

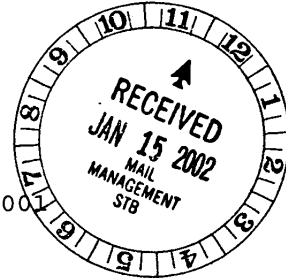
The Law Office of John D. Heffner

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ORIGINAL

204424

October 11, 2001



Hon. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street
Washington, D.C. 20423-0001

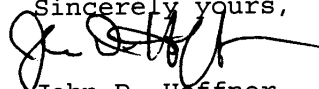
RE: STB FD No. 34087, Trinidad Railway, Inc. -- Lease And
Operation -- Kern Valley Railroad Company

Dear Mr. Williams:

On behalf of Applicant Trinidad Railway, Inc. ("Trinidad"), I am filing for the Board's records an original signed copy of the Affidavit of Bruce Addington dated September 7. Trinidad had included a fax copy of this document in its September 7, 2001, Reply to the Petition for Stay originally submitted by Rail Ventures, Inc., in the above-captioned proceeding.

Please date stamp and return one copy of this filing for our records.

Sincerely yours,


John D. Heffner

Enclosures

cc: Mr. Bruce Addington
Fritz R. Kahn, Esq.
Robert Bassett, Esq.
Thomas McFarland, Esq.
Charles Montange, Esq.

Office of the Secretary

JAN 16 2002

Public Record

AFFIDAVIT

Bruce Addington, being duly sworn, deposes and states as follows:

1. My name is Bruce Addington. I am President and owner of A.P. Maxwell Company ("Maxwell"). My business address is 4422 Bryan Station Road, Lexington, KY 40516. I am the very same Bruce Addington who signed a verification and certification filed with the notice of exemption by the Trinidad Railway, Inc. ("Trinidad") to lease and operate a rail line owned by Kern Valley Railroad Company. That notice was filed in STB Docket No. 34087 on September 4, 2001.

2. As stated in the notice of exemption, Maxwell owns Trinidad. At the time Trinidad decided to abandon its rail line in September 2000, there appeared to be no market for the on-line coal. Trinidad and Maxwell had waited patiently for four years for a market to develop for the on-line coal and none had developed. After previous management committed to sell the rail line to KVR, Maxwell underwent a change in management and ownership. At the same time a market for the coal began to develop.

3. During the ensuing months from the time of the line's sale to KVR until today, the Board is well aware of developments in the energy industry. California's problems in obtaining adequate, affordable electricity have made front page headlines and created major problems for elected officials. Other states

have experienced energy shortages and rising prices. The economic conditions which almost doomed the New Elk Mine have now created substantial opportunities. Maxwell's affiliate (the Lorincito Coal Company) expects to sell 500,000 tons (identify) of coal over the next 12 months. This traffic will move to customers located in TN, and TX, AL (identify). Rail is the only economic way to move this traffic. And Trinidad has reached a commercially acceptable agreement with KVR for use of this rail line.

4. I am aware of RVI's interest in acquiring and operating this rail line. Thus far, RVI is an unproven entity assembled by an entrepreneur without any apparent railroad experience for moving either freight or passengers. Trinidad is a proven entity and subsidiary of Maxwell. This traffic move is simply too important to my company to entrust to anyone without a proven record of success.

5. I respectfully ask the Board to deny RVI's stay request.

VERIFICATION

STATE OF Ky.)
) SS
CITY OF Boyd)

Bruce Addington, being duly sworn according to law, hereby deposes and states that he is authorized to make the Verification, has read the foregoing document, and knows the facts asserted therein are true and accurate as stated, to the best of his knowledge, information and belief.

Bruce Addington

Subscribed and sworn to before me, a Notary Public, in and for the City of Ashland in the State of Kentucky, this 7th day of Sept.

Crystal Johnson
Notary Public

My Commission expires:

6-10-02