

SALE DATE: December 14, 1992

RECORDED: OR Book 7489, Page 1409, Duval County

USE AT TIME
OF PURCHASE: Vacant railroad corridor

HIGHEST AND
BEST USE: Use by adjacent property owners or use as a corridor by utility company or government agency

CORRIDOR SIZE: 14.2 miles
177.82 acres
Minimum width: 80 feet
Maximum width: 100 feet

PROPERTY DATA: Varied vegetation and topography; it is crossed by ten public roadways.

IMPROVEMENTS: This sale included grading, drainage, bridges, and trestles.

CASH PRICE PAID: \$636,232

IN-KIND PRICE PAID: \$0

ATF LAND USE:

- Intense industrial
- Residential
- Institutional

ATF VALUE: \$563,425

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CASH CORRIDOR
FACTOR:

1.13

TOTAL CORRIDOR
FACTOR:

1.13

CONDITION OF
SALE:

Arm's length

COMMENTS:

The tract was purchased as part of Florida's Rails-to-Trails program.

CONFIRMATION:

Confirmed with Janet Miranda, CSX Transportation, on November 21, 1994 by Clayton, Roper & Marshall appraisal firm; and from CSX Real Property records in Jacksonville by Charles W. Rex III, MAI.

LEGAL DESCRIPTION:

At Station 461 in Section 11, Township 2 South, Range 25 East, and Sections 5, 8, 17, 20, Township 27 South, Range 25 East, and traveling west to Station 1230 plus 81 in Section 21, Township 2 South, Range 23 East, Duval County, Florida.

Chart of Corridor Sales
Obtained from RMI Midwest*

<u>Corridor Sale #</u>	<u>Corridor Type</u>	<u>Date Closed</u>	<u>Highest & Best Use</u>	<u>ATF Use</u>	<u>ATV Value</u>	<u>Length</u>	<u>Cash Corridor Factor</u>	<u>Total Corridor Factor</u>
291-435	Abandoned RR Between towns of Monticello & Perry in n. central FL	Jun-91	Use by adjacent land owners or corridor use by govt or utility	Agricultural	\$698,800	35.62 miles	1.72	1.72
295-136	Abandoned RR Northern FL Hamilton, Suwanee & Columbia Cos. *excludes certain towns	Nov. 1991	Transportation/ communication corridor	Agricultural	\$1,692,600	56.67 miles	1.49	1.49
415-417	Fee & Easement purchase of 2 corridors - 1 abandoned & 1 active in East. NC	Dec. 2003	S. corridor - utility N. corridor - cont. rail freight use & utility occupancy	Single-family, acreage, industrial commercial	\$3,396,534	10.1 miles (S) 14.17 miles (N)	1.47	1.47
546-26	Abandoned RR Branford, FL	May, 1995	Use by adjacent land owners or corridor use by govt or utility	Industrial, Residential, commercial	\$125,000	4.0 miles	1.44	1.44
2005-8585	Abandoned corridor subject to an NITU Sarasota, FL	Dec. 2004	Public transportation corridor for vehicular use, future mass transit, &/or public trail	Residential devel, some swampy areas, state park	\$10,329,187 Avg of 2 appls adjusted for proper area	12.4 miles +/-	1.14	1.12
3327-1843	Vacant rail corridor Polk County, FL	Nov. 1993	Use by adjacent land owners or corridor use by govt or utility	Industrial, Resid., Commercial Agricultural	\$487,200	5.08 miles	1.23	1.23
7489-1409	Abandoned rail corridor West Jacksonville to west of Baldwin, FL	Dec. 1992	Use by adjacent land owners or corridor use by govt or utility	Intense industrial, Residential Institutional	\$563,425	14.2 miles	1.13	1.13

*All data above obtained from RMI Midwest Corridor Sale Writeups 11142005.wpd November 29, 2005 (2:14pm).
These sales are included in this report with permission of Rmi Midwest.
Details of these sales are included on prior pages of this report and are not to be used in any other assignment.

Analysis of Corridor or Enhancement Factor:

The ratio of total sale price to total across-the-fence (ATF) value of each sales results in the corridor factor (CF). The average cash corridor factor of the 25 sales reviewed was 1.48 with the average total corridor factor being 1.75. When narrowing the selection to those corridors that are believed to be most similar to subject in length, ATF uses, and location, the average cash corridor factor of the 7 most similar sales were 1.37 with the total corridor factor being 1.37. For these 7 sales, the cash corridor factor ranges from 1.13 to 1.72 and the total corridor factor ranging from 1.12 to 1.72. Due to the subject's rural nature and the fact that this part of Anderson County does not appear to be experiencing growth at this time, the corridor factor is estimated to be at the lower end of the range, or 1.13.

This market-extracted corridor factor 1.13 is multiplied by the Total ATF of \$1,862,000 to provide an estimate of market value for the subject corridor as of November 11, 2005. This is shown below:

<u>Enhancement Factor</u>		<u>ATF Value Estimate</u>		<u>Market Value Estimate</u>
1.13	*	\$1,862,000	=	\$2,104,060

Rounded to \$2,104,000

000067

Second Valuation - Estimation of the Net Liquidation Value of the Fee Parcels

Net Liquidation Value as defined in The Dictionary of Real Estate Appraisal, 4th edition of the Appraisal Institute as: "In the valuation of transportation/communications corridors, the current appraised market value of such properties for other than rail transportation purposes, less all cost of dismantling and disposition of improvements necessary to make the remaining properties available for their highest and best use and complying with the applicable zoning, land use, and environmental regulations (49 C.F.R. 1152.34)."

In essence, Net Liquidation Value is the value of the fee parcels only, for non-rail use. I have not included costs of dismantling, etc. as CSX officials told me that this is done by CSX for the rail improvements. This appraisal includes a number of fee parcels in various locations along the rail corridor that could be sold individually if the corridor were to be abandoned. Copies of portions of CSX plan sheets of the corridor that show these parcels can be found in the addenda of this report.

Note that the market values of these parcels have not been discounted for time, nor have expenses been deducted for marketing expenses or other factors because it is expected that these parcels would sell for their market value in six to nine months if marketed effectively. The per unit market value of each sale reflects adjustments to the land sales for shape, size, topography, location, marketability, etc. When necessary, the sales have been discounted or adjusted heavily for utility or particular land characteristics such as a very irregular shape or lack of access in order to reflect marketing time considerations. It is for this reason, the fee parcel values have not been discounted for time nor have marketing expenses deducted. Also, these fee parcels are scattered in various locations along the corridor and are not saturated in one location.

Below is a discussion of the characteristics of each fee parcel being appraised.

D73 (1.01 acres) – This rectangular-shaped parcel is located approximately 60' from the C/L of Hamilton St. (per CSX) in the Town of Williamston and is in a residential area. A portion of this parcel appears to be Anderson Co. Tax Parcel 2440101001 (.36 acres) and has frontage and access from Pine Lane. Its highest and best use would be for residential development with a major deterrent being the topography of the site. All sales used in comparison with this subject were heavily adjusted downward for topography. Even though Sale 10 is larger than subject, it was included since it adjoins another rail line, is flag-shaped with limited access to Tripp St.

D70, D71, D72 (5.6 acres) – This irregularly shaped land is located in Williamston in an area that has both new and older residential development and some commercial/office type uses towards the downtown area. The topography is good and it is my opinion that this tract would be best developed into multifamily use.

D68 (.47 acres) – According to CSX officials, this roughly rectangular-shaped property is located 1,387' northeast of Prince St. which would place this site's location on Gossett St. across from the Williamston city park. It is identified as Anderson Co. Tax Parcel 2451207006 and adjoins Gossett St. on the west side and it adjoins the CSX rail line to the south that crosses above

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Gossett St. Although it appears to be zoned for Highway Commercial, it does not appear to have frontage along Main St. (Highway 20) and would most likely be assembled with another parcel that does front along Main St. in order for it to be developed as HC. In this area, commercial development is sparse. Unless demand increased for properties along Main St., it is not likely this parcel would be assembled for commercial use. Therefore, it is my opinion that it would be developed as a multifamily site. It is above grade 8-10' so each sale was adjusted heavily for the topography difference in comparison with the land sales cited.

D67 (.42 acres) - This rectangular-shaped site is located 438' north of Cheddar Rd. according to CSX officials. I am not able to find any access to this property in this particular area. The only utility would be assemblage with an adjacent parcel. This location is a rural area between Belton and Williamston. All sales considered in estimating this parcels value have been adjusted downward heavily for utility and lack of access.

D47, R159, R161 (2.99 acres) This residential tract located in Belton has access from Mahaffey Rd. and possibly Washington St. The topography is fair; however, it is very irregular in shape, which would negatively affect its utility. The best sale to compare with this parcel is Sale 31, which is very close in proximity and is also located along this rail line just to the north at Calhoun Rd. Although it is considerably larger, it is an excellent indicator of value due to its close proximity and similar location. Sale 31 is not as irregular in shape as subject. Major downward adjustments were made to the sales for utility due to shape. This tract could be developed for residential use or for assemblage with adjacent parcels.

D44, D45, D46 (1.08 acres) - This acreage is located in the City of Belton between residences just to the north of River St. River St. actually goes over the railroad in this location and this land lies below the overpass. Although portions of this land are zoned for commercial use, the area is residential in nature, not commercial and I do not see this changing in the near future. This property's only use would be for assemblage with an adjoining property since access would be a problem.

D43 (.59 acres) - This land is located in Belton between River and O'Neal Streets on the east side adjoining an industry. It could be utilized as an industrial parcel since it could be accessed from O'Neal St. or as assemblage with the adjoining industry. It is relatively level, but irregular in shape.

D42 (.26 acres) - This small site appears to be zoned mostly for residential development and this would be in line with adjacent uses on the east side of the area between River and O'Neal Streets. This site is very small and although it has access from O'Neal St., would most likely be assembled with an adjacent owner. It has a higher value than D44-D46 above since it can be accessed from O'Neal St.

D41 (.4 acres) - This is a small industrial parcel with access on O'Neal St. It is similar to subject parcel D43 above.

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D37 (4.53 acres) – This industrial acreage located on Campbell St. in Belton at Belton Standpipe Industrial Park Dr. The highest and best use of this property is for industrial use or assemblage with adjoining land. It is very irregular in shape, which would affect its utility.

D149 (6.38 acres) – The exact location of this acreage is difficult to pinpoint. According to CSX, this tract is 1,098' northwest of Hwy S-4-384 that would place it between Blake Dairy Rd. and Hwy S-4-384 or Guthrie Rd. It is a narrow strip of land and the only utility would be for assemblage with an adjacent property.

On the following page is a chart identifying each parcel including land area, highest and best use, the land sales used in estimating its market value, and the estimated market value of each. It should be noted that in some cases the exact location of the parcel could not be identified and I have attempted to err on the side of conservatism rather than estimate a more liberal value.

