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December 17, 2024
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December 17, 2024

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

Re: Dover and Delaware River Railroad, LLC
– Lease And Operation Exemption (Including Interchange Commitment) –
Norfolk Southern Railway Company
Surface Transportation Board Finance Docket 36821

Dear Ms. Brown:

Enclosed for filing in the above referenced docket is a verified notice of exemption filed under 49 U.S.C. § 10902. The filing fee has been paid via pay.gov.

Sincerely,

A handwritten signature in blue ink that reads 'Justin J. Marks'.

Justin J. Marks
Counsel to Dover and Delaware River Railroad,
LLC

Enclosure

FILED
December 17, 2024
SURFACE
TRANSPORTATION BOARD

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December 17, 2024
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Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 36821

DOVER AND DELAWARE RIVER RAILROAD, LLC
- LEASE AND OPERATION EXEMPTION
(INCLUDING INTERCHANGE COMMITMENT) –
NORFOLK SOUTHERN RAILWAY COMPANY

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

(includes color images)

Eric M. Hocky
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*Attorneys for Dover and Delaware River
Railroad, LLC*

Dated: December 17, 2024

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 36821

DOVER AND DELAWARE RIVER RAILROAD, LLC
- LEASE AND OPERATION EXEMPTION
(INCLUDING INTERCHANGE COMMITMENT) –
NORFOLK SOUTHERN RAILWAY COMPANY

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

Dover and Delaware River Railroad, LLC (“DDRR”), a Class III railroad, files this Notice of Exemption under 49 U.S.C. § 10902 to exempt from regulation DDRR’s entry into an Amendment to amend the existing lease (the “Current Lease”) that DDRR and Norfolk Southern Railway Company (“NSR”) entered into in 2018 and amended in 2023.¹ The lines (together referred to herein as the “Leased Lines”) subject to the Current Lease and Amendment include: (1) Washington Secondary, between milepost WD 57.25 (previously WD 58.0) at Hackettstown, and milepost WD 80.3 at Phillipsburg; (2) Old Road Industrial Track, between milepost 66.5 TG at Washington, and milepost 67.6 TG at Washington; (3) Pompton Industrial Track, between milepost PQ 21.4 at Mountain View, and milepost PQ 22.2 at Wayne; and (4) Totowa Spur, between milepost TO 18.0 at Totowa, and milepost 21.0 at Wayne, a total of 27.95 miles of rail line.

¹ *Dover and Delaware River Railroad, LLC – Lease (Including Interchange Commitment) and Trackage Rights Exemption – Norfolk Southern Railway Company and New Jersey Transit Corporation*, STB Docket No. FD 36703 (June 16, 2023); *Dover and Delaware River Railroad, LLC – Lease (Including Interchange Commitment) and Trackage Rights Exemption – Norfolk Southern Railway Company and New Jersey Transit Corporation*, STB Docket No. FD 36258 (December 20, 2018).

The Amendment will extend the term and will also revise other commercial terms of the Current Lease.²

Notice

In accordance with 49 C.F.R. §1150.43, DDDR hereby provides the following information:

(a) The full name and address of Applicant: Dover and Delaware River Railroad, LLC, 20 Toad Lane, Ringoes, NJ 08551.

(b) Applicant's Representatives:

Eric M. Hocky
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Two Commerce Square
2001 Market St.
Suite 2620
Philadelphia, PA 19103
(215) 640-8523

Justin J. Marks
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Suite 1300 South
Washington, DC 20004
(202) 772-0916

(c) DDDR has been operating the Leased Lines under the Current Lease. DDDR and NSR have now entered into the Amendment for the Leased Lines.

(d) The current operator of the Leased Lines is DDDR. DDDR will be the operator after the transaction.

(e) Brief Summary of the Proposed Transaction: DDDR is currently operating the Leased Lines under the Current Lease. This proposed transaction extends the term of the

² The trackage rights that were originally authorized together with the Current Lease will continue unchanged.

Current Lease and revises other commercial terms.

- i. The name and address of the company leasing the Leased Lines is Norfolk Southern Railway Company, 650 W Peachtree Street NW, Atlanta, GA 30308.
- ii. The Amendment will be effective upon the effective date of this Notice of Exemption, thirty days after filing. DDDR is currently operating the Leased Lines under the terms of the Current Lease and will continue to do so until the Amendment becomes effective.
 - iii. The mileposts of the Leased Lines under the Current Lease and Amendment include: (1) Washington Secondary, between milepost WD 57.25 (previously WD 58.0) at Hackettstown, and milepost WD 80.3 at Phillipsburg; (2) Old Road Industrial Track, between milepost 66.5 TG at Washington, and milepost 67.6 TG at Washington; (3) Pompton Industrial Track, between milepost PQ 21.4 at Mountain View, and milepost PQ 22.2 at Wayne; and (4) Totowa Spur, between milepost TO 18.0 at Totowa, and milepost 21.0 at Wayne.
- iv. The Amendment will result in DDDR continuing to lease 27.95 miles of rail line from NSR.
- (f) Attached as Exhibit A to this Notice of Exemption is a map of the Leased Lines.
- (g) DDDR certifies that its projected revenues as a result of the transaction will not exceed those that would qualify it as a Class III carrier.³
- (h) DDDR certifies that an interchange commitment will continue to apply during the term of the Amendment. The following additional information is provided by DDDR

