

CLARK HILL

246979

Eric M. Hocky
T 215.640.8523
F 215.640.8501
Email: ehocky@clarkhill.com

ENTERED
Office of Proceedings
January 28, 2019
Part of
Public Record

Clark Hill PLC
One Commerce Square
2005 Market Street
Suite 1000
Philadelphia, PA 19103
T 215.640.8500
F 215.640.8501
clarkhill.com

December 28, 2018

VIA E-FILING

Cynthia T. Brown
Chief, Section of Administration - Office of
Proceedings
Surface Transportation Board
395 E Street SW
Washington, DC 20024

Re: Toledo, Peoria & Western Railway Corp. -
Change in Operators Exemption -
Winamac Southern Railway Company
STB Docket No. FD 36255

Dear Ms. Brown:

Enclosed for filing in the above-referenced proceeding is a Change in Operators Exemption notice filed on behalf of Central Railroad Company of Indianapolis.

Also enclosed as a confidential document is a credit card authorization for the filing fee of \$2000 representing the filing fee for this notice.

FEE RECEIVED
January 28, 2019
SURFACE
TRANSPORTATION BOARD

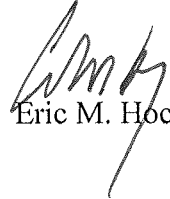
FILED
January 28, 2019
SURFACE
TRANSPORTATION BOARD

Cynthia T. Brown
December 28, 2018
Page 2

Please let me know if there are any questions regarding this filing. Thank you for your assistance.

Respectfully,

CLARK HILL PLC



Eric M. Hocky

EMH/e
Enclosures

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 36255

TOLEDO, PEORIA & WESTERN RAILWAY CORP.

- CHANGE IN OPERATORS EXEMPTION -

WINAMAC SOUTHERN RAILWAY COMPANY

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 U.S.C. § 10902**

(color images included)

ERIC M. HOCKY
CLARK HILL PLC
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-8500
ehocky@clarkhill.com

Dated: December 28, 2018

Attorneys for
Toledo, Peoria & Western Railway Corp.

**TOLEDO, PEORIA & WESTERN RAILWAY CORP.
- CHANGE IN OPERATORS EXEMPTION -
WINAMAC SOUTHERN RAILWAY COMPANY**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 U.S.C. 10902**

This Verified Notice of Exemption (the "Notice") is filed pursuant to 49 U.S.C. §10902 and 49 C.F.R. §1150.41 by Toledo, Peoria & Western Railway Corp. ("TPW"), a Class III carrier, to exempt from regulation TPW's lease and operation of the lines of railroad (the "Rail Lines") described on Exhibit A and shown on the map attached as Exhibit B. The Rail Lines are currently owned by Winamac Southern Railway Company ("WSRY"), and were previously leased to and operated by U S RAIL Corporation ("US RAIL"). The total mileage of the Rail Lines is approximately 46.3 miles.

Notice

In accordance with 49 C.F.R. §1150.43, TPW hereby states as follows:

- (a) The full name and address of Applicant: Toledo, Peoria & Western Railway Corp., 4349 Easton Way, Suite 110, Columbus, OH 43219.
- (b) The name, address and telephone number of the representative of TPW who should receive correspondence: Eric M. Hocky, Esquire, Clark Hill PLC, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

(c) TPW will be entering into a lease agreement with WSRV to cover operation of the Rail Lines. Under the lease, TPW will have authority to operate over the Rail Lines as of February 1, 2019, after the effective date of this Notice.

(d) TPW will be the operator of the Rail Lines. TPW's operations will replace those of US RAIL whose lease has expired.¹ Upon commencement of operations by TPW, US RAIL will have no further common carrier obligations with respect to the Rail Lines.

(e) Brief Summary of the Proposed Transaction:

US RAIL was previously authorized to lease and operate the Rail Lines. *US RAIL Corporation – Lease and Operation Exemption – Winamac Southern Railway Company and Kokomo Grain Co., Inc.*, STB Finance Docket No. 35205 (served January 15, 2009). The US RAIL lease expired on November 25, 2018. WSRV decided not to extend the US RAIL lease, and selected TPW as the new operator. Since the US RAIL lease expired, WSRV, as the residual carrier-owner of the Rail Lines, has been providing the common carrier service on an interim basis.² TPW will provide common carrier service over the Rail Lines pursuant to a lease to be executed shortly, and will begin operations on February 1, 2019, after this Notice becomes effective. US RAIL is not objecting to the proposed change in operators, and will no longer operate over the Rail Lines.

¹ As discussed more fully in section (e) below, WSRV, as the residual carrier-owner of the Rail Lines, has been operating the Rail Lines on an interim basis since the US RAIL lease expired.

² Because WSRV does not currently have railroad employees or equipment, it has retained TPW to perform the common carrier service in the name of and on behalf of WSRV.