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SUMMARY OF FEE PARCEL VALUES

<u>CSX ID*</u>	<u>Corridor Section</u>	<u>Zoning</u>	<u>Zoning District</u>	<u>Highest & Best Use</u>	<u>Total Acres of Parcel</u>	<u>Unit Value Per Acre</u>	<u>Est. Market Value of Parcel</u>	<u>Sales Used for Comparison</u>
<u>D73</u> Fronts on Pine St.	2	R-2 Single-family	Williamston	Single-family residential	1.01	\$6,000	\$6,060	5-8, 10
<u>D70,D71,D72</u> Assume parcel could be rezoned to multifamily. Located on Mill St.	3	Off. Comm. & R-3duplx	Williamston	Multifamily	5.6	\$22,000	\$123,200	19-21
<u>D68</u> Fronts on Gossett St. Appears to be across from park. Per CSX parcel is 1387' northeast of Prince St.	4	Highway Comm.-est.	Williamston	Multifamily or assembledge	0.47	\$9,000	\$4,230	20,22
<u>D67</u> No access to public road. Per CSX parcel is 438' north of Cheddar Rd.	9	RA Resid. Agricultural	Anderson Co.	Assembledge	0.42	\$3,000	\$1,260	23, 24, 29,30
<u>D47,R159,R161</u> Very irregular shape. Located on Mahaffey Rd.	14	S-F1 and S-F2	Belton	Residential development or assembledge	2.99	\$2,200	\$6,578	24,30,31
<u>D44,D45,D46</u> Parcels are north of River St. - no access	15	S-F2 & Gen. Comm.	Belton	Residential Assembledge	1.08	\$1,500	\$1,620	35-37
<u>D43</u> Parcel is between River and O'Neal Sts. On E/S.	16	Ltd. Industrial	Belton	Industrial use or assembledge	0.59	\$25,000	\$14,750	41,44
<u>D42</u> Parcel is between River and O'Neal Sts. On W/S.	16	S-F2 & Gen. Comm.	Belton	Residential or assembledge	0.26	\$12,000	\$3,120	35-37
<u>D41</u> Parcel is south of O'Neal St.	17	Gen. Industrial	Belton	Industrial	0.4	\$25,000	\$10,000	41,44
<u>D37</u> Per CSX parcel is 961' south of O'Neal St. Fronts on Campbell St. - irregular shape.	17	Gen. Industrial	Belton	Industrial or assembledge	4.53	\$8,000	\$36,240	40,41,44
<u>D149</u> Per CSX parcel is 1098' NW of Hwy S-4-384. Access per Guthrie; however, parcel is a strip of land.	19	Pt M-F R-1/pt no zone	Anderson Co.	Residential assembledge	6.38	\$1,000	\$6,380	43,45
Sum of Fee Parcels							\$213,438	

Assumptions about each parcel are noted below parcel ID.

Reconciliation & Final Value Estimate "AsIs" Market Value as of 11/11/05

1.) First Valuation - Market Value of an Intact Corridor:

<u>Enhancement Factor</u>		<u>ATF Value Estimate</u>		<u>Market Value Estimate</u>
1.13	*	\$1,862,000	=	\$2,104,060

Rounded to \$2,104,000

2.) Second Valuation - Estimate of Net Liquidation Value of Fee Parcels:

<u>CSX ID*</u>	<u>Corridor Section</u>	<u>Total Acres of Parcel</u>	<u>Unit Value Per Acre</u>	<u>Total Est. Market Value of Parcel</u>
<u>D73</u>	2	1.01	\$6,000	\$6,060
<u>D70,D71,D72</u>	3	5.6	\$22,000	\$123,200
<u>D68</u>	4	0.47	\$9,000	\$4,230
<u>D67</u>	9	0.42	\$3,000	\$1,260
<u>D47,R159,R1 61</u>	14	2.99	\$2,200	\$6,578
<u>D44,D45,D46</u>	15	1.08	\$1,500	\$1,620
<u>D43</u>	16	0.59	\$25,000	\$14,750
<u>D42</u>	16	0.26	\$12,000	\$3,120
<u>D41</u>	17	0.4	\$25,000	\$10,000
<u>D37</u>	17	4.53	\$8,000	\$36,240
<u>D149</u>	19	6.38	\$1,000	\$6,380
		Sum of Fee Parcels		\$213,438

Note that in the first valuation, the market value of the intact corridor includes both fee parcels and easement acreage, whereas the second valuation only estimates the Net Liquidation Value of the fee parcels.

The market value reported above is subject to the Assumptions and Limiting Conditions on Pages 4-6.

000072

Estimate of Marketing Time

In the estimating of a reasonable marketing time for the subject property, the appraiser has relied on interpretive opinions set forth by the Appraisal Standards Board of the Appraisal Foundation. The following interpretation was approved by the Appraisal Foundation, on September 16, 1992.

"The reasonable marketing time is an estimate of the amount of time it might take to sell a property interest in real estate at the estimated market value level during the period immediately after the effective date of the appraisal. Marketing time differs from exposure time, which is always presumed to precede the effective date of the appraisal."

The estimate of marketing time may be expressed as a range and can be based on one or more of the following: 1) Statistical information about days on the market; 2) Information gathered through sales verification; 3) Interviews of market participants; 4) and anticipated changes in market conditions.

It is important to note however that the ultimate decision about what price to ask, when to accept a particular offering price, and how to account for the assets during the interim rests with the client. Certain properties exposed on the market for extended periods may have been listed at prices that were unrealistic. Similarly, properties exposed at reasonable prices may have shorter marketing periods. Therefore, estimates based on comparable sales may or may not provide a good estimate of the subject marketing time depending on the original asking price and/or subsequent price reduction necessary to consummate the sales.

Therefore, if the subject is listed near the expected sales price, then the marketing time would be expected to be average. This premise assumes supply and demands are in balance.

The appraiser has discussed potential marketing times for properties similar to the subject with various real estate professionals. The indications are that if a realistic price is established the property could be effectively marketed in six months to one year.

Therefore, if the property is properly exposed on the open market, with a strong real estate, it is felt that a buyer/user for the subject property could be found within a period of six to nine months.

Competency: I am competent to appraise properties like the subject property because I have the knowledge and experience to perform this assignment.

000073

Addenda

000074

PHOTOGRAPHS OF CORRIDOR

Beginning of Corridor South of Belton at Hamby Rd. taken Facing North



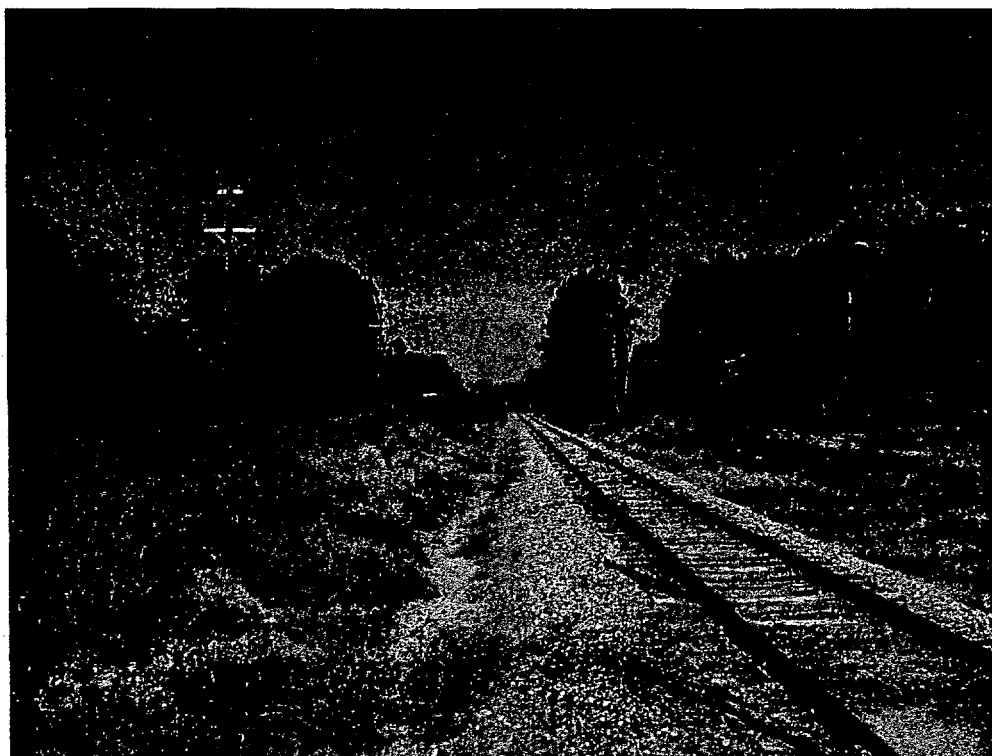
000075

Views from Evatt Rd. First Taken Facing South, then Facing North



000076

View from Horace Bell Rd., First taken Facing South, then Facing North



000077

View from Simpson Rd. First Taken Facing South, then Facing North



000078

View from Campbell Rd. First Taken Facing South, then Facing North



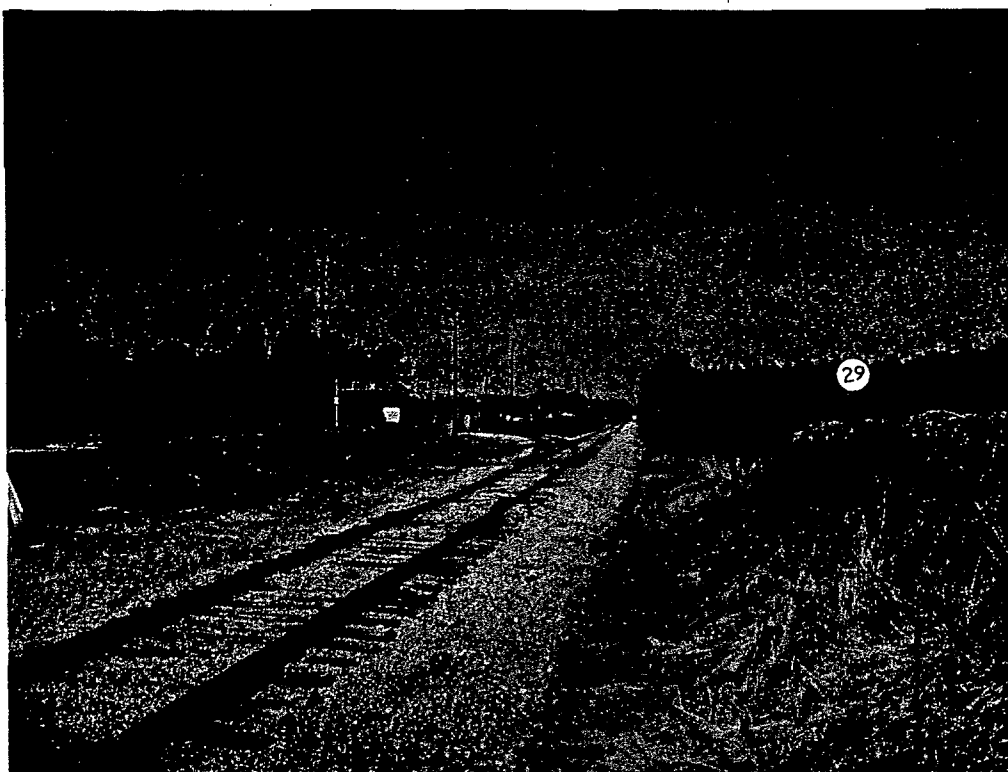
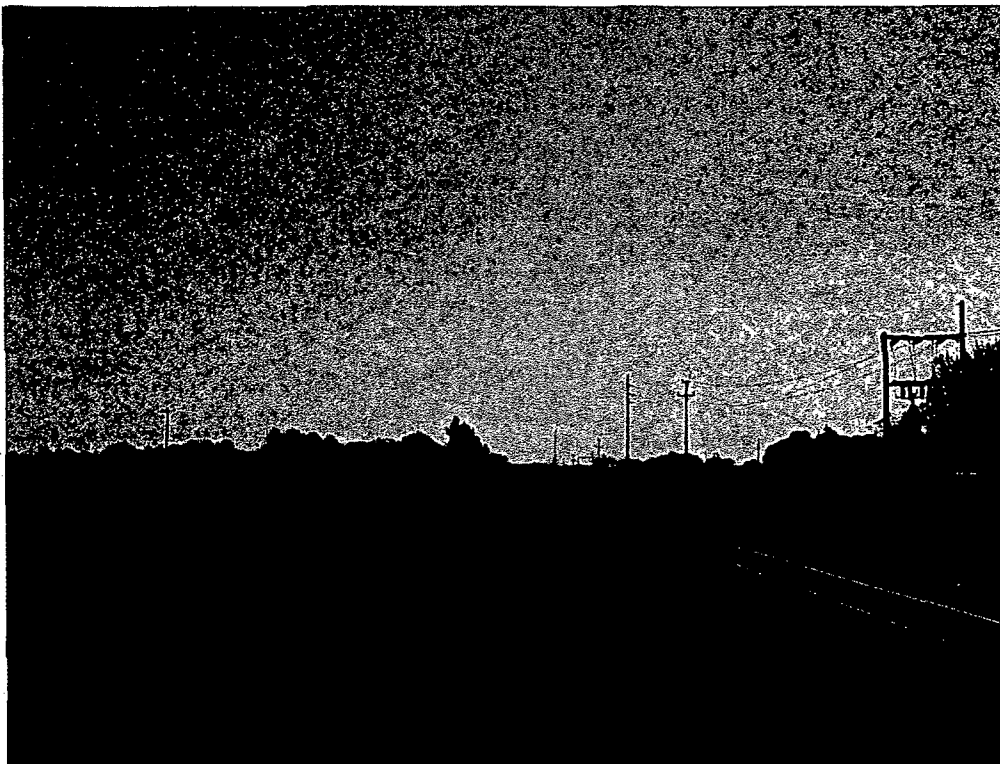
000079

