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January 25, 2005

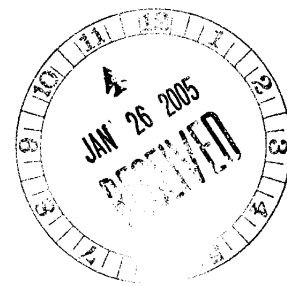
VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 700
Washington, DC 20006

FILED

JAN 26 2005

SURFACE
TRANSPORTATION BOARD



Re: **Finance Docket No. 34624**
R. J. Corman Railroad Company/Central Kentucky Lines, LLC --
Lease Exemption -- Line of R.J. Corman Railroad Property, LLC

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the **Verified Notice of Exemption of R.J. Corman Railroad Company/Central Kentucky Lines, LLC Pursuant to 49 C.F.R. § 1150.41**, dated January 25, 2005. A check in the amount of \$1,500, representing the appropriate fee for this filing, and a computer diskette containing the text of the Notice and the *Federal Register* caption summary in MS Word 2000 format are attached.

One extra copy of the Notice and this letter also are enclosed. I would request that you date-stamp those items to show receipt of this filing and return them to me in the provided envelope.

If you have any questions regarding this filing, please feel free to contact me. Thank you for your assistance on this matter.

Respectfully Submitted,

Thomas J. Litwiler
Attorney for R.J. Corman Railroad Company/
Central Kentucky Lines, LLC

TJL:tl

Enclosures

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SURFACE
TRANSPORTATION BOARD

ORIGINAL

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34624



R.J. CORMAN RAILROAD COMPANY/CENTRAL KENTUCKY LINES, LLC
-- LEASE EXEMPTION --
LINE OF R.J. CORMAN RAILROAD PROPERTY, LLC

VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/CENTRAL KENTUCKY LINES, LLC
PURSUANT TO 49 C.F.R. § 1150.41

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TRANSPORTATION BOARD

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SURFACE
TRANSPORTATION BOARD

Ronald A. Lane
Thomas J. Litwiler
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832
(312) 252-1500

ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/CENTRAL KENTUCKY LINES, LLC

Dated: January 25, 2005

BEFORE THE
SURFACE TRANSPORTATION BOARD

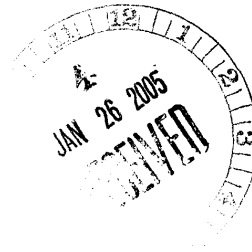
FINANCE DOCKET NO. 34624

R.J. CORMAN RAILROAD COMPANY/CENTRAL KENTUCKY LINES, LLC
-- LEASE EXEMPTION --
LINE OF R.J. CORMAN RAILROAD PROPERTY, LLC

**VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/CENTRAL KENTUCKY LINES, LLC
PURSUANT TO 49 C.F.R. § 1150.41**

Pursuant to 49 C.F.R. § 1150.41, et seq., R.J. Corman Railroad Company/Central Kentucky Lines, LLC ("RJCC"), a Class III rail carrier, hereby files this Verified Notice of Exemption to sub-lease and operate a line of railroad in Louisville, Kentucky known as the "Water Street Lead" and extending from the southeast edge of the Mellwood Avenue crossing of the Water Street Lead at or near Milepost OTR 4.74 (also known as Milepost OOT 1.8) on CSXT's Louisville Terminal Subdivision to the end of track north of River Road, a total distance of approximately 2.4 miles, along with associated industry leads and switch tracks. The Water Street Lead is owned by CSXT and will be leased by R.J. Corman Railroad Property, LLC ("Railroad Property"), an RJCC affiliate. RJCC also will obtain via assignment from Railroad Property incidental overhead trackage rights on a CSXT line between Louisville and Anchorage, Kentucky (the "Anchorage Trackage Rights") to allow connection with other RJCC operations at the latter location. Based on projected revenues for the Water Street Lead, RJCC expects to remain a Class III rail carrier after consummation of the transaction proposed herein.

This Notice is related to Finance Docket No. 34625, R.J. Corman Railroad Property, LLC -- Acquisition Exemption -- Line of CSX Transportation, Inc., in which Railroad



Property is filing a Verified Notice of Exemption pursuant to 49 C.F.R. § 1150.41 to lease the Water Street Lead and acquire the Anchorage Trackage Rights from CSXT.