- (1) The name and address of the owner of the Rail Lines who has granted TPW operating rights: Winamac Southern Railway Company, 1002 West Morgan Street, PO Box 745, Kokomo, IN 46903-0745. As discussed above, the current operator is WSRV. The name and address of the previous lessee was US RAIL Corporation, c/o United Rail, 9480 S. Eastern Ave., Suite 208, Las Vegas, NV 89123.
- (2) TPW expects to commence operations on February 1, 2019, more than thirty days after the filing of this Notice, and more than sixty days after TPW certified to the Board that it had provided notice to the employees of US RAIL (November 28, 2018).
- (3) Milepost descriptions of the Rail Lines are shown on Exhibit A attached hereto. All of the lines are located in Indiana.
- (4) The total mileage of the Rail Lines to be leased and operated is approximately 46.3 miles.
- (f) Attached as Exhibit B to this Notice of Exemption is a map of the Rail Lines.
- (g) TPW certifies that its projected revenues as a result of the transaction will not exceed those that would qualify it as a Class III carrier.
- (h) The Rail Lines connect with lines of Norfolk Southern Railway ("NSR") at Logansport, Clymers, and at Kokomo (although the only current interchange operations are at Logansport), with other lines of TPW at Logansport, and with Central Railroad Company of

Indianapolis ("CERA") at Kokomo.³ There are no existing interchange commitments with any of the connecting carriers, and none will be required as part of this transaction.

Advanced Notice

TPW's annual freight revenues following the transaction are anticipated to exceed \$5,000,000. Accordingly, TPW posted the advance notice required under 49 C.F.R. §1150.42(e), and certified to the Board that it had done so on November 28, 2018.⁴ A copy of the certification is attached hereto as Exhibit C.

Notice to Shippers

Pursuant to 49 C.F.R. §1150.42(b), TPW is providing notice of the change in operators to all known shippers on the Rail Lines by serving the shippers with a copy of this Notice. The shippers are shown on the attached certificate of service.

Environmental and Historic Reports

Pursuant to 49 C.F.R. §1105.6(c)(2)(i), no environmental documentation should be required because this proceeding involves authority for a lease under 49 U.S.C. §10902 for continued operations that will not exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (e)(5).

No historic report under 49 C.F.R. §1105.8(b)(1) should be required because the transaction merely involves a lease for continued rail operations, and further Board approval is required to discontinue or abandon any service. TPW has no plans to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older.

³ CERA is an affiliate of TPW.

⁴ Because the employees of US RAIL were not represented by any labor unions, the notice was not served on the national offices of any labor unions.

Labor Protection

Pursuant to 49 U.S.C. §10902(d), approval of this transaction may not be subjected to labor protection conditions.

Caption Summary

Attached hereto as Exhibit D is the caption summary required by 49 C.F.R. §1150.44.

Conclusion

Accordingly, TPW requests that the Board issue a notice permitting TPW to lease and operate the Rail Lines at any time after thirty days from the filing of this Notice.

Respectfully submitted,



ERIC M. HOCKY
CLARK HILL PLC
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-5000
ehocky@clarkhill.com

Dated: December 28, 2018

Attorneys for
Toledo, Peoria & Western Railway Corp.

VERIFICATION

I, Martin Pohlod, President of Toledo, Peoria & Western Railway Corp., verify under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file the foregoing document.

Executed on December 27, 2018.



Martin Pohlod

CERTIFICATE OF SERVICE

I hereby certify that on this 28th day of December, 2018, I served a copy of the foregoing
Verified Notice of Exemption on the shippers listed below by first class mail, postage prepaid:

Kokomo Grain
1002 Morgan St.
Kokomo, IN 46901

CTS / Lehigh Cement
3084 W. County Road 225 South
Logansport, IN 46947

OmniSource
990 E. Carter St.
Kokomo, IN 46901

Helena Chemical
75 W. 200 N.
Camden, IN 46917

Anderson – Walton
8086 East County Road 900 South
Galveston, IN 46932

Co-Alliance
27 W. 250 S.
Bringinghurst, IN 46913

Andersons – Logansport
2345 S. 400 E.
Logansport, IN 46947

ADM - Screenings
2626 S. County Road 275 W.
Logansport, IN 46947



ERIC M. HOCKY
CLARK HILL PLC
One Commerce Square
2005 Market Street, Suite 1000
Philadelphia, PA 19103
(215) 640-5000
ehocky@clarkhill.com