View from G.W. Stevens Rd. Taken Facing North



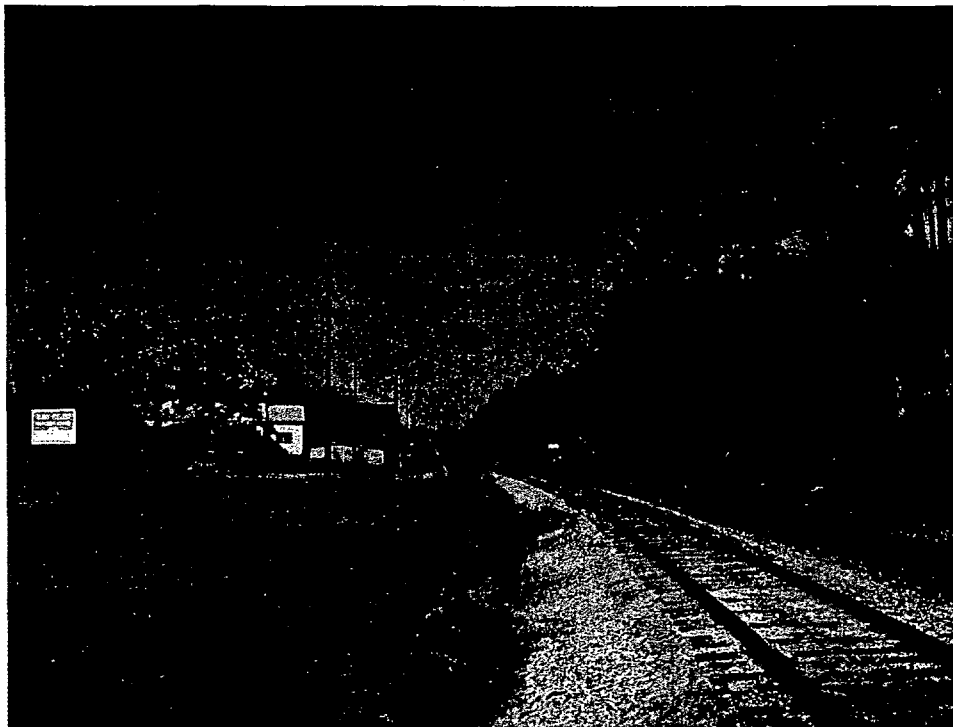
000080

View from Beeks Rd. First Taken Facing South, Then Facing North



000081

**View of Rail Corridor at Milliken Plant
Taken Facing South Then North**



000082

View from Blake Dairy Rd., First Taken Facing South, Then Facing North
Area of Fee Parcel R-149

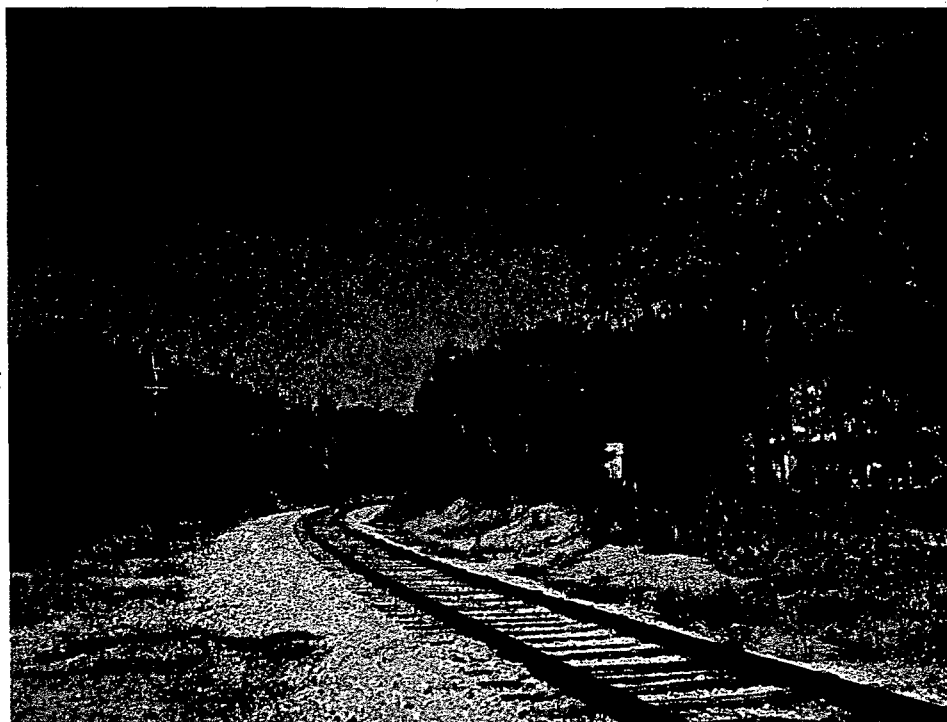


000083

**View of Corridor Taken at Rear of Shopping Center Where Ingle's Supermarket is
Located**

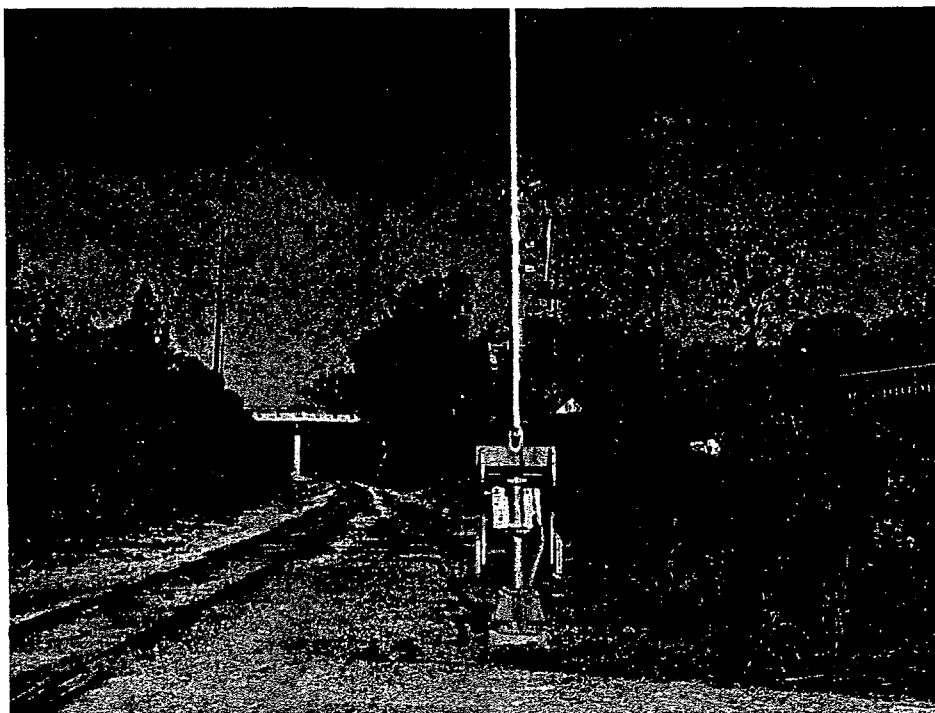


View Taken From Broyles Ave. Taken Facing North



000084

View Taken from McGee Way, First Taken Facing South, Then Facing North

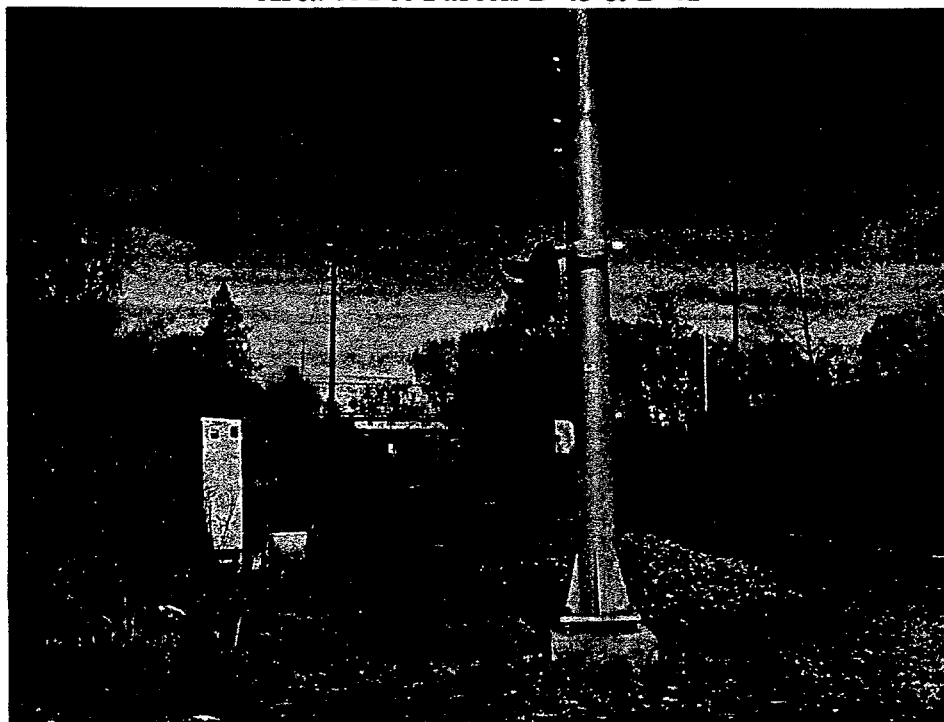


000085

**View of Corridor at O'Neal St. 1st Taken Facing South, Then North
Area of Fee Parcel D-41**



Area of Fee Parcels D-43 & D-42



000086

**Views Taken from Overpass on River Rd. (Highway 247)
First Taken Facing South, Then Facing North - Area of Fee Parcels D-43 & D-42**



