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January 23, 2004

BY HAND DELIVERY

The Hon. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington D.C. 20423

ENTERED
Office of Proceedings

JAN 23 2004

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Public Record



Re: Finance Docket No. 34453, Genesee & Wyoming Inc. -- Control Exemption --
Arkansas, Louisiana & Mississippi Railroad Company and Fordyce & Princeton
Railroad Company

Dear Secretary Williams:

On December 19, 2003, Genesee & Wyoming Inc. ("GWI") filed with the Surface Transportation Board (the "Board") (i) a Petition for Exemption to control (a) Arkansas, Louisiana & Mississippi Railroad Company, and (b) Fordyce & Princeton Railroad Company (the "Petition"), and (ii) a Notice of Exemption to control Chattahoochee Industrial Railroad (the "Notice"). The Petition and the Notice each describe, as of December 19, 2003, the other railroads already controlled by GWI. Since that date, the description of the railroads controlled by GWI has changed. Accordingly, for the Board's convenience in the above-referenced proceeding, this letter provides an updated description of the current GWI-controlled railroads.

GWI currently controls Buffalo & Pittsburgh Railroad, Inc. ("BPRR"),¹ a class II carrier operating in New York and Pennsylvania, and the following class III rail carriers: Chattahoochee Industrial Railroad, operating in Georgia ("CIRR");² Corpus Christi Terminal

¹ GWI also controls, through its control of BPRR, two non-operating class III common carriers, which separately hold certain rail assets over which BPRR operates. See STB Finance Docket No. 34448, Allegheny & Eastern Railroad, LLC - Acquisition Exemption - Buffalo & Pittsburgh Railroad, Inc., served January 22, 2004; STB Finance Docket No. 34449, Pittsburgh & Shawmut Railroad, LLC - Acquisition Exemption - Buffalo & Pittsburgh Railroad, Inc., served January 22, 2004.

² Since December 19, 2003, GWI has consummated its purchase of the stock of CIRR. This transaction was the subject of the Notice. See STB Finance Docket No. 34454, Genesee & Wyoming Inc. - Control Exemption - Chattahoochee Industrial Railroad, served January 16, 2004.

Railroad, Inc., operating in Texas; Dansville and Mount Morris Railroad Company, operating in New York; Genesee & Wyoming Railroad Company, Inc., operating in New York; Golden Isles Terminal Railroad, Inc., operating in Georgia; Illinois & Midland Railroad, Inc., operating in Illinois; Louisiana & Delta Railroad, Inc., operating in Louisiana; Portland & Western Railroad, Inc., operating in Oregon; Rochester & Southern Railroad, Inc., operating in New York; Savannah Port Terminal Railroad Inc., operating in Georgia; South Buffalo Railway Company, operating in New York; Utah Railway Company ("Utah"), operating in Colorado and Utah; and Willamette & Pacific Railroad, Inc., operating in Oregon.³

GWJ also controls (i) the following class III rail carriers through ownership of non-carrier Rail Link, Inc.: Commonwealth Railway, Inc., operating in Virginia; and Talleyrand Terminal Railroad, Inc., operating in Florida; (ii) the following class III rail carriers, through ownership of Emons Transportation Group, Inc., which in turn, owns Emons Railroad Group, Inc.: St. Lawrence & Atlantic Railroad Company, operating in Vermont, New Hampshire and Maine; St. Lawrence & Atlantic Railroad (Quebec), Inc., operating in Vermont; and York Railway Company ("York"); operating in Pennsylvania;⁴ and (iii) Salt Lake City Southern Railroad company through ownership of Utah.

We hope this clarifies the description of the railroads currently controlled by GWJ. Please let us know if you have any questions.

Enclosed for filing in the above-referenced proceeding are 10 copies of this letter. Please acknowledge receipt of this letter by date-stamping the enclosed acknowledgment copy and returning it to our messenger.

Very truly yours,



Rose-Michele Weinryb

³ As of December 19, 2003, GWJ also controlled Allegheny & Eastern Railroad, Inc. ("ALY"), Bradford Industrial Rail, Inc. ("BIR") and Pittsburgh & Shawmut Railroad, Inc. ("PSRR"). Since that date, ALY, BIR and PSRR have been merged into BPRR, and BPRR is the surviving entity. This merger was the subject of STB Finance Docket No. 34447, Buffalo & Pittsburgh Railroad, Inc., Allegheny & Eastern Railroad, Inc., Pittsburgh & Shawmut Railroad, Inc., and Bradford Industrial Rail, Inc. - Corporate Family Transaction Exemption, served January 22, 2004.

⁴ GWJ also controls, through its control of Emons Transportation, two non-operating class III common carriers, which separately hold the rail assets over which York operates; Maryland and Pennsylvania Railroad, LLC and Yorkrail, LLC. See STB Finance Docket No. 33815, Maryland and Pennsylvania Railroad Company and Yorkrail, Inc. - Intracorporate Family Transaction Exemption, served December 13, 1999.