In accordance with the requirements of 49 C.F.R. § 1150.43, RJCC submits the following information:

Name and Address of Applicant: 49 C.F.R. § 1150.43(a)

The full name and address of the rail carrier applicant herein is as follows:

R.J. Corman Railroad Company/
Central Kentucky Lines, LLC
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

Applicant's Representative: 49 C.F.R. § 1150.43(b)

RJCC's representative to whom correspondence regarding this transaction should be sent is as follows:

Ronald A. Lane
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832
(312) 252-1500

Statement Concerning Agreement: 49 C.F.R. § 1150.43(c)

RJCC has reached agreement with Railroad Property providing for RJCC's sub-lease and operation of the Water Street Lead immediately upon Railroad Property's lease of the Water Street Lead from CSXT. The agreement also provides for the assignment of the Anchorage Trackage Rights from Railroad Property to RJCC.

Operation of the Property: 49 C.F.R. § 1150.43(d)

RJCC will operate, maintain and provide all rail common carrier service on the Water Street Lead, pursuant to the sub-lease transaction proposed herein.

Summary of the Transaction: 49 C.F.R. § 1150.43(e)

RJCC is a Class III common carrier by rail that leases and operates approximately 100 miles of rail line owned by Railroad Property¹ between Winchester, Kentucky and HK Tower at Anchorage (Louisville), Kentucky and 14.9 miles of Railroad Property-owned rail line between Lexington and Versailles, Kentucky. See R.J. Corman Railroad Company/Central Kentucky Lines -- Lease and Operation Exemption -- Lines of R.J. Corman Equipment Company, LLC, Finance Docket No. 34387 (STB served September 12, 2003); R.J. Corman Railroad Company/Central Kentucky Lines -- Lease and Operation Exemption -- Line of R.J. Corman Equipment Company, LLC, Finance Docket No. 34326 (STB served April 14, 2003). RJCC is controlled by Richard J. Corman, who also controls eight other Class III rail carriers in the eastern United States. See Richard J. Corman -- Continuance in Control Exemption -- R.J. Corman Railroad Company/Central Kentucky Lines, Finance Docket No. 34327 (STB served April 14, 2003).

Pursuant to an agreement between RJCC and Railroad Property, RJCC will sub-lease Railroad Property's leased line of railroad in Louisville, Kentucky, known as the "Water Street Lead," extending from the southeast edge of the Mellwood Avenue crossing of the Water Street Lead at or near Milepost OTR 4.74 (also known as Milepost OOT 1.8) on CSXT's Louisville Terminal Subdivision to the end of track north of River Road, a total distance of approximately 2.4 miles, along with associated industry leads and switch tracks. RJCC will operate, maintain and provide all common carrier service on the line.

¹ Railroad Property was formerly known as R.J. Corman Equipment Company, LLC. The name of that entity was formally changed to R.J. Corman Railroad Property, LLC, and its non-rail assets were transferred to a new non-carrier entity named R.J. Corman Equipment Company. As a result, the new "Equipment Company" does not own any railroad assets, and Railroad Property holds the railroad assets and bears the residual common carrier obligations of the "old" R.J. Corman Equipment Company, LLC.

Railroad Property also will assign to RJCC incidental overhead trackage rights over CSXT's LCL Subdivision between the end of the Water Street Lead at Mellwood Avenue and Milepost 12.49 at HK Tower in Anchorage, Kentucky, a distance of approximately 10.75 miles. The incidental trackage rights will allow movements between the Water Street Lead and the former CSXT "Old Road" at HK Tower, now owned by Railroad Property and operated by RJCC. See R.J. Corman Equipment Company, LLC -- Acquisition Exemption -- Lines of CSX Transportation, Inc., Finance Docket No. 34386 (STB served September 12, 2003); R.J. Corman Railroad Company/Central Kentucky Lines -- Lease and Operation Exemption -- Lines of R.J. Corman Equipment Company, LLC, Finance Docket No. 34387 (STB served September 12, 2003).²

The complete name and address of the carrier sub-leasing the Water Street Lead to RJCC is as follows:

R.J. Corman Railroad Property, LLC
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

RJCC intends to consummate its sub-lease of the Water Street Lead on February 5, 2005, and commence operations on February 7, 2005.

