

Greenville & Western Railway Company, LLC

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

September 20, 2006

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

217578



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Part of
Public Record

Re: STB Finance Docket No. 34926
Greenville & Western Railway Company, LLC
Acquisition and Operation Exemption
Line of CSX Transportation, Inc.

Secretary Williams:

Please find enclosed for filing in STB Finance Docket No. 34926, *Greenville & Western Railway Company, LLC -- Acquisition and Operation Exemption -- Line of CSX Transportation, Inc.*, one original and ten copies of Greenville & Western Railway Company, LLC's Acquisition and Operation Exemption. You should also find (attached to the original document) a check in the amount of \$1,500 as payment of the required filing fee.

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

Enclosures

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SEP 20 2006

SURFACE
TRANSPORTATION BOARD

FILED

SEP 20 2006

SURFACE
TRANSPORTATION BOARD

ORIGINAL

BEFORE THE SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34926

**GREENVILLE & WESTERN RAILWAY COMPANY, LLC
-- ACQUISITION AND OPERATION EXEMPTION --
LINE OF CSX TRANSPORTATION, INC.**

VERIFIED NOTICE OF EXEMPTION

PURSUANT TO 49 USC 10901 AND 49 CFR 1150.31

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President
Greenville & Western Railway Company, LLC
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FINANCE DOCKET NO. 34926

**GREENVILLE & WESTERN RAILWAY COMPANY, LLC
-- ACQUISITION AND OPERATION EXEMPTION --
LINE OF CSX TRANSPORTATION, INC.**

VERIFIED NOTICE OF EXEMPTION

PURSUANT TO 49 USC 10901 AND 49 CFR 1150.31

Pursuant to 49 USC 10901 and 49 CFR 1150.31, Greenville & Western Railway Company, LLC ("GRLW"), a non-carrier, does hereby file this Verified Notice of Exemption to acquire and operate a total of 12.74 miles of rail line, currently owned and operated by CSX Transportation, Inc. ("CSXT"), extending from MP AKL 26.26, near Belton, to MP AKL 39.00, near Pelzer, in Anderson County, SC ("Subject Line").

Name and Address of Applicant:

49 CFR 1150.33(a)

Greenville & Western Railway Company, LLC
Post Office Box 16614
Greenville, SC 29606-7614

Applicant's Representative:

49 CFR 1150.33(b)

Steven C. Hawkins,
President
Greenville & Western Railway Company, LLC
Post Office Box 16614
Greenville, SC 29606-7614
864 • 895 • 3757

Statement Concerning Agreement:

49 CFR 1150.33(c)

GRLW and CSXT are negotiating the necessary agreements for GRLW's acquisition and operation of the Subject Line. The parties intend to have the agreements completed prior to the projected October 20, 2006 closing date.

Operator of the Property:**49 CFR 1150.33(d)**

Greenville & Western Railway Company, LLC
Post Office Box 16614
Greenville, SC 29606-7614

Summary of the Transaction:**49 CFR 1150.33(e)**

GRLW proposes to acquire the Subject Line from CSXT (500 Water Street, Jacksonville, FL 32202-4423), and provide common carrier service over the Subject Line. It is GRLW and CSXT's mutual intention to 1) close the sale on Friday, October 20, 2006, more than seven days from the date of this filing, and 2) for GRLW to commence operations over the Subject Line effective 12:01 a.m., Saturday, October 21, 2006, in order to provide uninterrupted service.

GRLW will acquire the 12.74-mile rail line between MP AKL 26.26, near Belton, and MP AKL 39.00, near Pelzer, in Anderson County, SC.

Map:**49 CFR 1150.33(f)**

See **Exhibit A**.

Certification of Projected Revenues:**49 CFR 1150.33(g)**

See **Exhibit B**.

Caption Summary:**49 CFR 1150.34**

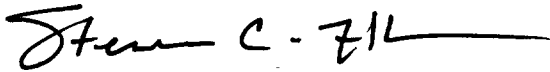
See **Exhibit C**.

Environmental and Historical Preservation Data:**49 CFR 1105**

Under 49 CFR 1105.6(c)(2)(i), the proposed acquisition and operation of the Subject Line by GRLW is exempt from environmental reporting requirements because it will not result in significant changes in carrier operations (i.e. – Changes which exceed the thresholds established in 49 CFR 1105.7(e)(4) or (5)).

Additionally, under 49 CFR 1105.8(b)(1), the proposed acquisition and operation of the Subject Line by GRLW is exempt from historic preservation reporting requirements. The purpose of the proposed transaction is for the continuance of rail operations. Further STB approval would be required to abandon any service, and there are no plans to dispose of or alter any properties subject to STB jurisdiction that are 50 years old or older.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Steven C. Hawkins", followed by a long horizontal line.

Steven C. Hawkins,
President
Greenville & Western Railway Company, LLC
Post Office Box 16614
Greenville, SC 29606-7614

