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June 26, 2024
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BEFORE THE
SURFACE TRANSPORTATION BOARD

FD 36793

CONNERSVILLE NORTHERN RAILROAD LLC
— ACQUISITION AND CHANGE OF OPERATOR EXEMPTION —
RMW VENTURES, LLC

**VERIFIED NOTICE OF EXEMPTION OF
CONNERSVILLE NORTHERN RAILROAD LLC
PURSUANT TO 49 C.F.R. PART 1150, SUBPART D**

Robert A. Wimbish

Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
rwimbish@fletcher-sippel.com
(312) 252-1500

**ATTORNEY FOR CONNERSVILLE
NORTHERN RAILROAD LLC**

Dated: June 26, 2024

FILED
June 26, 2024
SURFACE
TRANSPORTATION BOARD

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June 26, 2024
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**VERIFIED NOTICE OF EXEMPTION OF
CONNERSVILLE NORTHERN RAILROAD LLC
PURSUANT TO 49 C.F.R. PART 1150, SUBPART D**

Connersville Northern Railroad LLC (“CNNR”), a non-carrier, files this notice of exemption under 49 C.F.R. part 1150, subpart D, to acquire and to conduct common carrier operations over a railroad line (the “Line”) located in Indiana as described below. In so doing, CNNR will, upon transaction consummation, assume common carrier operations (and status) over the Line in place of the incumbent operator, Big Four Terminal Railroad, LLC (“BFT”).

In accordance with the requirements of 49 C.F.R. § 1150.33, CNNR submits the following information:

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

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

Connersville Northern Railroad LLC
P.O. Box 23068
Lexington, Kentucky 40523

Applicant's Representative: 49 C.F.R. § 1150.33(b)

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

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
rwimbish@fletcher-sippel.com
(312) 252-1504

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

CNNR and RMW Ventures, LLC ("RMW") recently have entered into an Asset Purchase and Sales Agreement pursuant to which – (1) CNNR will acquire the below-described Line, and (2) upon consummation of the subject railroad line acquisition transaction replace BFT as the exclusive railroad common carrier service provider on the Line.

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

CNNR will offer common carrier service over the Line in place of BFT on or shortly after the effective date of this exemption.

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

CNNR¹ is invoking the subject class exemption procedures to acquire from RMW, and to conduct common carrier operations over, the Line, which extends from milepost 0.0 at Connersville, Indiana, to milepost 5.2 at Beesons, Indiana, a total distance of

¹ CNNR is currently not affiliated, and thus not under common control, with any railroad common carriers.

approximately 5.2 route miles. As an element of the proposed transaction, CNNR will replace BFT as the exclusive common carrier service provider on the Line.²

Map: 49 C.F.R. § 1150.33(f)

A map showing the Line and indicating the area served is attached as Exhibit A.

Certification: 49 C.F.R. § 1150.33(g)

CNNR's projected annual revenue will not result in the creation of a Class II or Class I rail carrier under the provisions of 49 C.F.R. § 1201 (1-1). A Certificate complying with the provisions of 49 C.F.R. § 1150.33(g) is attached.

Interchange Commitments: 49 C.F.R. § 1150.33(h)

The agreements governing this transaction would not contractually limit CNNR from interchanging of traffic with any connecting carrier. See Certification and Verification (attached). Currently, CNNR's only functional interline connection will be with CSXT.

Shipper Notice: 49 C.F.R. § 1150.32(b)

The Line is currently inactive, and has for over two years lacked any active customers, and, as such, there are no customers (shippers) to be notified of the proposed transaction (including the proposed change of common carrier service provider).

² RMW and BFT are affiliated entities under common control of Spencer N. Wendelin. *See RMW Ventures, LLC – Corporate Family Transaction – Big Four Terminal Railroad, LLC, and Wabash Central Railway, LLC*, FD 35798 (STB served Mar. 21, 2014); *Spencer N. Wendelin – Continuance in Control – RMW Ventures, LLC, Big Four Terminal Railroad, LLC, and Wabash Central Railway, LLC*, FD 35801 (STB served Mar. 21, 2014); and *Big Four Terminal Railroad, LLC – Operation Exemption – RMW Ventures, LLC*, FD 35454 (STB served Dec. 30, 2010). RMW and BFT are currently Mr. Wendelin's only railroad common carrier holdings.