Map: 49 C.F.R. § 1150.43(f)

A map showing the Water Street Lead and the surrounding area is attached as Exhibit A to this notice.

² Railroad Property also will assign to RJCC its operating rights over CSXT between the Water Street Lead and CSXT's Osborne Yard in Louisville for purposes of effectuating interchange.

Certificate of Compliance: 49 C.F.R. § 1150.43(g)

A Certificate of Compliance with the provisions of 49 C.F.R. § 1150.43(g) is attached as Exhibit B to this notice.

Advance Notice: 49 C.F.R. § 1150.42(e)

The 60-day notice of this transaction required by 49 C.F.R. § 1150.42(e) was posted at the workplace of current employees on the Water Street Lead on or before December 3, 2004, and RJCC served a copy of the notice on the national offices of the labor unions with current employees on the Water Street Lead on December 6, 2004. A Certificate of Compliance with these requirements is attached as Exhibit B to this notice. A copy of the 60-day notice as filed with the Board on December 7, 2004 is attached as Exhibit C to this notice.

Environmental and Historic Preservation Data: 49 C.F.R. § 1105

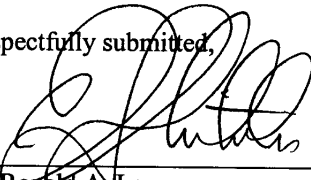
Under 49 C.F.R. § 1105.6(c)(2), RJCC's proposed sub-lease and operation of the Water Street Lead is exempt from environmental reporting requirements. The proposed transaction will not result in significant changes in carrier operations, i.e., changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5).

Under 49 C.F.R. § 1105.8(b)(1), RJCC's sub-lease and operation of the Water Street Lead also is exempt from historic preservation reporting requirements. The proposed sub-lease is for the purpose of continued rail operations. Further Surface Transportation Board approval is required to discontinue or abandon any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Caption Summary: 49 C.F.R. § 1150.44

A caption summary in appropriate form is attached as Exhibit D to this notice.

Respectfully submitted,

By: 

