

LAW OFFICES OF
LOUIS E. GITOMER

LOUIS E. GITOMER
LOU_GITOMER@VERIZON.NET

May 11, 2009

THE ADAMS BUILDING, SUITE 301
600 BALTIMORE AVENUE
TOWSON, MARYLAND 21204-4022
(202) 466-6532
FAX: (410) 332-0885

Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

225093

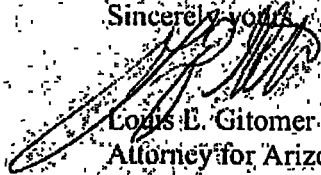
RE: Docket No. AB-1022 (Sub-No. 1X), *Arizona & California
Railroad Company-Abandonment Exemption-in San Bernardino
and Riverside Counties, CA (Between Rice and Ripley)*

Dear Acting Secretary Quinlan:

Enclosed for e-filing by the Arizona & California Railroad Company ("ARZC") is
a Motion for Leave to File Rebuttal.

Thank you for your assistance. If you have any questions please call or email me.

Sincerely yours,



Louis E. Gitomer
Attorney for Arizona & California Railroad
Company

Enclosures

BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. AB-1022 (Sub-No. 1X)

ARIZONA & CALIFORNIA RAILROAD COMPANY—ABANDONMENT—
IN SAN BERNARDINO AND RIVERSIDE COUNTIES, CA
(BETWEEN RICE AND RIPLEY)

MOTION FOR LEAVE TO FILE REBUTTAL

Scott G. Williams Esq.
Senior Vice President & General Counsel
RailAmerica, Inc.
7411 Fullerton Street, Suite 300
Jacksonville, FL 32256
(904) 538-6329
Scott.Williams@railamerica.com

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

Attorneys for: ARIZONA & CALIFORNIA
RAILROAD COMPANY

Dated: May 11, 2009

BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. AB-1022 (Sub-No. 1X)

ARIZONA & CALIFORNIA RAILROAD COMPANY—ABANDONMENT—
IN SAN BERNARDINO AND RIVERSIDE COUNTIES, CA
(BETWEEN RICE AND RIPLEY)

MOTION FOR LEAVE TO FILE REBUTTAL

The Arizona & California Railroad Company ("ARZC") files this Motion for Leave to File Rebuttal to the Reply in Opposition to Petition for Exemption (the "Reply") filed on April 21, 2009 by the Committee for the Preservation of the Rice-Blythe-Ripley Rail Line (the "Committee").

ARZC filed a Petition for Exemption (the "Petition") on March 12, 2009 seeking an exemption in order to abandon 49.40-mile rail line between Rice, CA, milepost 0.0, and Ripley, CA, milepost 49.4 in San Bernardino and Riverside Counties, CA (the "Line") from the prior approval requirements of 49 U.S.C. §10903. The Petition contained ARZC's case-in-chief and included verified statements from Marc R. Bader, Mr. Robert M. Frelich, Jr., and Mr. Charles W. (Sandy) Rex. The Reply did not contain verified statements or any other evidence.

ARZC respectfully requests leave to file the accompanying Rebuttal to the to the unsupported arguments made in the Reply.

The ARZC Rebuttal addresses the arguments made by the Committee through reference to the facts in the Petition and corrects serious misstatements of law made by the Committee. In accord with precedent, the Rebuttal will provide the Surface Transportation Board (the "Board")

with "clarification of] certain matters, ... and more fully explain the factual situation; and [will be] filed in time for [the Board] to adequately consider them." *Buffalo & Pittsburgh Railroad*

Inc.-Abandonment Exemption-in Erie and Cattaraugus Counties, NY, STB Docket No. AB-369

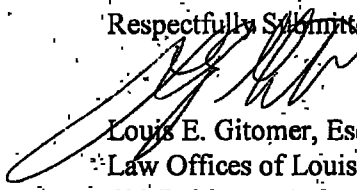
(Sub-No. 3X) (STB Served September 18, 1998) at 2, where the Board permitted the railroad to

file rebuttal.

ARZC respectfully requests the Board to accept and consider the accompanying Rebuttal.

Respectfully Submitted,

Scott G. Williams Esq.
Senior Vice President & General Counsel
RailAmerica, Inc.
7411 Fullerton Street, Suite 300
Jacksonville, FL 32256
(904) 538-6329
Scott.Williams@railamerica.com


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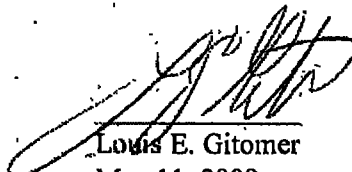
Attorneys for: ARIZONA & CALIFORNIA
RAILROAD COMPANY

Dated: May 11, 2009

CERTIFICATE OF SERVICE.

The undersigned hereby certifies that the Motion for Leave to File Rebuttal in Docket No. AB-1022 (Sub-No. 1X), *Arizona & California Railroad Company—Abandonment Exemption—in San Bernardino and Riverside Counties, CA (Between Rice and Ripley)*, was served electronically on May 11, 2009, on the following parties:

Thomas F. McFarland
Thomas F. McFarland, P.C.
208 South LaSalle Street, Suite 1890
Chicago, IL 60604-1112


Louis E. Gitomer
May 11, 2009