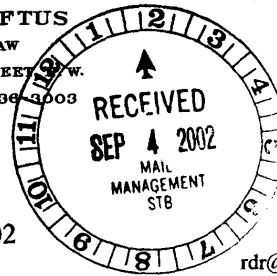


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TELEPHONE:
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WRITER'S E-MAIL:

rdr@sloverandloftus.com

September 4, 2002

BY HAND

FEE RECEIVED

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W. Room 711
Washington, D.C. 20423-0001

SEP 04 2002

**SURFACE
TRANSPORTATION BOARD**

Re: Finance Docket No. 34250
Almono LP -- Acquisition and Operation Exemption -- Line of
Monongahela Connecting Railroad Company in Allegheny County,
Pennsylvania

Dear Secretary Williams:

Enclosed for filing in the referenced docket please find an original and 10
copies of a Verified Notice of Exemption, along with our check for the \$1,300 filing fee.

Please contact the undersigned if there are any questions concerning this
filing.

Respectfully submitted,

ENTERED
Office of Proceedings

SEP 04 2002

Part of
Public Record

Robert D. Rosenberg
An Attorney for Almono LP

RDR:kaw
Enclosures

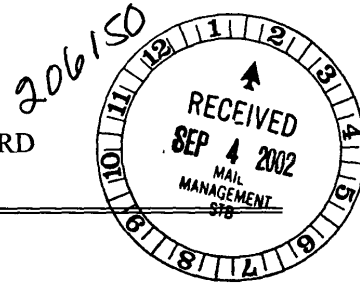
cc: Linda B. McClintock

FILED

SEP 04 2002

**SURFACE
TRANSPORTATION BOARD**

BEFORE THE
SURFACE TRANSPORTATION BOARD



ALMONO LP -- ACQUISITION AND)
OPERATION EXEMPTION -- LINE OF)
MONONGAHELA CONNECTING)
RAILROAD COMPANY IN ALLEGHENY)
COUNTY, PENNSYLVANIA)

Finance Docket No. 34250

VERIFIED NOTICE OF EXEMPTION

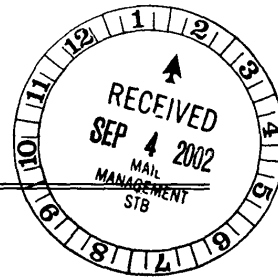
ALMONO LP
c/o Regional Industrial
Development Corporation of
Southwestern Pennsylvania
425 Sixth Avenue, Suite 500
Pittsburgh, PA 15219

Linda B. McClintock
Babst, Calland, Clements &
Zomnir, PC
Two Gateway Center
Pittsburgh, PA 15222
(412) 394-5490

Robert D. Rosenberg
Slover & Loftus
1224 Seventeenth Street, N.W.
Washington, DC 20036
(202) 347-7170

Dated: September 4, 2002

BEFORE THE
SURFACE TRANSPORTATION BOARD



ALMONO LP -- ACQUISITION AND
OPERATION EXEMPTION -- LINE OF
MONONGAHELA CONNECTING
RAILROAD COMPANY IN ALLEGHENY
COUNTY, PENNSYLVANIA

Finance Docket No. 34250

VERIFIED NOTICE OF EXEMPTION

Almono LP, a Pennsylvania limited partnership ("Almono"), pursuant to 49 C.F.R. §§ 1150.31-34, files this Verified Notice of Exemption from the prior approval requirements of 49 U.S.C. § 10901 to permit it to purchase and operate approximately two miles of common carrier rail trackage and associated rail properties (the "Line") that are located in Allegheny County, Pennsylvania, and that are currently owned and operated by the Monongahela Connecting Railroad Company ("Mon Con"). In support hereof, Almono shows as follows:

- a. Full Name and Address of Applicant
(49 C.F.R. § 1150.33(a))

Almono LP
c/o Regional Industrial Development
Corporation of Southwestern Pennsylvania
425 Sixth Avenue, Suite 500
Pittsburgh, PA 15219
(412) 471-3939

b. Names, Addresses, and Telephone
Numbers of Applicant's Representatives
(49 C.F.R. § 1150.33(b))