Ronald A. Lane

Thomas J. Litwiler

Fletcher & Sippel LLC

29 North Wacker Drive

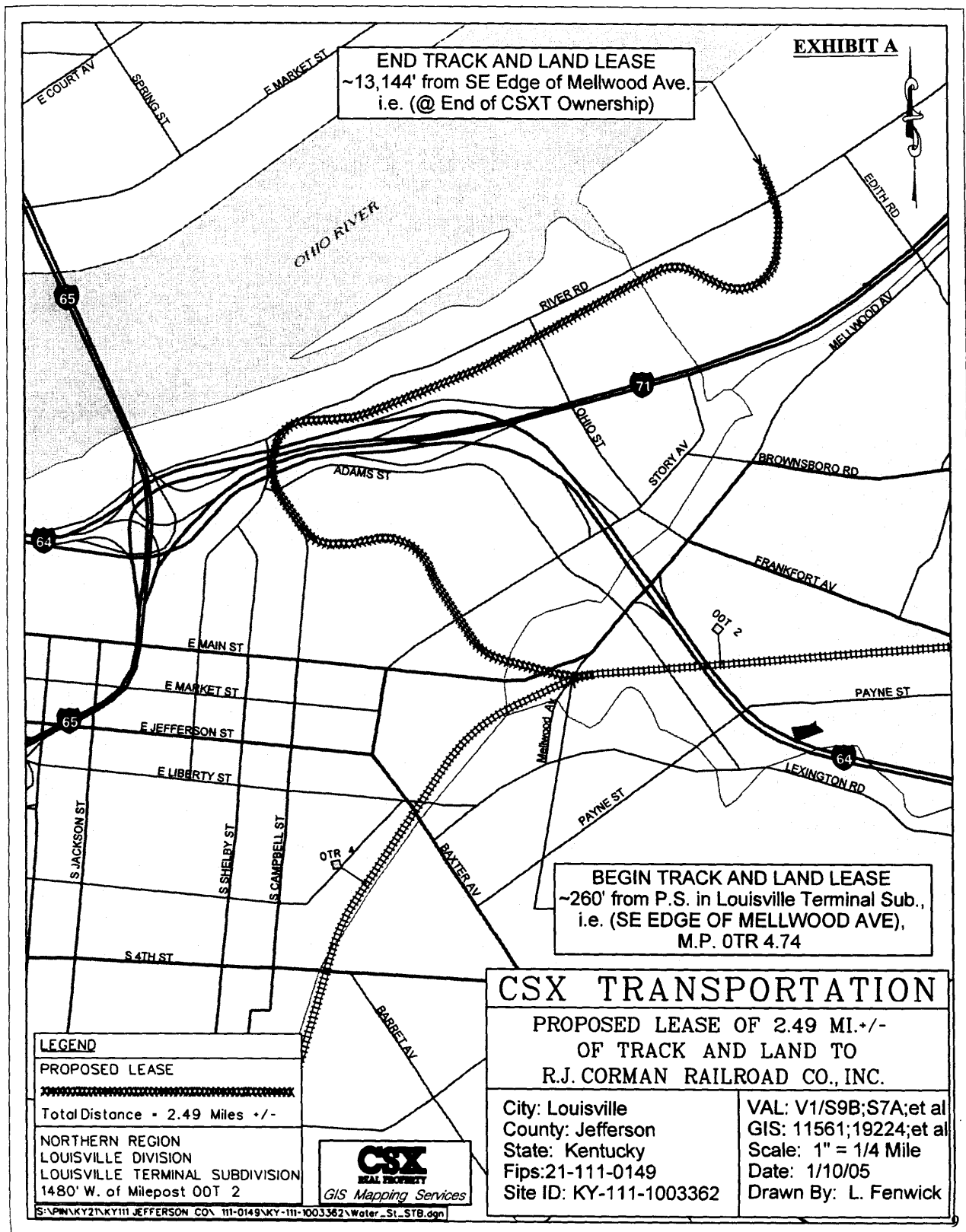
Suite 920

Chicago, Illinois 60606-2832

(312) 252-1500

**ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/CENTRAL KENTUCKY LINES, LLC**

Dated: January 25, 2005



FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2875

RONALD A. LANE
(312) 252-1503
rlane@fletcher-sippel.com

December 6, 2004

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Fax: (312) 252-2400
www.fletcher-sippel.com

VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 700
Washington, DC 20006

ENTERED
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Re: Finance Docket No. 34625 > 212715
R. J. Corman Equipment Company, LLC – Lease
Exemption – Line of CSX Transportation, Inc.

Finance Docket No. 34624 > 212706
R. J. Corman Railroad Company/Central Kentucky Lines –
Lease Exemption – Line of R.J. Corman Equipment Company, LLC

Dear Secretary Williams:

Pursuant to 49 C.F.R. § 1150.42(e), R.J. Corman Equipment Company, LLC ("RJCE") and R.J. Corman Railroad Company/Central Kentucky Lines ("RJCK") hereby certify that on or before December 3, 2004, the attached Notice was posted at the workplace of the employees on the rail lines that RJCE proposes to lease and RJCK proposes to sub-lease in the above-captioned proceedings, and that on December 6, 2004 a copy of the Notice was served on the national offices of the labor unions with employees on those rail lines.

Ten copies of this letter, with attachment, are enclosed for filing at the Board. One extra copy also is enclosed, and I would request that you date-stamp that copy to show receipt of this filing and return it to me in the provided envelope. Thank you for your assistance on this matter.