Area of Fee Parcels D-44, D-45 & D-46



000087

**View of Fee Parcel at River St.
Area of Fee Parcels D-43 & D-42**

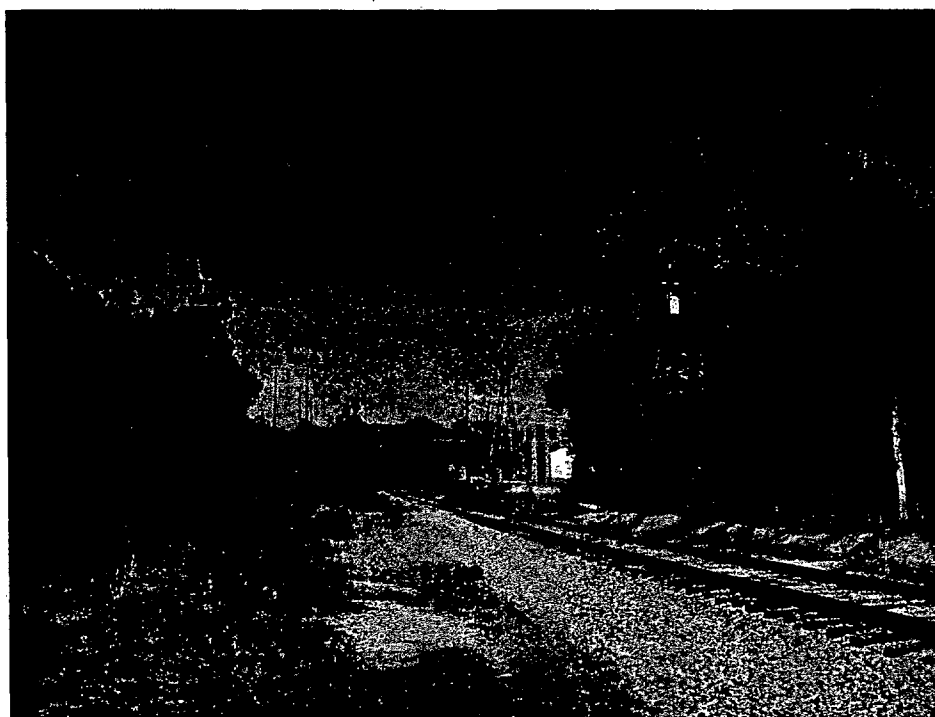


Area of Fee Parcels D-37



000088

View from Mahaffey St., First Taken Facing South, then Facing North
Area of Fee Parcels R-47, R-159, R-161



000039

View Taken From Calhoun St. Facing North



000090

View of Corridor Taken from Sherrard Rd., Taken Facing South then North



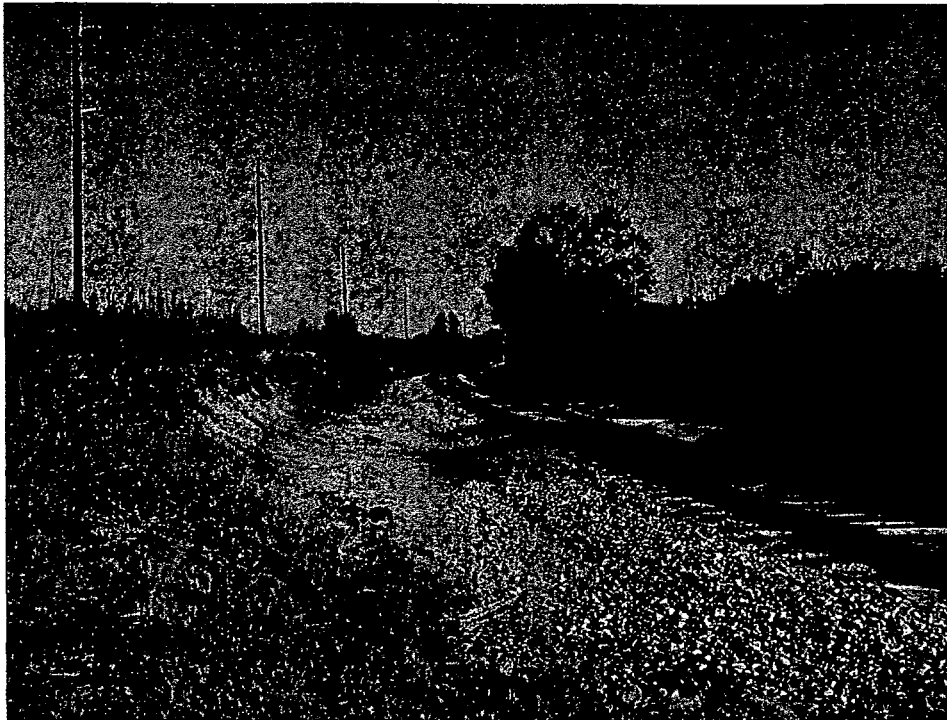
000091

View of Corridor at Cheddar Rd., Taken Facing South then North
Area of Fee Parcel D-67



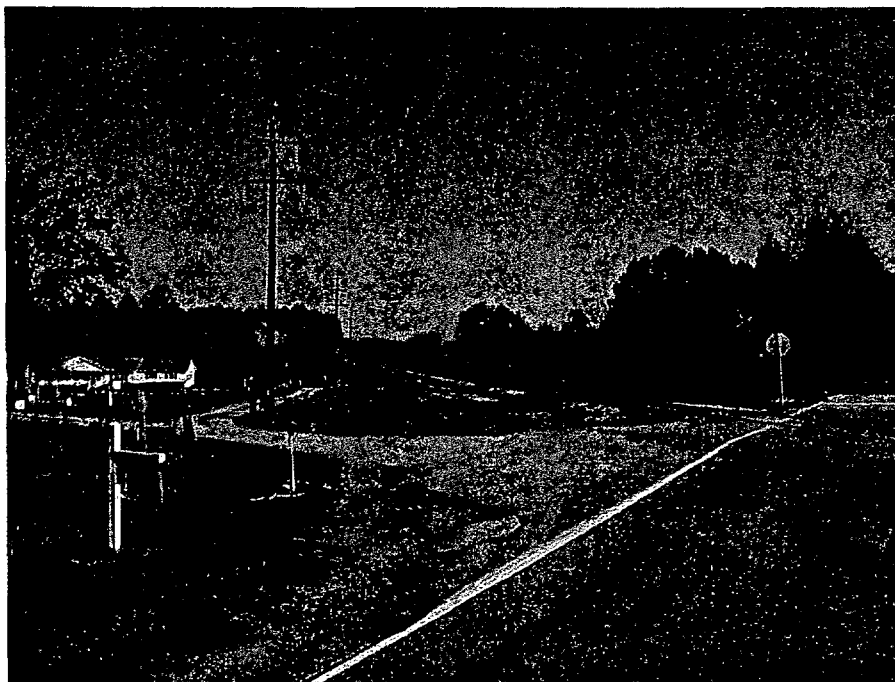
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View Taken from Richard Chapman Rd., First Taken facing North, then Facing South