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steven.hawkins@wcrscorp.com

September 20, 2006

EXHIBIT A - MAP

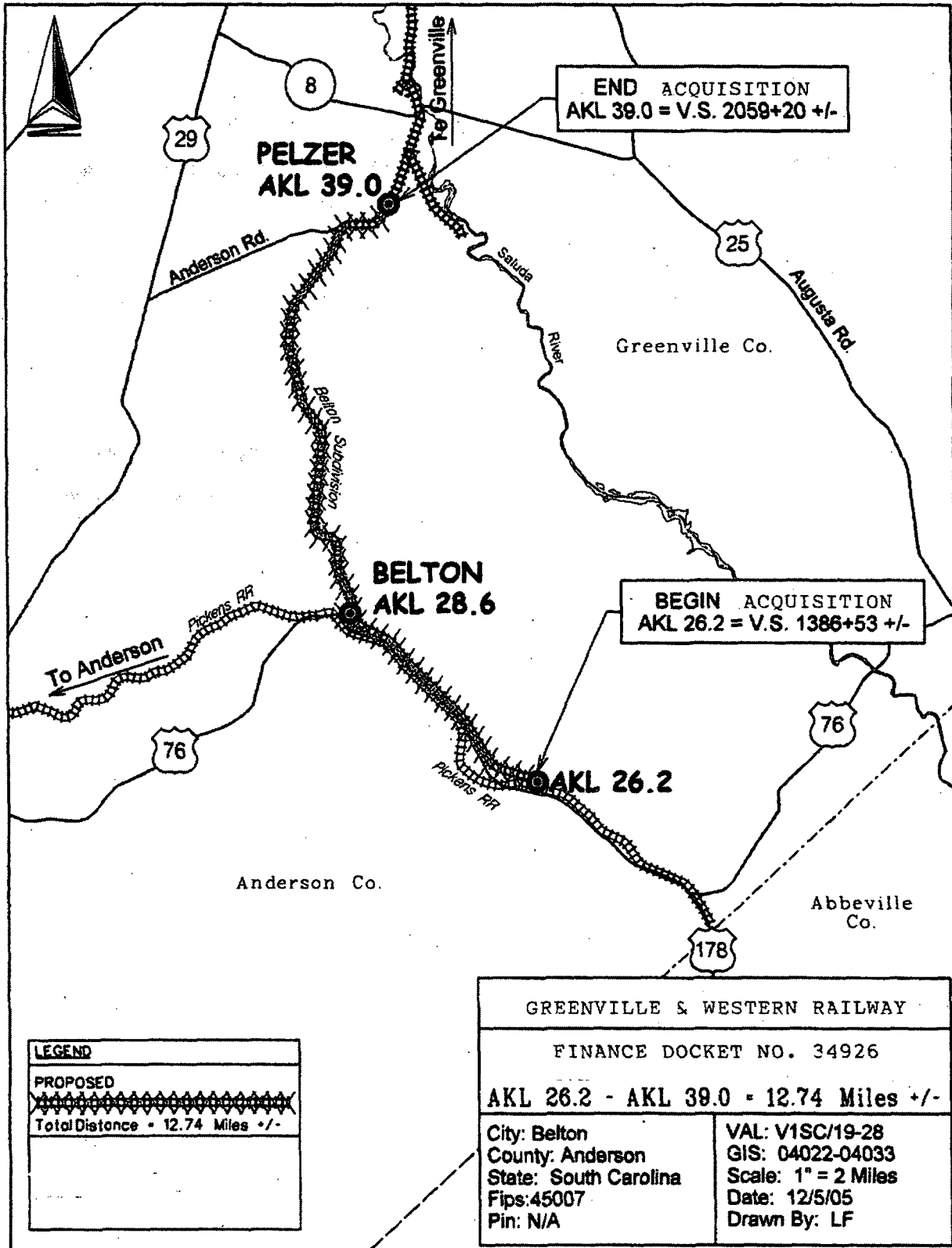
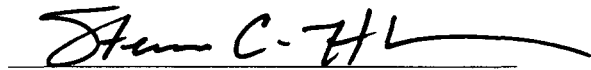


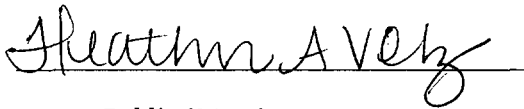
EXHIBIT B – CERTIFICATION OF PROJECTED REVENUES

I, Steven C. Hawkins, President and Authorized Agent (as filed with the South Carolina Secretary of State) of Greenville & Western Railway Company, LLC (“GRLW”), hereby certify under penalty of perjury that the projected revenues of GRLW, upon consummation of the proposed transaction, will not result in the creation of a Class II or Class I rail carrier, will not exceed \$5 million, and that GRLW will be a Class III rail carrier as set forth at 49 CFR 1201, General Instruction 1-1 (a).



Steven C. Hawkins

SUBSCRIBED AND SWORN TO before me, a Notary Public, in the County of Spartanburg, State of South Carolina, this 18th day of September 2006.



Notary Public (SEAL)

My Commission Expires:

My Commission Expires
September 1, 2015

EXHIBIT C – CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

Verified Notice of Exemption

STB Finance Docket No. 34926

GREENVILLE & WESTERN RAILWAY COMPANY, LLC -- ACQUISITION AND OPERATION EXEMPTION -- LINE OF CSX TRANSPORTATION, INC.

Greenville & Western Railway Company, LLC (“GRLW”), a non-carrier, has filed a Verified Notice of Exemption to acquire and operate, from CSX Transportation, Inc., a 12.74-mile rail line between MP AKL 26.26, near Belton, and MP AKL 39.00, near Pelzer, in Anderson County, SC.

The transaction was scheduled to be consummated on October 20, 2006, after the effective date of the exemption, and more than 7 days after the exemption was filed.

GRLW has certified that its projected annual revenues as a result of the transaction will not result in GRLW becoming a Class II or Class I rail carrier and will not exceed \$5 million. GRLW will be a Class III rail carrier as a result of the transaction.

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 34926, must be filed with the Surface Transportation Board, 1925 K Street NW, Washington, DC 20423-0001. In addition, one copy of each pleading must be served on: Steven C. Hawkins, President, Greenville & Western Railway Company, LLC, Post Office Box 16614, Greenville, SC 29606-7614.

The notice is filed under 49 CFR 1150.31. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 USC 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

Decided: October __, 2006.

By the Board
Vernon A. Williams
Secretary