³ DDDR additionally certifies that its projected revenues after the transactions will not exceed \$5,000,000 per year.

with respect to the interchange commitment:

- i. The Current Lease contains an interchange commitment that affects interchange with carriers other than NSR at the interchange point shown on the map attached as Exhibit A. The Amendment does not change the interchange commitment.
- ii. A confidential version of the Current Lease and the Amendment is being submitted under separate cover as part of a Confidential Appendix governed by 49 CFR 1104.14(a).
- iii. A list of the shippers who currently use or who have used the Leased Lines in the last two calendar years, and whose traffic is subject to the interchange commitment, is attached hereto as Exhibit B.
- iv. The aggregate number of carloads originated or terminated within the last two calendar years by the shippers identified in subparagraph (iii) above is included as part of the Confidential Appendix.
- v. DDDR hereby certifies that, as set forth in the certificate of service, it has provided notice of the proposed transaction and the continued interchange commitment by serving a copy of this Notice of Exemption on the shippers identified in subparagraph (iii) above.
- vi. In addition to NSR, the Morristown and Erie Railway and the Dover and Rockaway River Railroad could physically interchange with the Leased Lines.
- vii. DDDR does not have the information to estimate the difference between the rent with and without the interchange commitment, as the lines were not offered for lease without the interchange commitment. Under Board precedent, an entity filing a notice of exemption may request an estimate of the difference from the

lessor railroad. *Information Required in Notices and Petitions Containing Interchange Commitments*, STB Docket No. EP 714 (served September 5, 2013), *slip op.* at 5-6. DDDR is providing a copy of the NSR response from the original lease proceeding (FD 36258) in the Confidential Appendix as this information has not changed.

- viii. The caption of this Notice reflects the existence of the interchange commitment.

Labor Protection

DDRR is a Class III carrier, and pursuant to 49 U.S.C. §10902(d), approval of this transaction may not be subjected to labor protection conditions.

Environmental and Historic Reports

This is a lease for continued rail operations that will not result in changes in carrier operations that will exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (5). Further Board approval is required for DDDR to discontinue (or for NSR to abandon service), or to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older. Accordingly, no environmental or historic documentation is required. *See* 49 C.F.R. §1105.6(c)(2); 49 C.F.R. §1105.8(b)(1).

Caption Summary

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

Conclusion

Accordingly, DDDR requests that the Board issue a notice allowing the Amendment to become effective 30 days from the filing of this Notice of Exemption.

Respectfully submitted,



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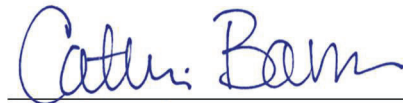
*Attorneys for Dover and Delaware River
Railroad, LLC.*

Dated: December 17, 2024

VERIFICATION

I, Cathrin Banks, Vice President and General Counsel of the Dover and Delaware River Railroad, LLC, 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 17, 2024