EXHIBIT A

DESCRIPTION OF RAIL LINES

Winamac Southern Railway Company		
Rail Lines		
		M.P.
Bringhurst Line		
Bringhurst	M.P.	50.1
Van Jct. (Logansport)	M.P.	71.5
Total Mileage Bringhurst Line		21.4
Kokomo Line		
Eighteenth St. Yard (Logansport)	M.P.	74.5
Kokomo	M.P.	97.9
Total Mileage Kokomo Line		23.4
Kokomo Belt Line		
E. Markland Ave. (Kokomo)	M.P.	0.0
S. Union St. (Kokomo)	M.P.	1.5
Total Mileage Kokomo Belt Line		1.5
TOTAL MILEAGE		46.3

EXHIBIT B

MAP



EXHIBIT C

ADVANCED NOTICE

CLARK HILL

Eric M. Hocky
T 215.640.8523
F 215.640.8501
Email: ehocky@clarkhill.com

Clark Hill PLC
One Commerce Square
2005 Market Street
Suite 1000
Philadelphia, PA 19103
T 215.640.8500
F 215.640.8501
clarkhill.com

November 28, 2018

VIA E-FILING

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20024

Re: **TOLEDO, PEORIA AND WESTERN RAILWAY CORPORATION**
- LEASE AND OPERATION EXEMPTION -
WINAMAC SOUTHERN RAILWAY COMPANY
STB Docket No. FD 36255
(contains color images)

Dear Ms. Brown:

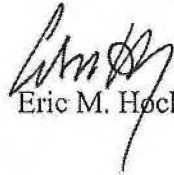
Pursuant to 49 C.F.R. §1150.42(e), the undersigned counsel for Toledo, Peoria and Western Railway Corporation ("TPW") hereby certifies that on November 27, 2018, a copy of the enclosed Notice of Intent was posted at the on-duty location of the employees of U.S. RAIL Corporation (US RAIL), the current lessee, on West Morgan Street, Kokomo, Indiana. *See* the enclosed photograph showing the posting.

Cynthia T. Brown
November 28, 2018
Page 2

TPW understands that the employees of US RAIL are not represented by any labor unions, and accordingly, is not serving a copy of this letter or the enclosed Notice on the national offices of any labor unions.

Respectfully,

CLARK HILL PLC



Eric M. Hocky

EMH/e
Enclosures

Before the

SURFACE TRANSPORTATION BOARD

STB Docket No. FD 36255

**TOLEDO, PEORIA AND WESTERN RAILWAY CORP.
- LEASE AND OPERATION EXEMPTION -
WINAMAC SOUTHERN RAILWAY COMPANY**

**NOTICE OF INTENT DIRECTED TO EMPLOYEES OF
U.S. RAIL CORPORATION**

Pursuant to the regulations of the Surface Transportation Board (the "Board") at 49 CFR §1150.42(e), Toledo, Peoria and Western Railway Corp. ("TPW") hereby gives notice of its intent to lease from Winamac Southern Railway Company ("WSRY") the rail lines most recently leased to U.S. RAIL Corporation ("U.S. RAIL") between Bringham and Van Jet. (Logansport), between Eighteenth St. Yard (Logansport) and Kokomo, and between E. Markland Ave. (Kokomo) and S. Union St. (Kokomo), all of which are located in Indiana. The rail lines total approximately 46.3 miles in the aggregate. The TPW lease is intended to be effective as of 60 days after TPW certifies to the Board that this notice has been posted.

As a result of the transaction, TPW preliminarily estimates that the following jobs will be available at the starting hourly rates of pay indicated:

<u>Jobs</u>	<u>Starting Rates of Pay</u>
2 Engineers/Conductors/Extraboard	\$23.00 - \$25.00 based on experience
1 Signal Maintainer	\$52,000 - \$58,000 salary based on experience
1 Track Inspector	\$50,000 - \$66,000 salary based on experience

The number and types of positions listed represent TPW's current good faith estimate of the positions it expects to have available. The number of positions may change.

TPW employees will be provided with railroad retirement, medical insurance, holidays, vacation and other benefits consistent with the benefits currently provided to employees of TPW.

TPW is an equal opportunity employer. TPW employees will be selected based upon their experience and suitability of the jobs that may be offered. Successful applicants will be required to pass a standard background check, pre-employment drug and alcohol screen, complete a medical questionnaire, and take a physical exam. Employees subject to Federal

Railroad Administration certification qualifications will be required to provide proof that their certifications are current.

Any US RAIL employee interested in obtaining further information concerning positions that TPW may have available, should contact Mary Collins HR Director, at Mary.collins@gwrr.com

Applications for employment should be made by sending a cover letter and resume stating the applicant's experience, in chronological order, and providing references for any employment held during the last five (5) years and any rail industry employment held at any time. The applicant may apply for multiple job opportunities and must be sure to list those job opportunities, in order of interest, in his/her cover letter. The applicant must be available to start work on the effective date of the lease, approximately 60 days from the date of this notice.

