

*Barbara L. Williams*

ATTORNEY AT LAW  
14 SOUTH MAIN STREET, P.O. BOX 261  
WEST SALEM, OHIO 44287  
TELEPHONE (419) 853-4603

ENTERED  
Office of Proceedings

OCT 08 2002

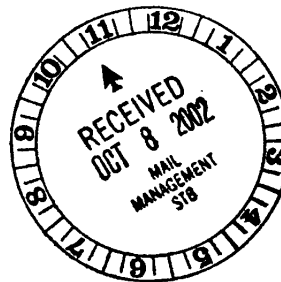
Part of  
Public Record

October 7, 2002

VIA USPS EXPRESS MAIL

206347

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W., Room 700  
Washington, DC 20423



**FEE RECEIVED**

OCT 08 2002

SURFACE  
TRANSPORTATION BOARD

Re: **Finance Docket No. 34264**  
**Connotton Valley Railway, Inc., - Lease and operation**  
**Exemption -- Wheeling & Lake Erie Railway Company**

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the **Verified Notice of Exemption of Clifford Perry, for Connotton Valley Railway, Inc. Pursuant to 49 C.F.R. § 1150.32**, dated October 3, 2002. A check in the amount of \$1,300, representing the appropriate fee for this filing, is attached. The Articles of Incorporation for Connotton Valley Railway, Inc. have been submitted to the Secretary of State for the State of Ohio for incorporation. Verification of the acceptance of this corporation has not yet been received.

One extra copy of this transmittal letter and of the Notice also are enclosed. I would request that you date-stamp those copies to show receipt of this filing and return them to me in the provided envelope.

If you have any questions regarding this filing, please feel free to contact me. Thank you for your assistance on this matter. Kind regards.

**FILED**

OCT 08 2002

SURFACE  
TRANSPORTATION BOARD

Respectfully submitted,

*Barbara L. Williams*

Barbara Williams  
Attorney for Connotton Valley Railway, Inc.  
And Clifford Perry

206347

BEFORE THE  
SURFACE TRANSPORTATION BOARD

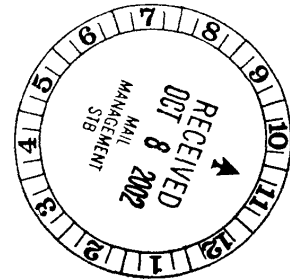
FINANCE DOCKET NO. 34264

ENTERED  
Office of Proceedings

OCT 08 2002

Part of  
Public Record

CONNOTTON VALLEY RAILROAD, INC.  
-- LEASE AND OPERATION EXEMPTION --  
WHEELING & LAKE ERIE RAILWAY COMPANY



VERIFIED NOTICE OF EXEMPTION  
OF  
CONNOTTON RAILWAY, INC.  
PURSUANT TO 49 C.F.R. § 1150.32

**FEE RECEIVED**

OCT 08 2002

SURFACE  
TRANSPORTATION BOARD

Barbara L. Williams  
14 South Main Street  
P.O. Box 261  
West Salem, Ohio 44287  
(419) 853-4603

**ATTORNEY FOR CONNOTTON  
VALLEY RAILWAY, INC.**

Dated: October 3, 2002

**FILED**

OCT 08 2002

SURFACE  
TRANSPORTATION BOARD

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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FINANCE DOCKET NO. 34264

CONNOTTON VALLEY RAILWAY, INC.  
-- LEASE AND OPERATION EXEMPTION --  
WHEELING & LAKE ERIE RAILWAY COMPANY

---

**VERIFIED NOTICE OF EXEMPTION  
OF  
CONNOTTON VALLEY RAILWAY, INC.  
PURSUANT TO 49 C.F.R. § 1150.32**

Connotton Valley Railway, Inc. (CVR), a non-carrier, by Clifford Perry its incorporator and sole shareholder, hereby files this notice of exemption under 49 C.F.R. § 1150.31, et seq., to lease and operate a rail line of the Wheeling & Lake Erie Railway Company (W&LE) between Milepost 5.1 in Cleveland, Ohio and Milepost 15.5 at Falls Junction in Glenwillow, Ohio, and described as being all tracks and land between Milepost 5.1 and Milepost 15.5 including access to the yard at Falls Junction and including all existing siding and run-around tracks within and between said points (the "Connotton Line"). The total distance of the line to be leased by CVR is approximately 10.4 miles.