Advance Notice: 49 C.F.R. § 1150.32(e)

CNNR's projected annual revenue is not expected to exceed \$5 million, and, accordingly, the advance notice requirements of 49 C.F.R. § 1150.32(e) are not applicable to this transaction. See attached Certification and Verification.

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

Under 49 C.F.R. § 1105.6(c)(2), the proposed acquisition and operation of the Line is exempt from environmental reporting requirements. CNNR's proposed common carrier operations 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), CNNR's proposed operation of the Line also is exempt from historic preservation reporting requirements, as the proposed change of operators is not expected to impact historic structures along the Line that are 50 years old or older.

Caption Summary: 49 C.F.R. § 1150.34

A caption summary in appropriate form is attached as Exhibit B.

Respectfully submitted,

By: /s/ *R. A. Wimbish*

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
rwimbish@fletcher-sippel.com
(312) 252-1500

**ATTORNEY FOR CONNERSVILLE NORTHERN
RAILROAD LLC**

Dated: June 26, 2024

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EXHIBIT A

MAP

MADISON

Keed Station

Mayfield

Selma

Farmland

Winchester

Ha

Linwood

Florida

Chesterfield

Yorktown

West Muncie

Connersville Northern Railroad LLC

Indiana

Cowan
Oakville

Middletown

Blountsville

Springport

Losantville

New Columbus

Sulphur Springs

Pendleton

Emporia

Markleville

Economy

Williamsburg

HENRY

Millville

New Castle

Ashland

Hagerstown

Greens Fork

Webster

Wilkinson

Shirley

New Lisbon

WAYNE

Centerville

Rich

Spiceland

Dunreith

Knightstown

Cambridge City

Milton

Greenfield

No active interchange

Beesons

FAYETTE

Browns

UN
Cc

RUSH

Rushville

Connersville

Glenwood

Carrollton

Morristown

Gwynneville

Carthage

Mays

Sexton

Arlington

ine

staintown

HELBY

lbyville

Prescott

Waldron

St Paul

Adams

Greensburg

-7- CR

New

FRANKLI

Brookv

New

Patesville

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EXHIBIT B

DRAFT FEDERAL REGISTER NOTICE

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

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— ACQUISITION AND CHANGE OF OPERATOR EXEMPTION —
RMW VENTURES, LLC

Connersville Northern Railroad LLC (“CNNR”), a non-carrier, has filed a Verified Notice of Exemption under 49 C.F.R. part 1150, subpart D, to acquire and to initiate common carrier operations over a roughly 5.2- mile line of railroad (the “Line”) owned by RMW Ventures, LLC extending from milepost 0.0 at Connersville, Indiana, to milepost 5.2 +/- at Beesons, Indiana. Upon consummation of the subject transaction, CNNR will replace Big Four Terminal Railroad, LLC (“BFT”) as the exclusive common carrier service provider on the Line.

CNNR expects to commence common carrier operations over the Track on or shortly after the effective date of this exemption.

Comments must be filed with the Board and served on:

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
rwimbish@fletcher-sippel.com
(312) 252-1500

This Notice is filed under 49 C.F.R. § 1150.31. If this 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: July __, 2024

By the Board

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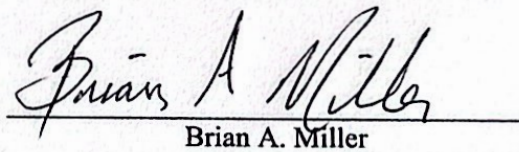
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— ACQUISITION AND CHANGE OF OPERATOR EXEMPTION —
RMW VENTURES, LLC**

CERTIFICATION AND VERIFICATION

CERTIFICATION AND VERIFICATION

I, Brian A. Miller, President of Connersville Northern Railroad LLC ("CNNR"), hereby certify that – (a) the projected annual rail revenue of CNNR is not projected to exceed \$5 million; (b) the same projected annual revenue will not result in the creation of a Class II or Class I rail carrier under the provisions of 49 C.F.R. § 1201 (11); and (c) the agreements governing this transaction would not contractually limit CNNR from interchanging of traffic with any connecting carrier

In addition, hereby verify that – (a) I have read the foregoing notice of exemption, know the facts asserted therein, and that the same are true as stated to the best of my knowledge, information, and belief; and (b) I am authorized to make this verification on behalf of CNNR.


Brian A. Miller

Dated: June 26, 2024