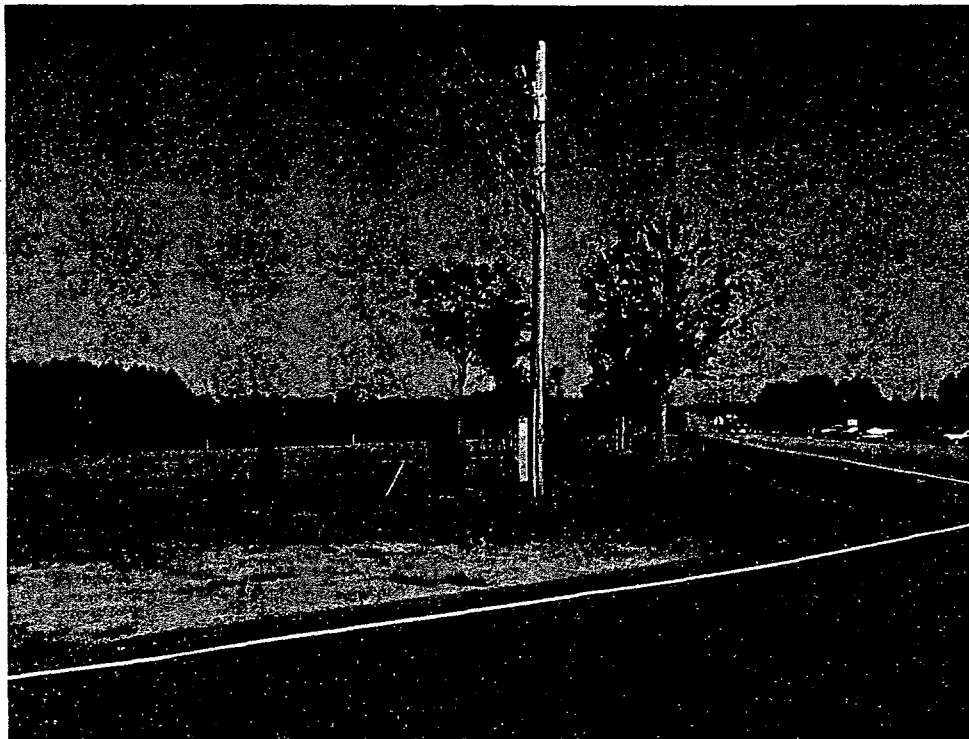
000093

View Taken from Copeland Rd., First Taken Facing North, Then Facing South



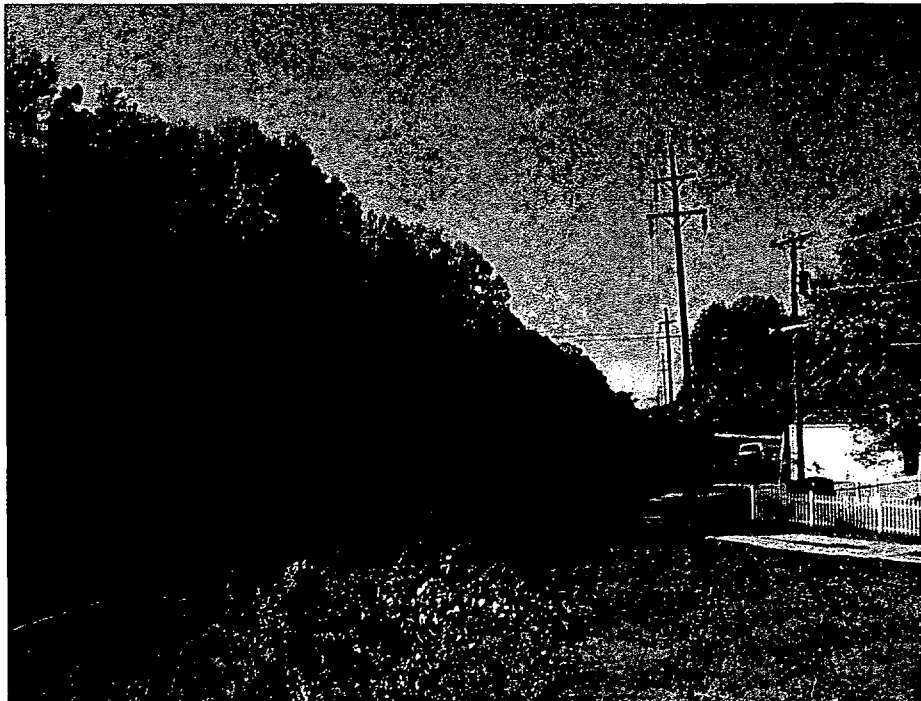
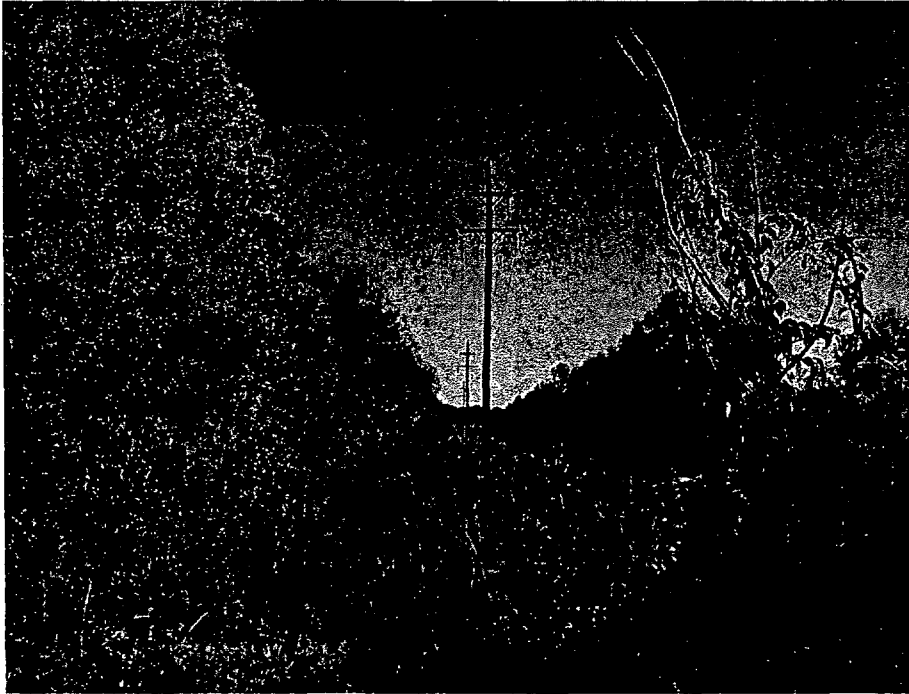
000094

**View of Corridor which is Located Under the Hwy 20 Overpass in Distance
Taken facing North**



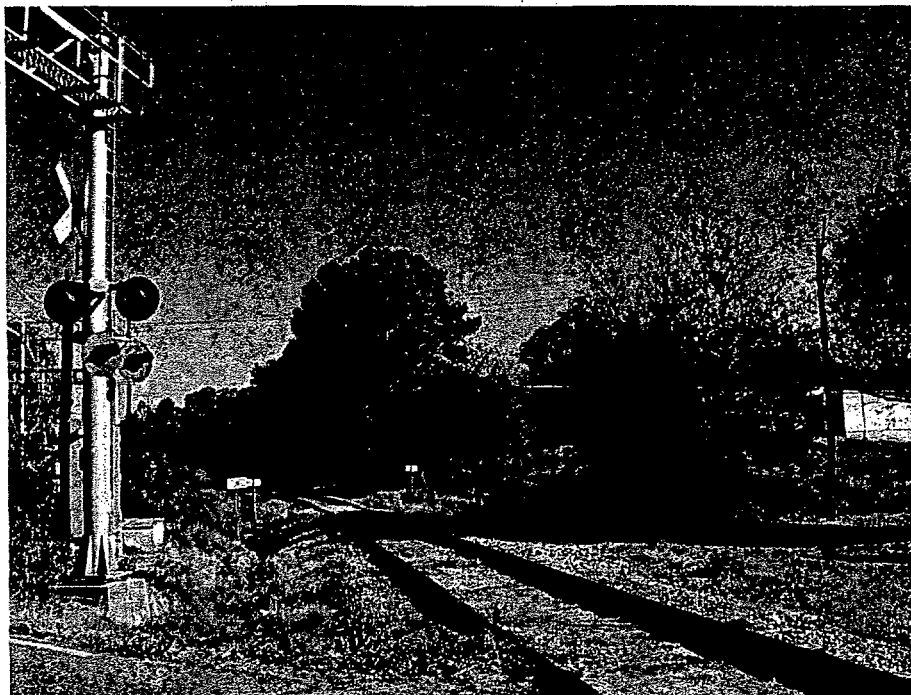
000095

View of Corridor at Gray St. Overpass – Road Out



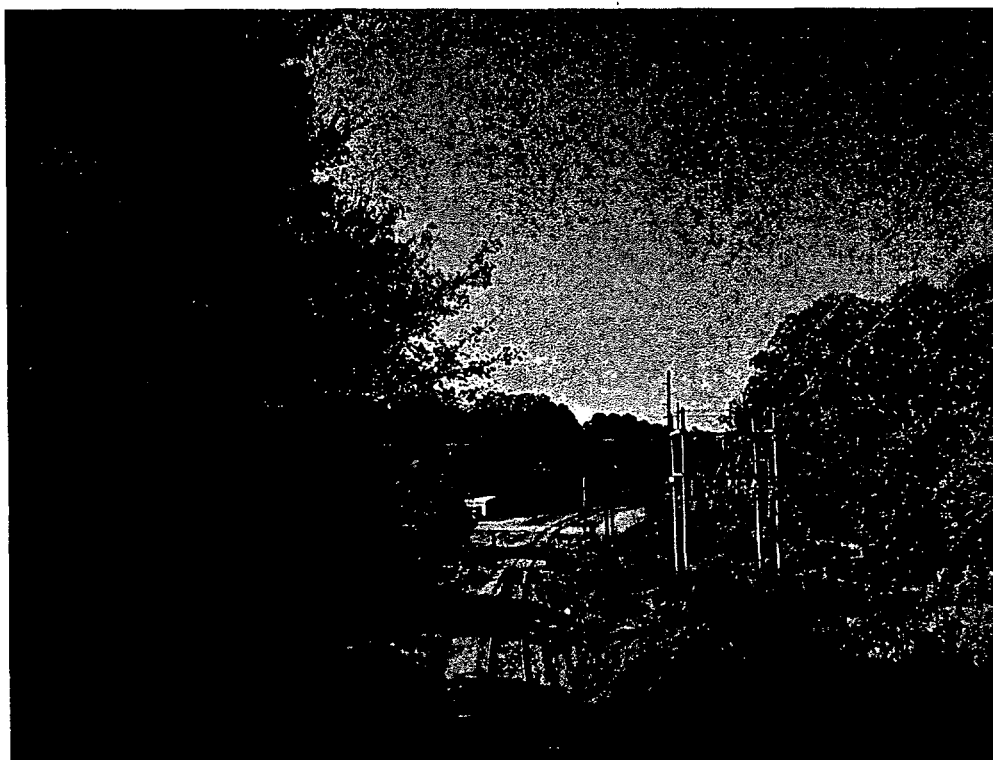
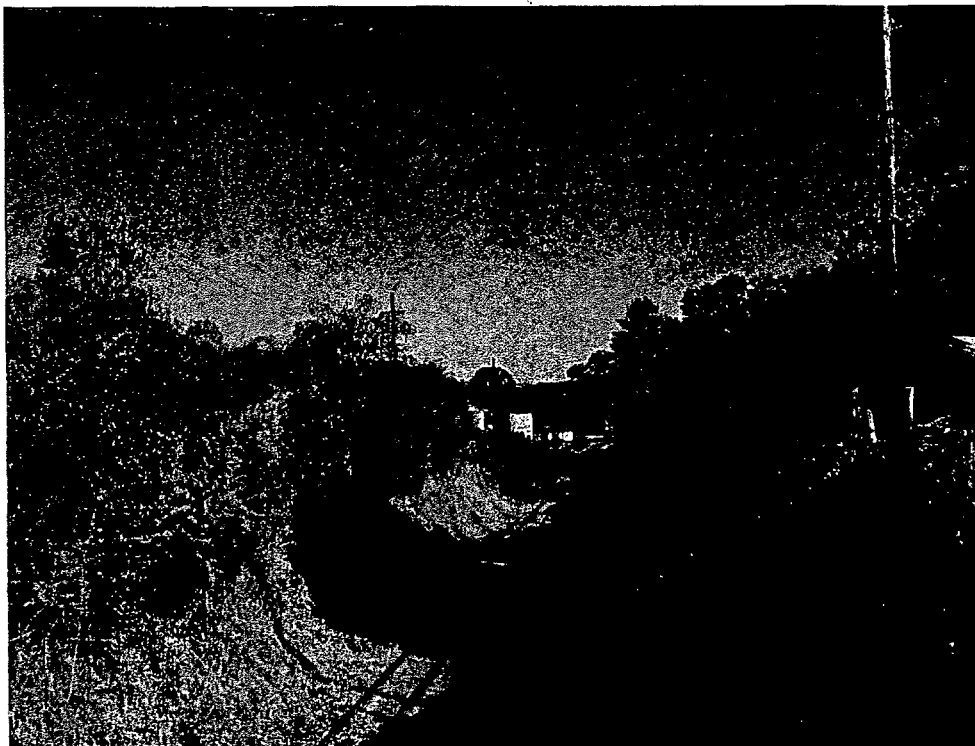
000096

Corridor at Academy and Parker Sts. Taken Facing North, then South



000097

Corridor at Anderson & Broad Sts., Taken Facing North then South



000098

**Corridor Passes Over Gossett St.
Area of Fee Parcel D-68 in Distance**



D-68



000099

View of Corridor at Williams St., First Taken Facing North, then South



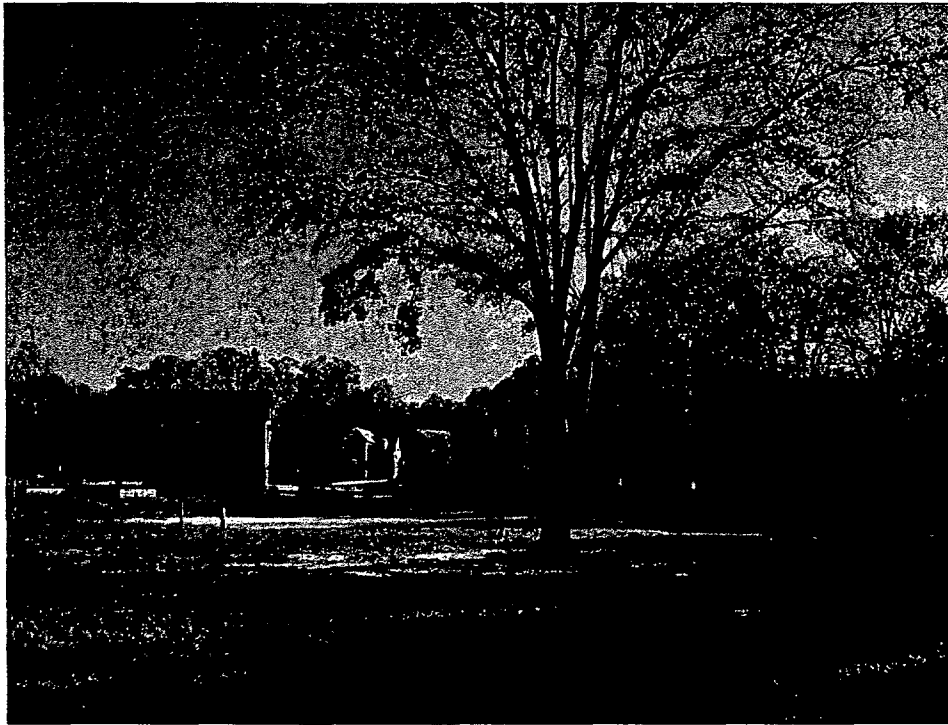
000100

**Corridor at Mill St. Taken First Facing North, Then South
Area of Fee Parcels D70-72**



000101

View of Mill Creek Development across Mill St. from Fee Parcels D70-72



Fee Parcels D70-72 on West Side of Mill St.