Frank Brooks Robinson
Regional Industrial Development
Corporation of Southwestern Pennsylvania
425 Sixth Avenue, Suite 500
Pittsburgh, PA 15219
(412) 471-3939 (x24)

Linda B. McClintock
Babst, Calland, Clements &
Zomnir, PC
Two Gateway Center
Pittsburgh, PA 15222
(412) 394-5490

Robert D. Rosenberg
Slover & Loftus
1224 Seventeenth Street, NW
Washington, DC 20036
(202) 347-7170

c. Statement Regarding Agreement
(49 C.F.R. § 1150.33(c))

Almono has reached agreement with Mon Con as to all essential terms
regarding Almono's acquisition of the Line.

d. Operator of the Property
(49 C.F.R. § 1150.33(d))

Following the effective date of the exemption noticed hereby, Almono will be the operator of the property.¹

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

Mon Con's address is 6801 Brecksville Road, Independence, Ohio 44131. Mon Con currently operates over the two miles of railroad that constitutes the Line. The Line serves only a single shipper, MetalTech, and the Line runs between MetalTech's plant on the north side of the Monongahela River to an interchange point with CSXT north of CSXT's Glenwood Yard in Hazelwood, Pennsylvania. The Line does not have any mileposts.

Almono is scheduled to consummate the transaction and acquire the Line on or shortly after September 12, 2002. Shortly thereafter, Almono plans to file a petition for exemption for authority to abandon the line. Almono has entered into an agreement with MetalTech, the only shipper served by the Line, under which MetalTech will continue to receive railroad service following abandonment, similar to the arrangement in Consolidated Rail Corporation -- Petition for Declaratory Order, 1 I.C.C.2d 284 (1984).

¹ Almono will become a carrier upon consummation of the transaction in question.

Almono further states that Mon Con is a wholly-owned subsidiary of LTV Steel Corporation ("LTV"), which is in bankruptcy and is liquidating its assets. Almono is acquiring the Mon Con assets as well as adjoining LTV property with Bankruptcy Court approval.

Almono's acquisition and contemplated abandonment is thus consistent with the Board's recent decision in STB Fin. Docket No. 34171, Butte-Silver Bow County--Acquisition Exemption--Silver Bow County, MT (STB decision served March 15, 2002). Specifically, LTV is in liquidation, Almono's primary interest is in the underlying real estate and not the railroad operation, no other party submitted a bid for the property, and Almono and MetalTech have reached an agreement whereby the only shipper served by the Line will continue to receive service following abandonment. The acquisition and contemplated abandonment are thus both in the public interest.

- f. Map
(49 C.F.R. § 1150.33(f))

See Attachment A. Also included is a USGS aerial survey showing the line.

- g. Certificate of Projected Revenue
(49 C.F.R. § 1150.33(g))

Almono hereby certifies that its projected revenues do not exceed those that would qualify it as a Class III carrier.

h. Environmental and/or Historical Documentation

The proposed transaction qualifies under 49 C.F.R. § 1105.6(c)(2), and as such, no environmental documentation is required. Likewise, since the transaction involves an acquisition for the purpose of continued rail operations (even following the contemplated petition for exemption for abandonment authority), and since Almono has no plans to alter or dispose of any properties that are fifty (50) years old or older, the transaction does not require a historic report, in accordance with 49 C.F.R. § 1105.8(b)(1). Almono acknowledges that its future petition for exemption for abandonment authority may require such reports.

i. Caption Summary
(49 C.F.R. § 1150.34)

See Attachment B.