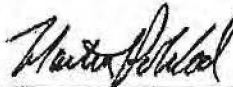
Cover letters and resumes should be sent by regular or electronic mail to TPW as follows:

Mary Collins
HR Director
Midwest Region
4349 Easton Way, Suite 110
Columbus, OH 43219
Mary.collins@gwrr.com

Toledo, Peoria and Western Railway Corp.

Dated: November 27 2018

By:



Martin Pohlod
President

Notice to
SURFACE TRANSPORTATION BOARD
 STB Docket No. STB 18224

TRIPLE, PENNA AND WESTERN RAILWAY CO., INC.
LEASE AND OPERATION EMPLOYERS
WEEKLY SOUTHERN RAILWAY COMPANY

**NOTICE OF INTENT TO ACCEPT REEMPLOYMENT OF
 CB RAIL CORPORATION**

Pursuant to the provisions of the Surface Transportation Board (STB) Order No. 4442, dated 11/15/84, Triple, Penna and Western Railway Co., Inc. (TPW) hereby gives notice of its intent to lease from Southern Railway Company (SRC) the rail line and operating rights between Light House, Va. (Light House) and Vicksburg, Va. (Vicksburg) and 1/2 mile to the south of Vicksburg, Va. (Vicksburg 1/2 mile) and 1/2 mile to the north of Vicksburg, Va. (Vicksburg 1/2 mile). The lease term shall be for a period of 10 years, beginning on the date of the STB Order. The lease shall be subject to the terms and conditions set forth in the lease agreement.

As a result of the transaction, TPW will be operating the line and the following will be available at the existing hourly rates of the railroad:

200	Operating Employees
2 Employees (Conductors/Engineers)	\$62.00 - \$21.00 based on experience
1 Signal Maintainer	\$12.00 - \$14.00 based on experience
1 Track Inspector	\$12.00 - \$14.00 based on experience

The number and type of positions listed represent TPW's current and full estimate of the positions it expects to have available. The number of positions may change.

TPW employees will be provided with the same benefits, medical insurance, holidays, vacation and other benefits consistent with the benefits currently provided to employees of SRC.

TPW is an equal opportunity employer. TPW employees will be selected based upon their experience and availability of the job. No one will be selected. Successful applicants will be required to pass a criminal background check, pre-employment drug and alcohol screen, complete a medical questionnaire, and take a physical exam. Employees subject to random drug testing.

2-1-1985

Railroad Administration will require qualifications will be required to provide proof that they are qualified to perform the work.

Any U.S. RAIL employees interested in obtaining further information concerning positions for TPW may have available, should contact Mary Collins, HR Director, at Mary.collins@tpw.com

Applications for employment should be made by sending a resume and cover letter to the applicant's supervisor, in chronological order, and providing references for any employment held during the last five (5) years and any rail industry experience held at any time. The applicant may apply for multiple job opportunities and must be sure to list their job opportunity, in order of interest, in their cover letter. The applicant must be available to start work on the effective date of the lease, approximately 60 days from the date of this notice.

Cover letters and resumes should be sent by regular or electronic mail to TPW and to SRC.

Mary Collins
 HR Director
 4140 Kenna Way, Suite 119
 Columbia, MD 21039
 Mary.collins@tpw.com

Triple, Penna and Western Railway Co., Inc.

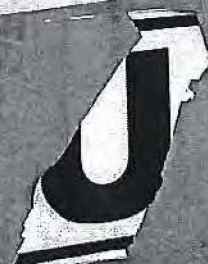
By: *[Signature]*
 Mary Collins
 President

Dated November 2, 1984



OFFICE

ENTRANCE



1120 1/2

EXHIBIT D

CAPTION SUMMARY

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB DOCKET NO. FD 36255

**TOLEDO, PEORIA & WESTERN RAILWAY CORP.
- CHANGE IN OPERATORS EXEMPTION -
WINAMAC SOUTHERN RAILWAY COMPANY**

Toledo, Peoria & Western Railway Corp. ("TPW"), a Class III carrier, has filed a Notice of Exemption to lease from Winamac Southern Railway Company ("WSRY"), and to operate, the following rail lines in Indiana: (a) between M.P. 50.1 at Bringhurst and MP 71.5 at Van Jct. (Logansport); (b) between M.P. 74.5 at Eighteenth St. Yard (Logansport) and M.P. 97.9 at Kokomo; and (c) between M.P. 0.0 at E. Markland Ave. (Kokomo) and M.P. 1.5 at Union St. (Kokomo). The total mileage to be leased and operated is approximately 46.3 miles. The current operator of the rail lines is WSRY; the previous lessee of the rail lines was U S RAIL Corporation.

Comments must be filed with the Board and served on TPW's representative, Eric M. Hocky, Esquire, Clark Hill PLC, One Commerce Square, 2005 Market Street, Suite 1000, Philadelphia, PA 19103; (215) 640-8500.

The Notice is filed under 49 C.F.R. §1150.41. 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.