Based on projected revenues for the Connotton Line, CVR expects to be a Class III rail carrier.

In accordance with the requirements of 49 C.F.R. § 1150.33, CVR submits the following information:

**Name and Address of Applicant: 49 C.F.R. § 1150.33(a)**

The full name and address of the applicant herein are as follows:

Connotton Valley Railway, Inc.  
29930 Pettibone Road  
Glenwillow, Ohio 44139

(The Articles of Incorporation for this corporation have been sent to the office of the Ohio Secretary of State for filing. Verification of the registration of this corporation is expected shortly but has not been received as of the date of this filing.)

The name and address of the Incorporator and sole director of this corporation is:

Clifford Perry  
31 Ash Drive  
Olmsted Township, Ohio 44138

**Applicant's Representative: 49 C.F.R. § 1150.33(b)**

CVR's representative to whom correspondence regarding this transaction should be sent is as follows:

Barbara Williams, Attorney  
14 South Main Street  
P.O. Box 261  
West Salem, Ohio 44287  
(419) 853-4603  
(419) 853-4910 Fax

**Statement Concerning Agreement: 49 C.F.R. § 1150.33(c)**

On September 20, 2002, CVR by Clifford Perry and Wheeling & Lake Erie Railway Company executed an operating agreement and lease providing for CVR's lease of W&LE's right, title and interest in the Connotton Line.

**Operation of the Property: 49 C.F.R. § 1150.33(d)**

CVR will be the operator of the Connotton Line leased from W&LE in this proceeding.

**Summary of the Transaction: 49 C.F.R. § 1150.33(e)**

Pursuant to the Lease and Operating Agreement entered into by CVR and W&LE, CVR will lease W&LE's rail line extending from a connection with W&LE at milepost 5.1 in Cleveland, Ohio to milepost 15.5 at Falls Junction located in Glenwillow, Ohio, a distance of approximately 10.4 miles.

The name and address of the railroad transferring the Connotton Line is as follows:

Wheeling & Lake Erie Railway Company  
100 East First Street  
Brewster, Ohio 44613

CVR expects to consummate its lease for the Connotton Line with Wheeling & Lake Erie Railway and commence operation as soon as practicable after the effective date of the exemption and after the filing of the Articles of Incorporation of Connotton Valley Railway, Inc. by the Ohio Secretary of State, but no sooner than seven days after the filing of this notice.

**Map: 49 C.F.R. § 1150.33(f)**

A map showing the Connotton Line and indicating the area served by the line, including origins, termini, stations, and cities, is attached as Exhibit A to this notice.

**Certificate of Compliance: 49 C.F.R. § 1150.33(g)**

A Certificate of Compliance with the provisions of 49 C.F.R. § 1150.33(g) is attached as Exhibit B to this notice.

**Advance Notice: 49 C.F.R. § 1150.32(e)**

The projected annual revenue of CVR does not exceed \$5 million, and accordingly the advance notice requirements of 49 C.F.R. § 1150.32(e) are not applicable to this transaction. See Exhibit B hereto.

**Environmental and Historic Preservation Data: 49 C.F.R. § 1105**

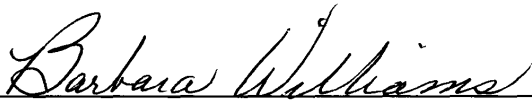
Under 49 C.F.R. § 1105.6(c)(2), the proposed lease of the Connotton Line by CVR is exempt from environmental reporting requirements. CVR's lease of the line will not result in significant changes in carrier operations, i.e., changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5).

Under 49 C.F.R. § 1105.8(b)(1), the proposed lease of the Connotton Line by CVR also is exempt from historic preservation reporting requirements. CVR's lease of the line is for the purpose of continued rail operations. Further Surface Transportation Board approval is required to abandon any service and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

**Caption Summary: 49 C.F.R. § 1150.34**

A caption summary in appropriate form is attached as Exhibit C to this notice.

