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May 27, 2021

302419

VIA E-FILING

Cynthia T. Brown
Chief of the Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

ENTERED
Office of Proceedings
May 27, 2021
Part of
Public Record

Re: Mississippi Central Railroad Co. – Amended Lease and Operation Exemption – Line of Tishomingo County, Mississippi, FD 35258 (Sub-No. 1)

Dear Ms. Brown:

Mississippi Central Railroad Co. (“MSCI”) hereby files, via e-filing, a Verified Notice of Exemption pursuant to 49 C.F.R. Part 1150, Subpart E for Renewal of An Existing Lease. If there are any questions concerning this e-filing, please contact me by telephone at (202) 663-7831 or by e-mail at czorbaugh@bakerandmiller.com. A \$2,200.00 filing fee has been paid via Pay.gov. If I am unavailable, you may contact William A. Mullins, by telephone at (202) 663-7823 or by e-mail at wmullins@bakerandmiller.com.

Sincerely,

/s/ Crystal M. Zorbaugh

Crystal M. Zorbaugh

Enclosures

cc: Parties of Record

FILED
May 27, 20201
SURFACE
TRANSPORTATION BOARD

FEE RECEIVED
May 27, 2021
SURFACE
TRANSPORTATION BOARD

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 35258 (Sub-No. 1)

**MISSISSIPPI CENTRAL RAILROAD CO. – AMENDED LEASE AND OPERATION
EXEMPTION – LINE OF TISHOMINGO COUNTY, MISSISSIPPI**

**VERIFIED NOTICE OF EXEMPTION OF
MISSISSIPPI CENTRAL RAILROAD CO.
PURSUANT TO 49 C.F.R. PART 1150, SUBPART E**

**Kristin Bevil
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Mississippi Central Railroad Co.
5619 DTC Parkway
Suite 650
Greenwood Village, CO 80111**

**William A. Mullins
Crystal M. Zorbaugh
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**Attorneys for Mississippi Central Railroad
Co.**

May 27, 2021

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FD 35258 (Sub-No. 1)

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PURSUANT TO 49 C.F.R. PART 1150, SUBPART E**

Pursuant to 49 CFR Part 1150, Subpart E, Mississippi Central Railroad Co. (“MSCI”) a Class III rail carrier, hereby files this Verified Notice of Exemption (the “Notice”) to renew its lease and continue to operate a line of railroad owned by Tishomingo County, Mississippi, between the Norfolk Southern Railway Company's (“NSR”) “Iuka Wye” (Milepost 0.0) and the Tri-State Commerce Park (Milepost 10.0), in Tishomingo County, Mississippi (the “Line”).

The Line was originally built by the federal government as private track in 1980 to connect a nuclear power plant then under construction by the Tennessee Valley Authority to the national rail network by establishing a connection to NSR’s Iuka Wye. The power plant project was abandoned in 1984 and the federally owned site was transferred to the National Aeronautics and Space Administration (“NASA”), who planned to use the site to build a solid-fuel rocket manufacturing facility. The NASA project fell through in 1993 as well, and the railroad sat unused.¹ The site and the railroad were then deeded to the State of Mississippi in 1996,² and an industrial park (known as

¹ Ronald Smothers, Hit Twice, Town Feels Misled by U.S., The New York Times, Nov. 29, 1993, Last accessed <https://www.nytimes.com/1993/11/29/us/hit-twice-town-feels-misled-by-us.html>.

² The State of Mississippi has since transferred a controlling interest in the Line to Tishomingo County. Because the line was private track not subject to the STB’s jurisdiction, Tishomingo County did not need, and did not seek to obtain, STB authority for its acquisition of a controlling interest in the line.

the Tri-State Commerce Park) has since been developed on the site. While the track itself is not jurisdictional track for STB purposes, operations over the track have been subject to the Board's jurisdiction since 1999 when the Line's former operator, Tishomingo Railroad Company, Inc. filed in FD 33806 to operate the privately-owned track as an STB line of railroad. See Tishomingo Railroad Company - Lease and Operate – Line of State of Mississippi at Iuka, MS, FD 33806 (STB served October 28, 1999). In 2009, MSCI filed a Change of Operators Exemption to take over Tishomingo Railroad Company, Inc.'s operations over the Line. See Mississippi Central Railroad Co.—Change in Operators Exemption—Tishomingo Railroad Company. Inc., FD 35258 (STB served July 10, 2009). MSCI's existing lease for the Line expired on December 31, 2019. For the past year and a half, negotiations have been ongoing to extend the lease. Pursuant to the recently signed Rail Line Lease & Operating Agreement ("Agreement"), the parties agree to extend the lease through December 31, 2023. Thereafter, MSCI has the option to extend the lease for two additional four (4) year terms in accordance with the terms of the Agreement.