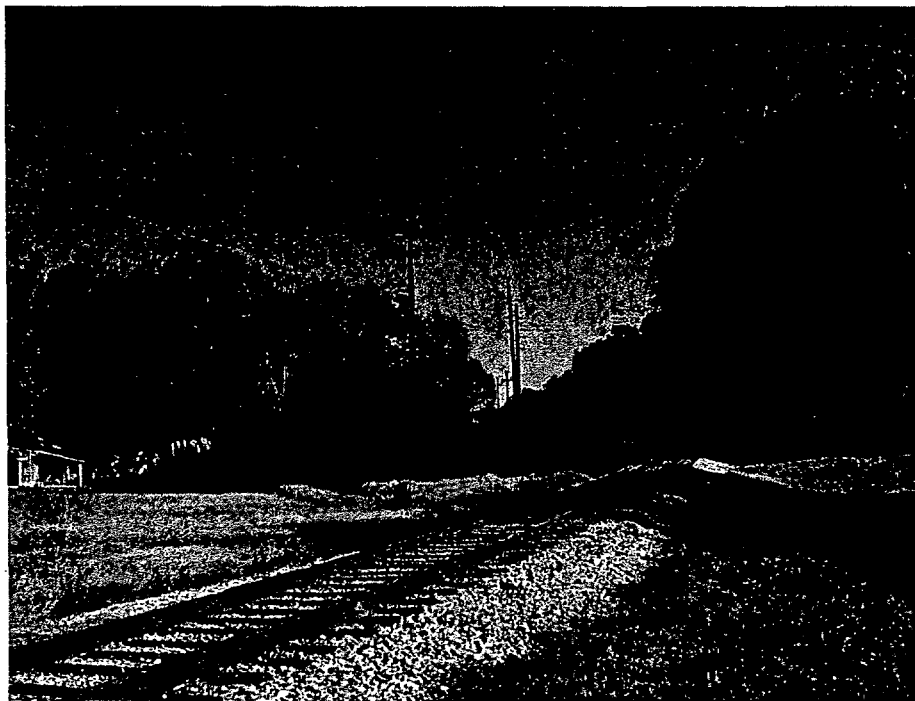
000102

Vacant Parcels on Mill St. – Area of Fee Parcels D70-72



000103

View of Corridor at Green St. First Taken from the South, then North



000104

View of Corridor at Hamilton St. First Taken Facing South, Then North



Area of Fee Parcel D-73 at Hamilton St.



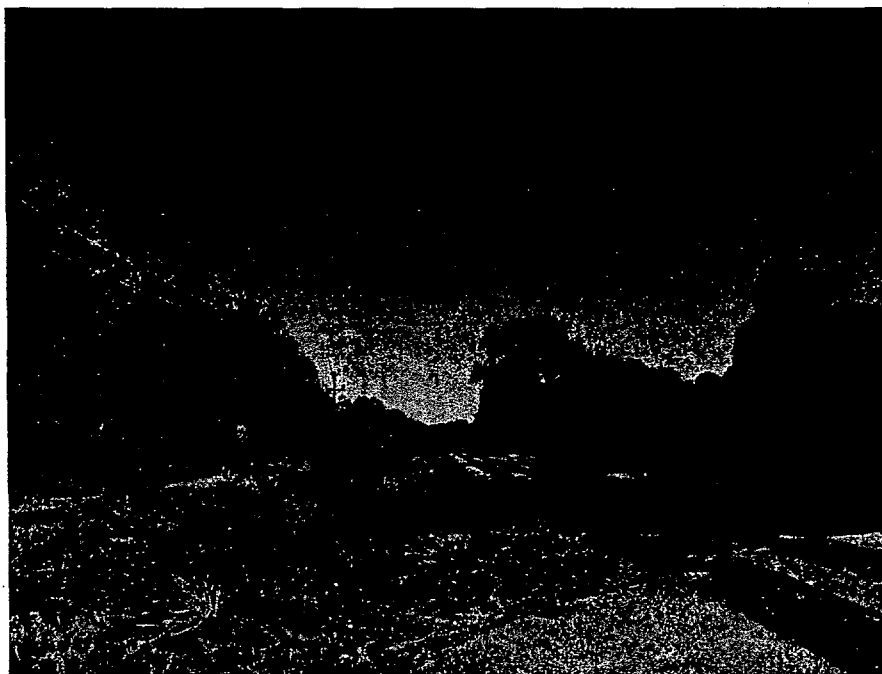
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Fee Parcel D-73 at Hamilton St.



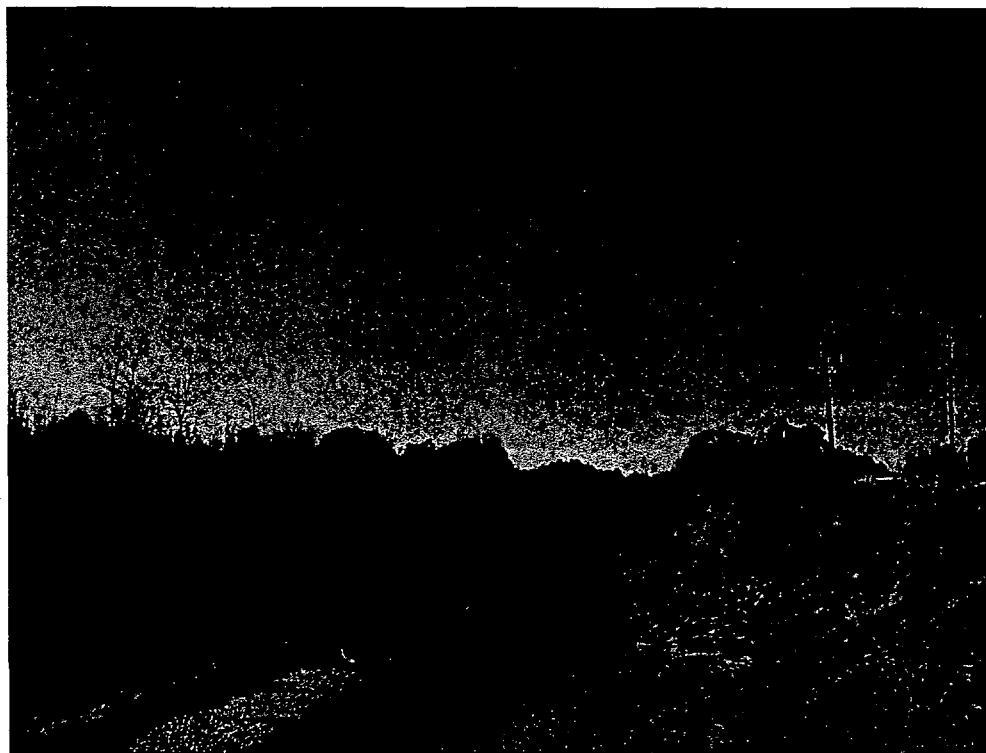
000106

View of Corridor Taken from Mattison St. Taken Facing South, Then North



000107

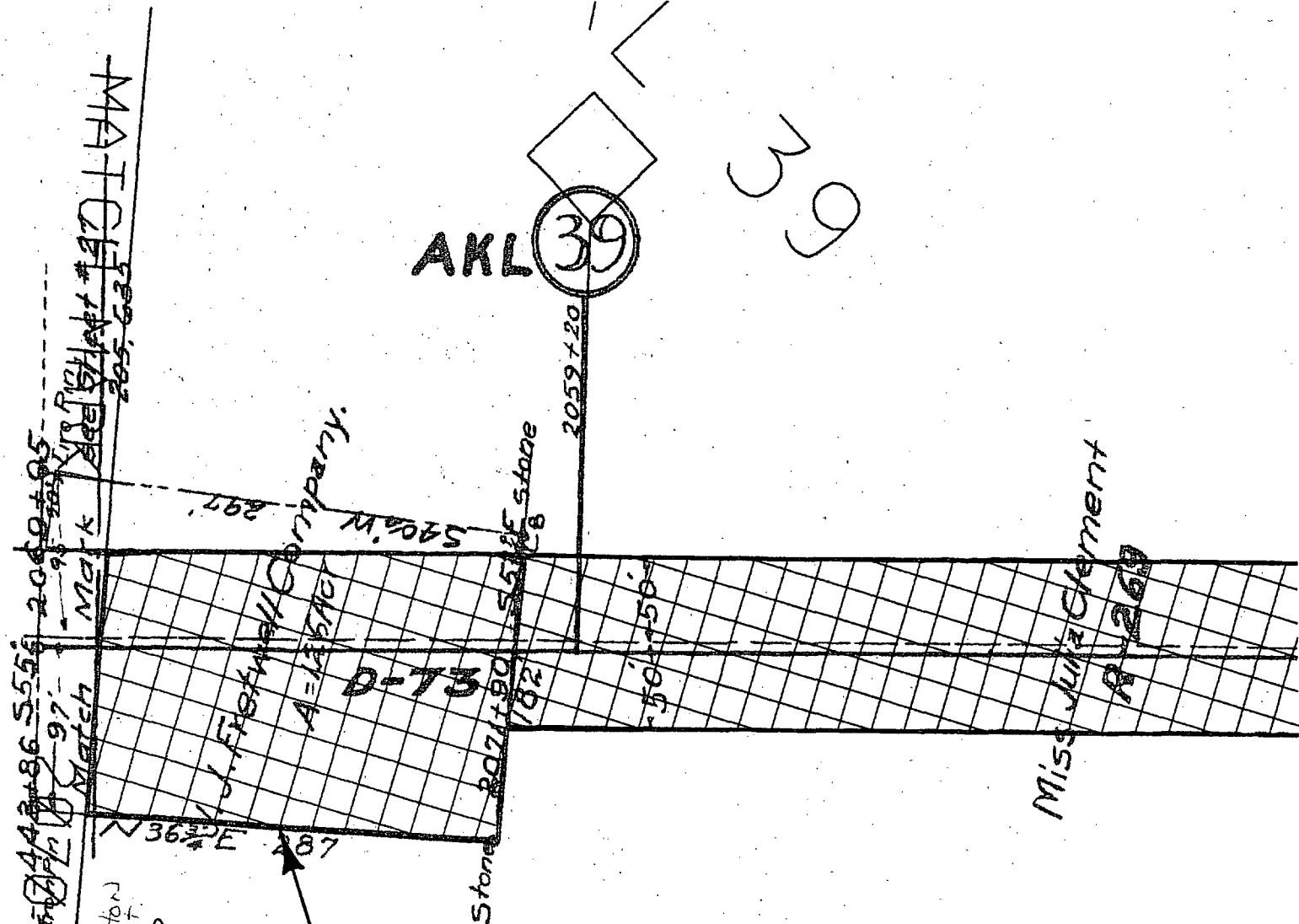
Northern End of Corridor at Tripp St. Taken Facing South