Respectfully submitted,

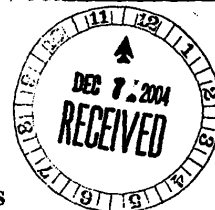
Ronald A. Lane
Attorney for R.J. Corman Equipment Company, LLC
and R.J. Corman Railroad Company/
Central Kentucky Lines

RAL

Attachment

December 1, 2004

R.J. CORMAN RAILROAD/CENTRAL KENTUCKY LINES
One Jay Station, P. O. Box 788
Nicholasville, KY 40356



NOTICE TO CSXT EMPLOYEES

Pursuant to Surface Transportation Board regulations at 49 C.F.R. §§ 1150.42(e), R.J. Corman Railroad/ Central Kentucky Lines, LLC and R.J. Corman Equipment Company, LLC, (collectively, "R.J. Corman Railroad Company/Central Kentucky Lines") hereby provide notice to the employees of CSX Transportation Co. that R.J. Corman Railroad/Central Kentucky Lines intends to lease and operate approximately 2.4 miles of CSXT's spur track in Louisville, Kentucky commonly referred to as "the Water Street Lead," effective January 14, 2004. Included in the acquisition will be incidental overhead trackage rights between the Water Street Lead and HK Tower to connect to R.J. Corman Railroad Company/Central Kentucky Lines operation at Anchorage.

R.J. Corman Railroad/Central Kentucky Lines does not expect to hire any additional employees as a result of this lease. However, if R.J. Corman Railroad Company/Central Kentucky Lines were to hire, it would provide the same wages and benefits currently provided to its employees. R.J. Corman Railroad/Central Kentucky Lines would select employees on the basis of skills and aptitudes required for each position. The most qualified candidates would be selected from the available pool of applicants without regard to race, creed, color, religion, national origin, sex, age, marital status or disability. Successful candidates would be required to have a stable work record and demonstrate a commitment to safety and customer service. The ability to work in a team environment would be critical. Successful applicants would be required to pass a pre-employment drug and alcohol screen and complete a medical questionnaire, and might be required to take a physical exam.

Any CSXT employees interested in seeking employment with R.J. Corman Railroad/Central Kentucky Lines should contact Mr. W.V. Phillips at (606) 885-9457 ext. 274.

EXHIBIT D

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 34624

R.J. CORMAN RAILROAD COMPANY/CENTRAL KENTUCKY LINES, LLC
-- LEASE EXEMPTION --
LINE OF R.J. CORMAN RAILROAD PROPERTY, LLC

R.J. Corman Railroad Company/Central Kentucky Lines, LLC ("RJCC"), a Class III rail carrier, has filed a Verified Notice of Exemption to sub-lease from R.J. Corman Railroad Property, LLC ("Railroad Property") and operate a line of railroad in Louisville, Kentucky extending from the southeast edge of the Mellwood Avenue crossing of the Water Street Lead at or near Milepost OTR 4.74 (also known as Milepost OOT 1.8) on CSXT's Louisville Terminal Subdivision to the end of track north of River Road, a total distance of approximately 2.4 miles along with associated industry leads and switch tracks (the "Water Street Lead"). The Water Street Lead is owned by CSXT and leased by Railroad Property. RJCC also will acquire by assignment from Railroad Property incidental overhead trackage rights on CSXT's LCL Subdivision between the Water Street Lead and Milepost 12.49 at HK Tower in Anchorage, Kentucky, a distance of approximately 10.75 miles (the "Anchorage Trackage Rights").

The Notice of Exemption is related to Finance Docket No. 34625, R.J. Corman Railroad Property, LLC -- Lease Exemption -- Line of CSX Transportation, Inc., in which Railroad Property is filing a Verified Notice of Exemption pursuant to 49 C.F.R. § 1150.41 to lease the Water Street Lead from CSXT and acquire the Anchorage Trackage Rights.

RJCC expects to consummate its sub-lease of the Water Street Lead and the associated trackage rights on February 5, 2005.

Comments must be filed with the Board and served on:

Ronald A. Lane
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832
(312) 252-1500

This 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.

Dated: January __, 2005

By the Board

Vernon A. Williams
Secretary

VERIFICATION

Commonwealth of Kentucky)
) ss:
County of Jessamine)

Pete Petree, being duly sworn, deposes and says that he is President of R.J. Corman Railroad Company/Central Kentucky Lines, LLC, that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and that the same are true as stated.

J. B. L. R.

Pete Petree

SUBSCRIBED AND SWORN TO
before me this 24 day
of January, 2005.

Samira Z. Ador
Notary Public

My Commission expires: 9/29/05