In accords with 49 C.F.R. § 1150.43, MSCI submits the following information:

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

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

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

Mississippi Central Railroad Co.
5619 DTC Parkway
Suite 650
Greenwood Village, CO 80111

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

MSCI's representatives to whom correspondence should be sent is as follows:

William A. Mullins
Crystal M. Zorbaugh
Baker & Miller PLLC
2401 Pennsylvania Ave. N.W., Suite 300
Washington, D.C. 20037
(202) 663-7820

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

MSCI and Tishomingo County have negotiated and executed an amended lease agreement (Agreement) extending the term of the lease governing the Line through December 31, 2023. The Agreement will take effect upon the effective date of any decision or notice of exemption served by the Board.

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

MSCI will continue to operate and provide common carrier service to shippers on the Line.

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

As noted previously, MSCI has had common carrier authority for the 10.0-mile rail line, which extends from Milepost 0.0 to Milepost 10.0 since 2009. Per the Agreement, MSCI seeks to end its lease operations over the Line through December 31, 2023. MSCI intends to consummate the Agreement upon receipt of all requisite regulatory approvals.

- 1) The name and address of the entity leasing the Lines to MSCI is:
County of Tishomingo
Board of Supervisors
1008 Battleground Dr., Suite 204
Iuka, MS 38852

- 2) MSCI intends to consummate the Agreement upon receipt of all requisite regulatory approvals.
- 3) The Line extends from Milepost 0.0 to Milepost 10.0
- 4) Total route miles: 10 miles.

Map: 49 C.F.R. § 1150.43(f)

A Map showing the Line is attached as Exhibit A.

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

Attached as Exhibit B is a certificate affirming that MSCI's projected revenues as a consequence of the transaction will not result in the creation of a Class II or Class I rail carrier so as to require the processing of this notice under 49 C.F.R. § 1150.45. As a result of this transaction, MSCI will remain a Class III rail carrier. Additionally, MSCI's combined annual revenues do not now exceed \$5 million and are not projected to exceed \$5 million following consummation of the subject transaction. Therefore, MSCI need not comply with the 60-day advance notice and posting requirements set forth at 49 C.F.R. § 1150.42(e).

Interchange Commitments: 49 C.F.R. § 1150.43(h)

The Agreement does not contain any interchange commitments.

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

Under 49 C.F.R. § 1105.6(c)(2), the proposed Agreement 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), MSCI's lease of the Line also is exempt from historic preservation reporting requirements. The proposed transaction is for the purpose of continued rail operations. Further Board approval is required to discontinue any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that is fifty years old or older.

Caption Summary: 49 C.F.R. § 1150.42(a)

A caption summary in the appropriate form is attached as Exhibit C to this Notice.

Respectfully submitted,

/s/ Kristin Bevil

Kristin Bevil
General Counsel
MISSISSIPPI CENTRAL RAILROAD CO.
5619 DTC Parkway
Suite 650
Greenwood Village, CO 80111

May 27, 2021

/s/ Crystal M. Zorbaugh

William A. Mullins
Crystal M. Zorbaugh
BAKER & MILLER PLLC
Suite 300
2401 Pennsylvania Ave, N.W.
Washington, D.C. 20037
Telephone: (202) 663-7823
Facsimile: (202) 663-7849