000108

Sketches of Fee Parcels Taken from CSX Plans

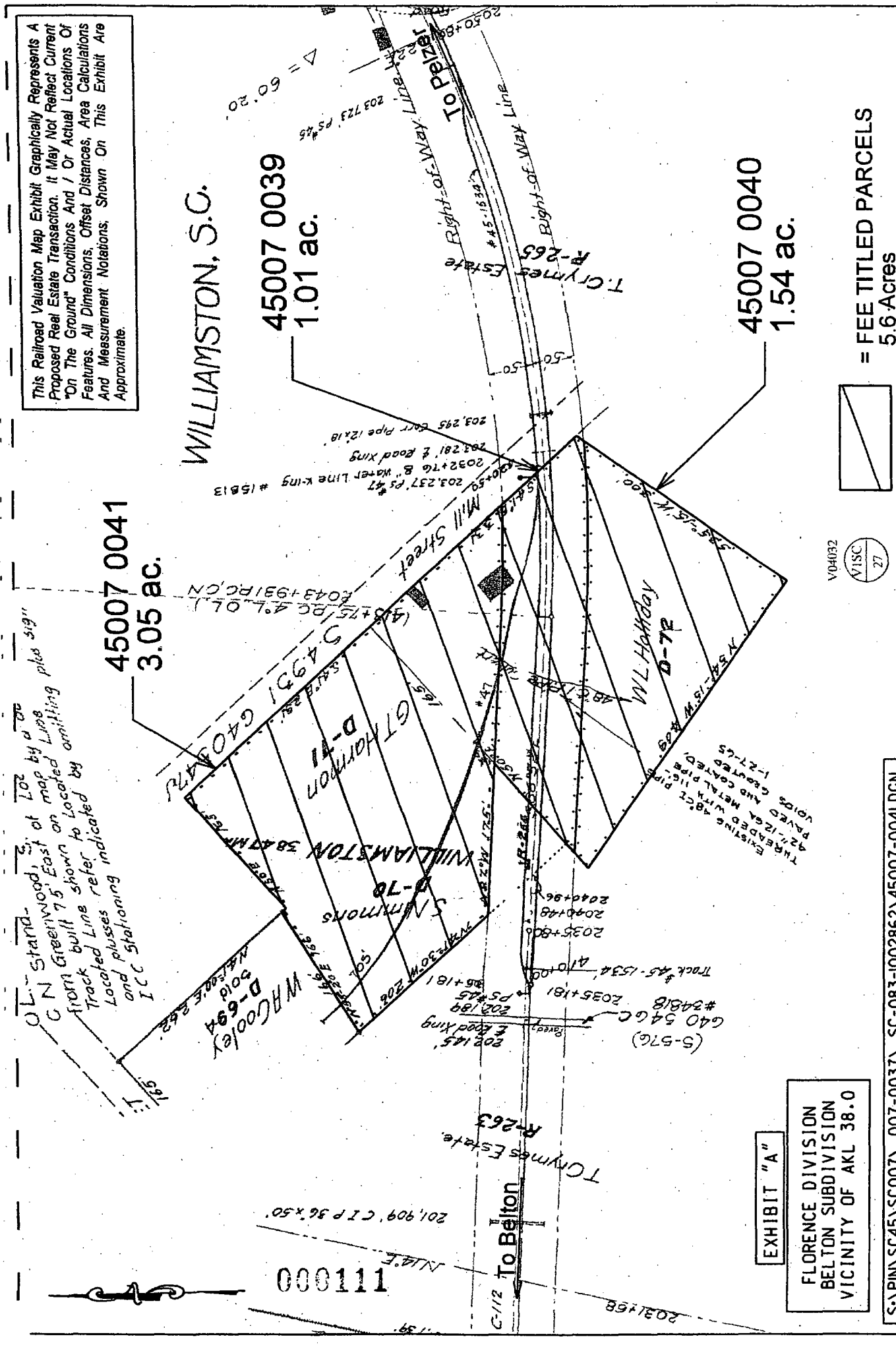
000109



OL Sands for Original Location.
 CN Stands for Continuous Nu.
 from Greenwood, SC.
 Track built 7.5' East of Located L.
 Located Line shown on map by a
 and plusses refer to Located Line
 I.C.C. Stationing indicated by omitt

NO D-73 1.01 Acres

This Railroad Valuation Map Exhibit Graphically Represents A Proposed Real Estate Transaction. It May Not Reflect Current "On The Ground" Conditions And / Or Actual Locations Of Features. All Dimensions, Offset Distances, Area Calculations And Measurement Notations, Shown On This Exhibit Are Approximate.



= FEE TITLED PARCELS
5.6 Acres



EXHIBIT "A"

FLORENCE DIVISION
BELTON SUBDIVISION
VICINITY OF AKL 38.0

S:\PIN\SC45\SC007\ 007-0037\ SC-083-1002862\45007-0041.DGN

CSX TRANSPORTATION, INC.		DATE: 11-15-05	CITY: WILLIAMSTON	VAL. SECT.: GIS NUMBERS:	PIN NUMBERS:
SITE ID: SC-083-1002862		SCALE: 1" = 150'	STATE: SC	VISC	45007-0039 45007-0040 45007-0041
BELTON SUBDIVISION		DRAWN BY: LF	FIPS: 45007-0037	MAP No:	
FEE TITLED PARCELS		REVISED:	DWG #: 45007-0041		

0.47 Acres

NO D-68

AFE 3240

160' BM-CBD

1 PT 0.1

Lily G & R P Ransom

R-261



School District #10

R-260

Garrett Street

$\Delta = 25.00'$

D-68

56.3%

200' 52.7'

(394+811 PCC 4" R.O.L.)
2019+992 P.C.C.N

200' 52.7'

Sara Surath

R-258

200' 52.7'

200' 52.7'

R-256

W R Hammond

R-257

Lily G & R P Ransom

211000

AKL 38

AKL

Post

2.00 1 wife
3.99 Acres

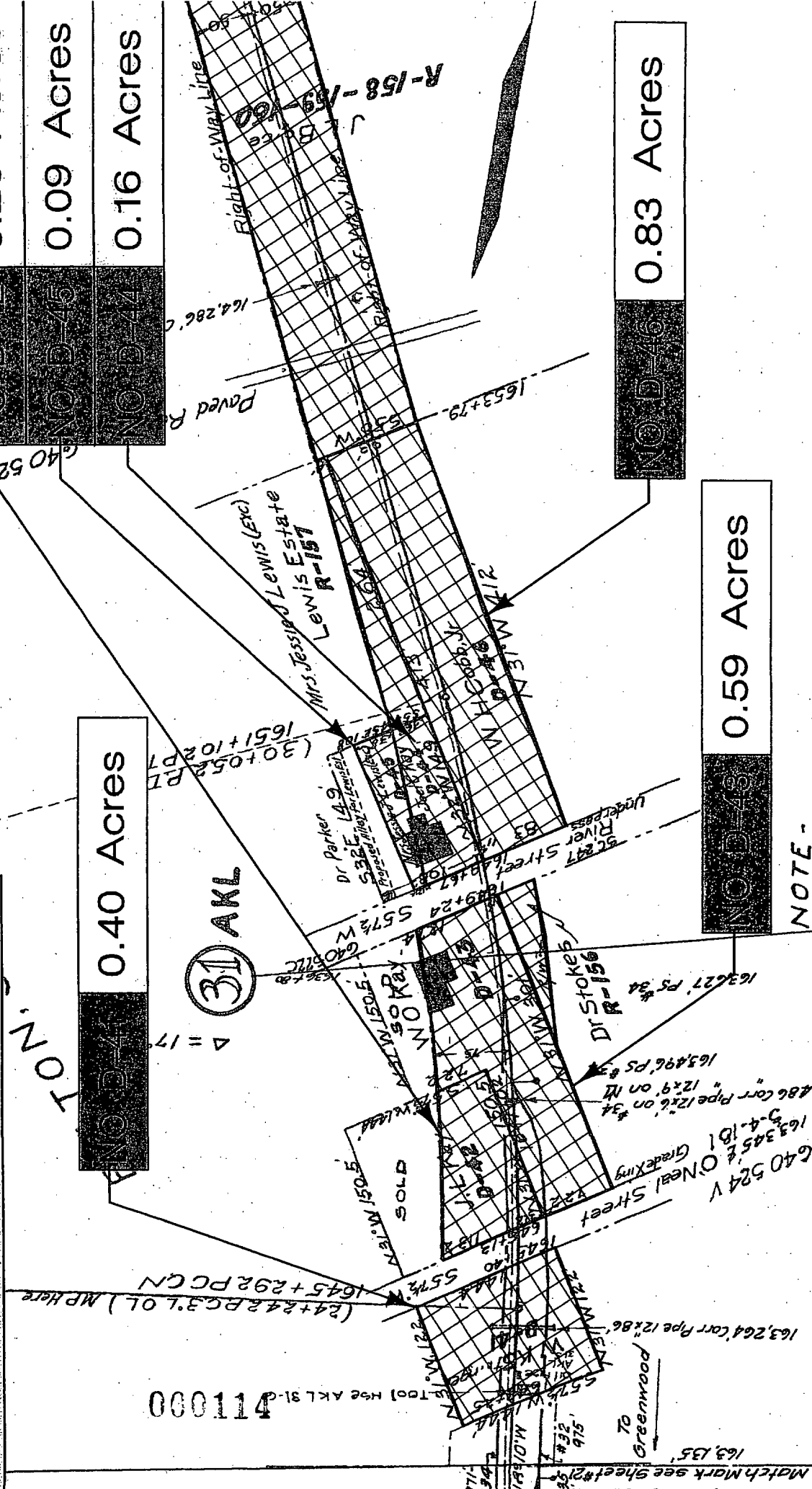
OTHER TITLE
DETERMINABLE FEE TITLE
LEASED TO CSX

NO D-42 0.26 Acres
NO D-45 0.09 Acres
NO D-44 0.16 Acres

NO D-43 0.40 Acres

NO D-46 0.83 Acres

NO D-48 0.59 Acres



NOTE -
OL Stands for Original Location
CN Stands for Continuous Numeration
from Greenwood, etc