Respectfully submitted,

ALMONO LP
c/o Regional Industrial
Development Corporation of
Southwestern Pennsylvania
425 Sixth Avenue, Suite 500
Pittsburgh, PA 15219

By: Linda B. McClintock
Babst, Calland, Clements &
Zomnir, PC
Two Gateway Center
Pittsburgh, PA 15222
(412) 394-5490

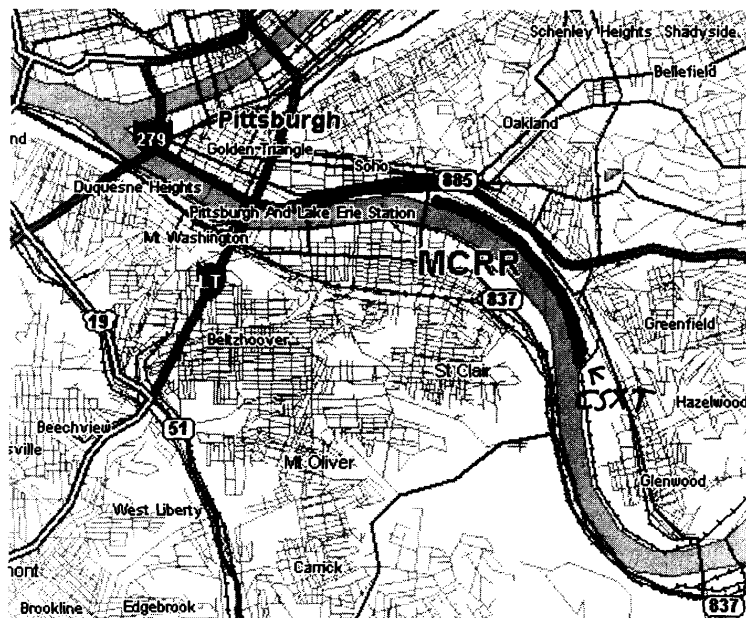

Robert D. Rosenberg
Slover & Loftus
1224 Seventeenth Street, N.W.
Washington, DC 20036
(202) 347-7170