Respectfully submitted,

By: 

Barbara Williams  
14 South Main Street  
P.O. Box 261  
West Salem, Ohio 44287  
(419) 853-4603

**ATTORNEY FOR CONNOTTON VALLEY  
RAILWAY, INC.**

Dated: October 3, 2002



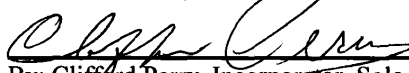
**EXHIBIT B**

**CERTIFICATION**

State of Ohio    )  
                          )    SS:  
County of Wayne    )

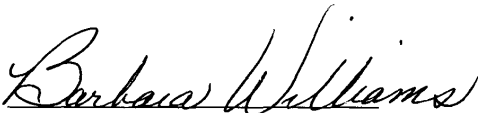
Clifford Perry, being duly sworn, does hereby certify that the projected annual revenue of Connotton Valley Railway, Inc exceeds neither \$5 million nor that which would make it a Class III carrier under the provisions of 49 C.F.R. § 1201(1-1).

Connotton Valley Railway, Inc



By: Clifford Perry, Incorporator, Sole Shareholder  
and President of Connotton Valley Railway, Inc

SUBSCRIBED AND SWORN TO  
before me this 3<sup>rd</sup> day  
of October, 2002.

  
Notary Public

My Commission expires:

BARBARA L. WILLIAMS, Attorney at Law  
Notary Public State of Ohio  
My Commission has no expiration  
Date    Sec. 147.03 R.C

**EXHIBIT C**  
**CAPTION SUMMARY**

**SURFACE TRANSPORTATION BOARD**

**NOTICE OF EXEMPTION**

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FINANCE DOCKET NO. 34264

CONNOTTON VALLEY RAILWAY, INC.  
-- LEASE AND OPERATION EXEMPTION --  
WHEELING & LAKE ERIE RAILWAY COMPANY

---

Connotton Valley Railway, Inc., a non-carrier, has filed a Notice of Exemption under 49 C.F.R. § 1150.31 et seq. to lease and operate a rail line of the Wheeling & Lake Erie Railway Company extending from milepost 5.1 in Cleveland, Ohio to milepost 15.5 at Falls Junction, in Glenwillow, Ohio, a distance of approximately 10.4 miles in Cuyahoga County, Ohio.

CVR expects to consummate its lease for the Connotton Line with Wheeling & Lake Erie Railway and commence operation as soon as practicable after the effective date of the exemption and after the filing of the Articles of Incorporation of Connotton Valley Railway, Inc. by the Ohio Secretary of State, but no sooner than seven days after the filing of this notice.

Comments must be filed with the Board and served on:

Barbara L. Williams  
Attorney at Law  
P.O. Box 261, West Salem, Ohio 44287  
(419) 853-4603

This Notice is filed under 49 C.F.R. § 1150.31. If the Notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the

exemption under 49 U.S.C. § 10502(d) may be filed at any time. The filing of a petition to  
revoke will not automatically stay the transaction.

Dated: \_\_\_\_\_, 2002

By the Board

Vernon A. Williams  
Secretary

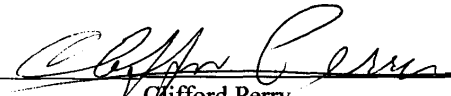
**VERIFICATION**

State of Ohio )

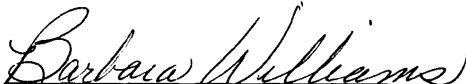
County of Wayne )

SS:

Clifford Perry, being duly sworn, deposes and says that he is President of Connotton Railroad, Inc., that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and that the same are true as stated.

  
Clifford Perry

SUBSCRIBED AND SWORN TO  
before me this 3<sup>rd</sup> day  
of October, 2002.

  
Notary Public

My Commission expires:

BARBARA L. WILLIAMS, Attorney at Law  
Notary Public State of Ohio  
My Commission has no expiration  
Date    Sec. 147.03 R.C.