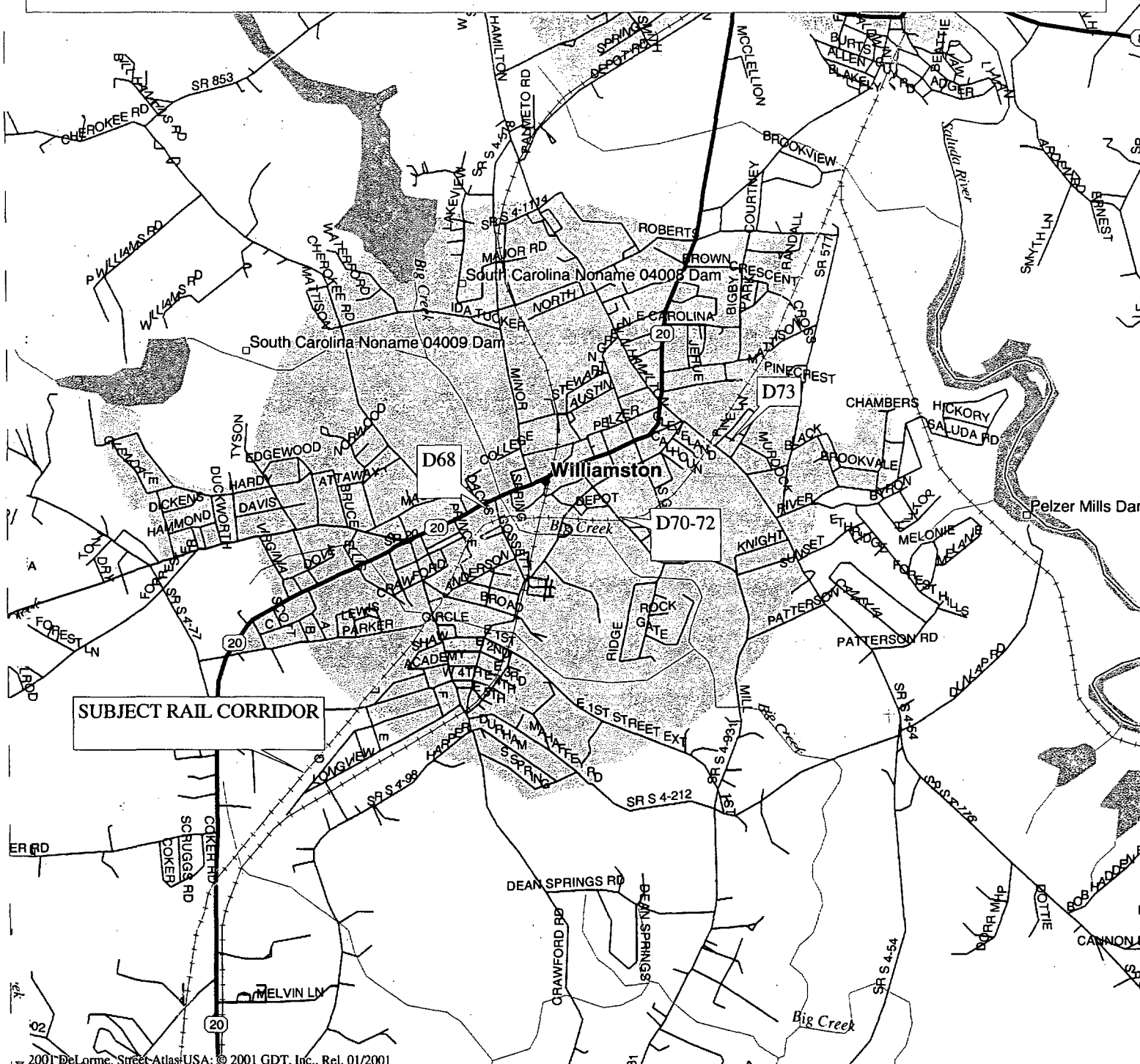
Acre

1.83 Acres

000115

PIEDMONT AND NORTHERN RAILWAY COMPANY

FEE PARCELS IN WILLIAMSTON



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Mag 14.00

10 Jan 03 15:46 2006

sale 1:31,250 (at center)

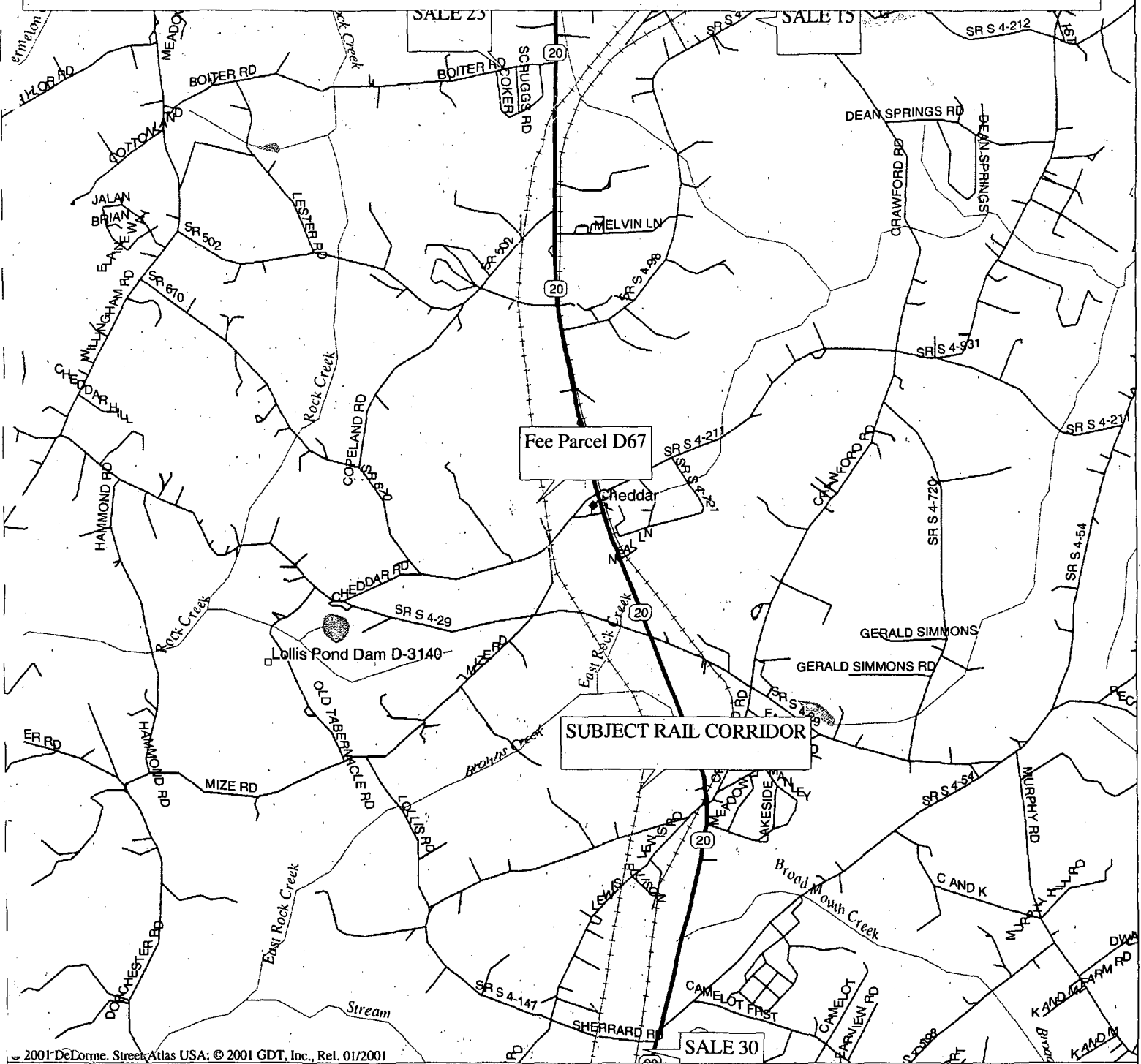
2000 Feet

1000 Meters

- | | | | |
|---|-------------------|---|-------------------|
|  | Local Road |  | Cemetery |
|  | Major Connector |  | County Boundary |
|  | State Route |  | Population Center |
|  | US Highway |  | Land |
|  | Railroad |  | Water |
|  | Point of Interest | | River/Canal |
|  | Small Town | | |
|  | Locale | | |
- 000118

000118

FEE PARCEL S. OF WILLIAMSTON



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Mag 14.00
 Date Jan 03 15:50 2006
 Scale 1:31,250 (at center)
 2000 Feet

1000 Meters

- Local Road
- Major Connector
- State Route
- US Highway
- Railroad
- Point of Interest
- Locale
- Cemetery
- Population Center
- Water
- River/Canal

000119

QUALIFICATIONS OF SUSAN F. FERRELL, MAI, RM

Personal Data

Business Address: Wilkins Norwood Appraisal Associates, Inc.
250 S. Pleasantburg Dr.
Greenville, SC 29607
Business Telephone: (864) 271-3087
Fax: (864) 232-5863
E-Mail: sffmaiappraiser@bellsouth.net

Professional Experience

October, 2005 to present – Wilkins Norwood Appraisal Associates, Inc. – Commercial
Real Estate Appraiser
1993 to October, 2005 – Susan F. Ferrell Appraisals, Inc. – Greenville, SC; President
1991 to 1993 – Sole Proprietor- Greenville, SC; Residential & Commercial
Real Estate Appraiser
1988 to 1991 – Wilkins Norwood Company – Greenville, SC; Residential & Commercial
Real Estate Appraiser
1984 to 1988 – First Union Mortgage Corporation (formerly Cameron-Brown Company)
- Raleigh, NC; Assistant Vice President/Real Estate Appraiser
1982 to 1984 – Robert Gentry & Associates, Inc. – Lynchburg, VA; Real Estate
Appraiser and Broker
1980 to 1982 – Cameron-Brown Company – Raleigh, NC; Real Estate Appraiser
1978 to 1980 – Cameron-Brown Company – Raleigh, NC; Loan Administration Analyst

Educational Background

Special:

Member of the Appraisal Institute Since 1986 – MAI #7362
Residential Member of the Appraisal Institute Since 1984 – RM #1840
State Certified General Real Estate Appraiser – South Carolina #CG24
State Certified General Real Estate Appraiser – North Carolina #A387
Served on Appraisal Institute Admission's Experience Review Committee –
NC Chapter
Assistant Regional Member for Appraisal Institute's Review & Counseling
Division Committee
Courses Successfully Completed through the Appraisal Institute:
Real Estate Appraisal Principles
Residential Valuation
Basic Valuation Procedures
Capitalization Theory & Techniques, Parts A & B
Valuation Analysis & Report Writing
Case Studies – Real Estate Valuation
Standards of Professional Practice, A & B

000121

General:

Graduate of Wake Forest University, Winston-Salem, NC (1978)
B.A. – Politics

Continuing Education – Seminars Attended:

Feasibility Analysis, Market Value & Investment Timing
Conservation Easements
The New Appraiser/Inspector
Standards of Professional Practice, C
Residential Consulting
Leaded or Unleaded Paint
Appraising Residential Property Under FHA Guidelines
South Carolina Quality Conference
Commercial Real Estate On-Line
Appraisal Regulations of the Federal Banking Agencies from the Lender's
Perspective
Fundamentals of Residential Construction
Americans with Disabilities Act
Real Estate Advisory Services
Appraising Troubled Properties
Persuasive Style in Narrative Report Writing
Discounted Cash Flow Analysis
Valuation Litigation Mock Trial
Extracting Market Adjustments Using the HP-12C
Valuation of Lease Interests
Highest & Best Use of Timberland
Appraisals from a Reviewer's View
Rates, Ratios, & Reasonableness

Publications

Refereed: Susan F. Ferrell, MAI, RM & W. G. Ferrell, Jr., PhD, "Using Quality
Functional Deployment in Business Planning at a Small Appraisal Firm," The Appraisal
Journal, LXII (3), P. 382, (1994).