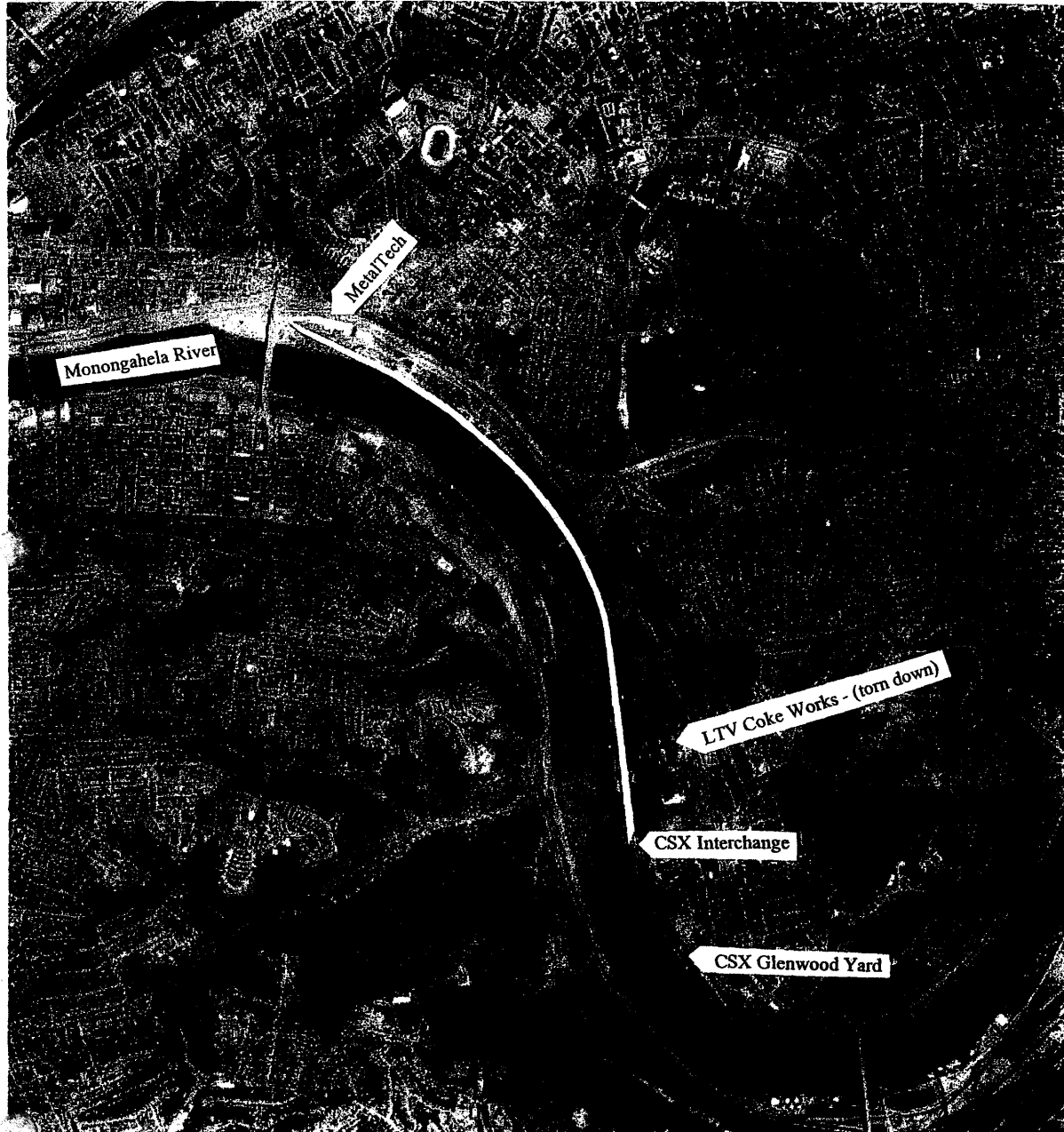
Dated: September 4, 2002

Attachment A

MAP

The map below depicts the line of the Monongahela Connecting Railroad Company, in Pittsburgh, Allegheny County, Pennsylvania being acquired by Almono LP. The following page provides an USGS aerial survey of the line in relationship to downtown Pittsburgh.





CAPTION SUMMARY

Finance Docket No. 34250

ALMONO LP -- ACQUISITION AND OPERATION EXEMPTION --
LINE OF THE MONONGAHELA CONNECTING RAILROAD
COMPANY IN ALLEGHENY COUNTY, PENNSYLVANIA

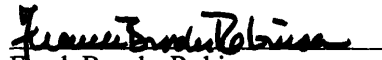
Almono LP, a Pennsylvania limited partnership, has filed a Verified Notice of Exemption to acquire from the Monongahela Connecting Railroad Company and operate approximately two miles of rail trackage within Allegheny County, Pennsylvania, together with associated rail properties. The subject line extends from the MetalTech plant located on the north side of the Monongahela River to an interchange point with CSXT north of CSXT's Glenwood Yard in Hazelwood, Pennsylvania, a total of approximately two miles. Comments must be filed with the Board and served upon Robert D. Rosenberg, Slover & Loftus, 1224 Seventeenth Street, NW, Washington, DC 20036, and Linda B. McClintock, Babst, Calland, Clements & Zomnir, PC, Two Gateway Center, Pittsburgh, PA 15222, with a copy also upon Frank Brooks Robinson, Regional Industrial Development Corporation of Southwestern Pennsylvania, 425 Sixth Avenue, Suite 500, Pittsburgh, PA 15219.

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.

VERIFICATION

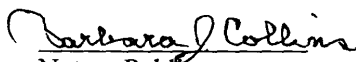
COMMONWEALTH OF)
PENNSYLVANIA) SS:
)
COUNTY OF ALLEGHENY)

Frank Brooks Robinson, being duly sworn, deposes and says that he is the President of RIDC Southwestern Pennsylvania Growth Fund, which is the sole member of Almono, LLC, which is the general partner of Almono LP, that he has read the foregoing Notice of Exemption, knows the contents thereof, and that the same are true as stated to the best of his knowledge, information, and belief.


Frank Brooks Robinson

Subscribed and sworn before me

this 30th day of August, 2002


Notary Public

My commission expires: _____