Attorneys for Mississippi Central Railroad Co

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

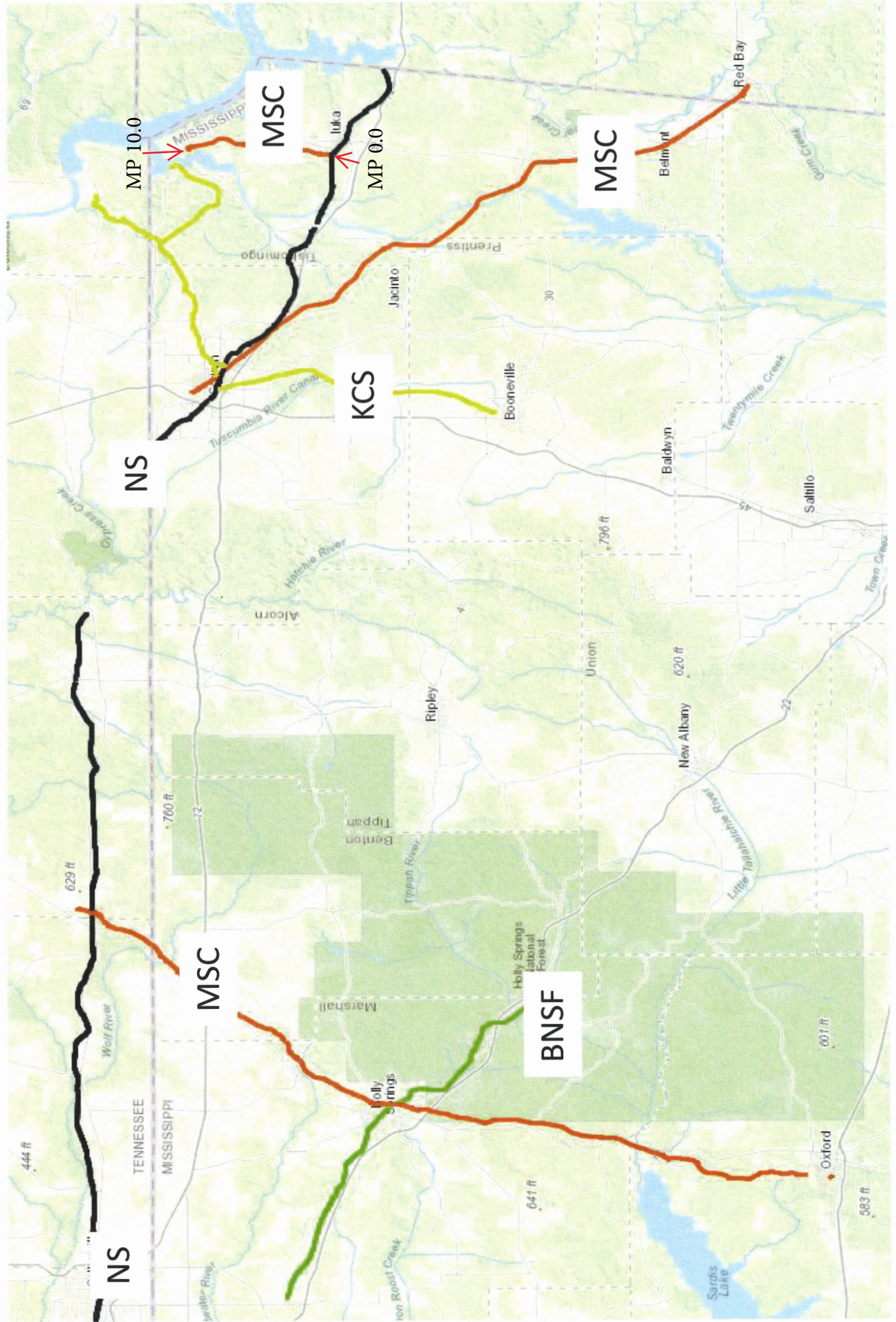
FD 35258 (Sub-No. 1)

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EXEMPTION – LINE OF TISHOMINGO COUNTY, MISSISSIPPI**

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PURSUANT TO 49 C.F.R. PART 1150, SUBPART E**

Exhibit A – Map

Mississippi Central Railroad (MSC)



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Exhibit B – Certification

CERTIFICATION

I, Ross Grantham, Chief Operating Officer for Mississippi Central Railroad Co. ("MSCI"), hereby certify that MSCI's projected annual revenues will not result in MSCI becoming a Class I or Class II carrier so as to require processing the foregoing notice of exemption under 49 C.F.R. § 1150.45. I further certify that MSCI's combined annual revenues do not now exceed \$5 million and are not projected to exceed \$5 million following consummation of the subject transaction.



Ross Grantham
Chief Operating Officer

May 27, 2021

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Exhibit C – Caption Summary

SURFACE TRANSPORTATION BOARD

Notice of Exemption

FD 35258 (Sub-No. 1)

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Comments must be filed with the Board and served on:

William A. Mullins
Crystal M. Zorbaugh
Baker & Miller PLLC
2401 Pennsylvania Ave. N.W., Suite 300
Washington, D.C. 20037
(202) 663-7820

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.

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Verification

VERIFICATION

Pursuant to 28 U.S.C. 1746, I, Ross Grantham for Mississippi Central Railroad Co. (“MSCI”), declare under the penalty of perjury under the laws of the United States that I am authorized to make this verification on behalf of MSCI, a Class III rail carrier, and that the foregoing notice of exemption is true and correct to the best of my knowledge and belief.

May 27, 2021



Ross Grantham
Chief Operating Officer