Cathrin Banks

EXHIBIT A

MAP

Chesapeake & Delaware LLC

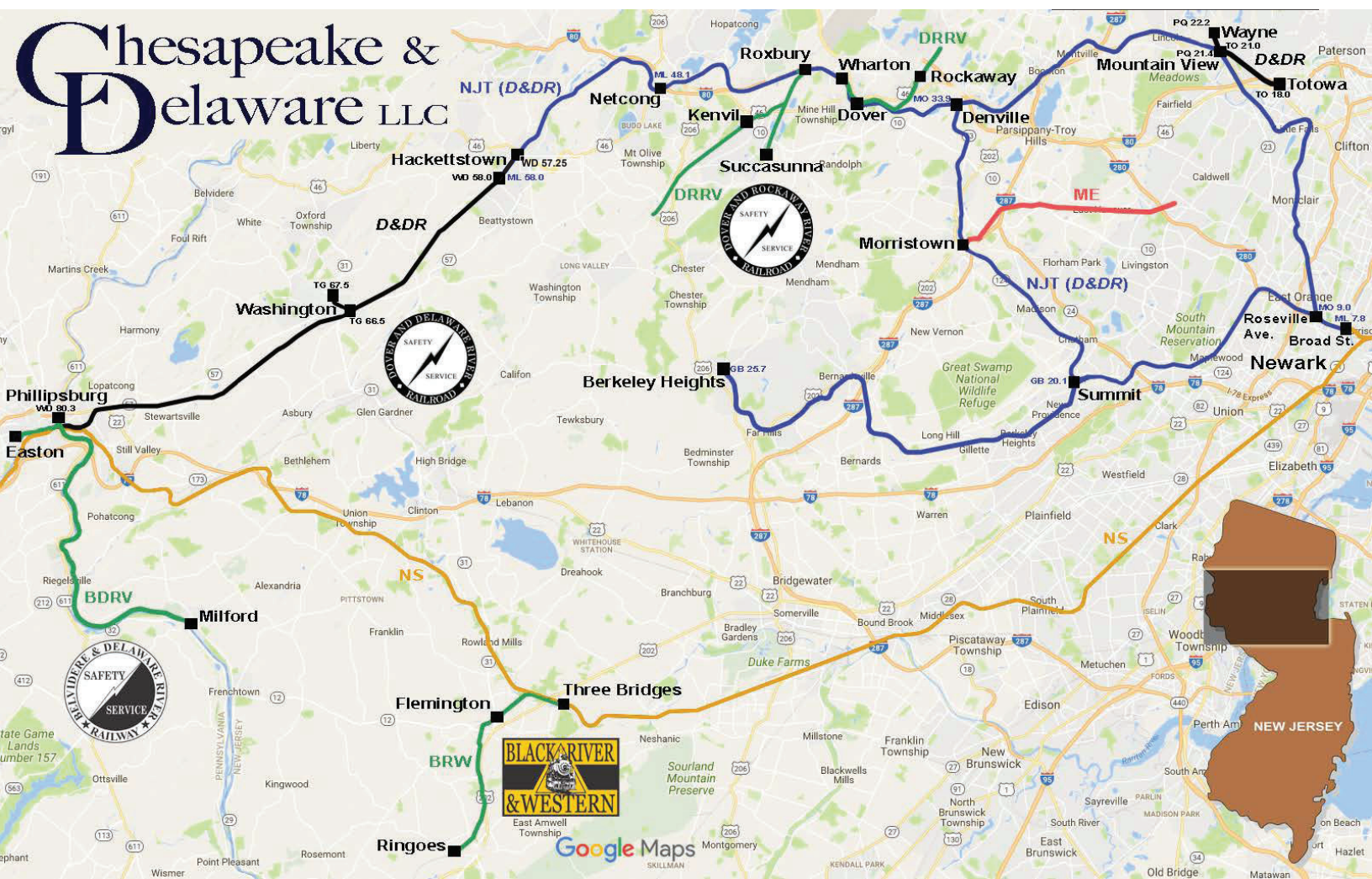


EXHIBIT B

LIST OF SHIPPERS

Borealis Compounds Inc.
176 Thomas Road
Port Murray NJ 07865-4014

Royal Ingredients Inc.
50 Maltese Drive
Totowa NJ 07512-1403

BASF Corp.
2 Pleasant View Avenue
Washington NJ 07882-2320

BlueLinx Lumber
1 Luger Rd
Denville, NJ 07834

Dana Poly Corp.
85 Harrison St
Dover, NJ 07801

Jan Global Transportation Solutions
100 Harrison St #4750
Dover, NJ 07801

EXHIBIT C

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

Notice of Exemption

STB Docket No. FD 36821

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- LEASE AND OPERATION EXEMPTION
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Comments must be filed with the Board and served on DDRR’s representative, Justin J. Marks, Clark Hill, PLC, 1001 Pennsylvania Ave. N.W. Suite 1300 South, Washington DC 20004, jmarks@clarkhill.com; (202) 772-0916.

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.

Board decisions and notices are available at www.stb.gov.

Decided: January __, 2025.

By the Board, Mai T. Dinh, Director, Office of Proceedings.

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing document was served by U.S. first class mail, postage pre-paid on the following shippers subject to the interchange commitment:

Borealis Compounds Inc.
176 Thomas Road
Port Murray NJ 07865-4014

Royal Ingredients Inc.
50 Maltese Drive
Totowa NJ 07512-1403

BASF Corp.
2 Pleasant View Avenue
Washington NJ 07882-2320

BlueLinx Lumber
1 Luger Rd
Denville, NJ 07834

Dana Poly Corp.
85 Harrison St
Dover, NJ 07801

Jan Global Transportation Solutions
100 Harrison St #4750
Dover, NJ 07801



Justin J. Marks

Dated: December 17, 2024