

BRIDGFORTH, BUNTIN & EMERSON, PLLC

ATTORNEYS AT LAW
5293 GETWELL ROAD
SOUTHAVEN, MISSISSIPPI 38672
TELEPHONE: (662) 393-4450
TELECOPIER: (662) 342-5646

DUDLEY B. BRIDGFORTH, JR.*
TAYLOR D. BUNTIN, III
BARRY W. BRIDGFORTH, JR.*
ADAM B. EMERSON*
*ALSO LICENSED IN TENNESSEE

MAILING ADDRESS:
P.O. BOX 241
SOUTHAVEN, MS 38671

February 20, 2019

247118

Surface Transportation Board
395 E. Street, SW
Washington, DeSoto County 20423

ENTERED
Office of Proceedings
February 21, 2019
Part of
Public Record



RE: Finance Docket 36233
Herrin Railroad, Williamson County, Illinois

Dear Sir or Madam:

Our firm represents Herrin Railroad, LLLC with regard to the above referenced matter. Enclosed herewith please find the following:

1. 10 copies of the Verified Notice of Exemption for Herrin Railroad, LLC; and
2. Check #11931 from AMS Services LLC which represents the filing fee for same.

Should you have any questions, do not hesitate to contact me. We look forward to hearing from you.

Sincerely,

A handwritten signature in blue ink, appearing to read "Barry W. Bridgforth, Jr.".

Barry W. Bridgforth, Jr.

FEE RECEIVED

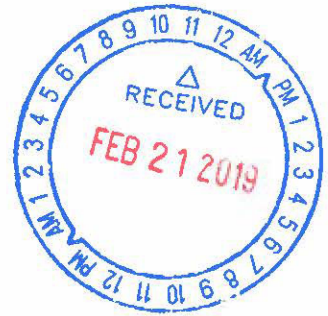
February 21, 2019
SURFACE
TRANSPORTATION BOARD

BWB, JR. | kh
cc: AMS Services LLC

FILED
February 21, 2019
SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

HERRIN RAILROAD, LLC
-- ACQUISITION AND OPERATION)
EXEMPTION -- HERRIN RAILWAY) FINANCE DOCKET
WILLIAMSON COUNTY, IL) NO. 36233



**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1150.31**

HERRIN RAILROAD, LLC
3138 Simpson Hwy 13
Mendenhall, MS 39114
Applicant

Barry W. Bridgforth, Jr.
Bridgforth, Buntin & Emerson, PLLC
5293 Getwell Road
Southaven, MS 38672
(662) 393-4450
barry@bridgforthbuntin.com
Attorney for Applicant

DATE FILED: February 21, 2019

BEFORE THE
SURFACE TRANSPORTATION BOARD

HERRIN RAILROAD, LLC	)	
-- ACQUISITION AND OPERATION	)	FINANCE DOCKET
EXEMPTION -- HERRIN RAILWAY	)	
WILLIAMSON COUNTY, IL	)	NO. 36233



**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. § 1150.31**

Pursuant to 49 C.F.R. § 1150.31. *et. seq.*, HERRIN RAILROAD, LLC (HR), a non-carrier, hereby files this Verified Notice of its Exemption acquisition to lease lines of railroad from the City of Herrin, currently operated by Progressive Rail Incorporated (PGR) and operation of rail lines, i.e., PGR's Herrin District between Milepost Nos. 10.7 and 13.4 and north from the wye track between Milepost Nos. C94 and C93 at and near Herrin, a distance of 3.7 miles in Williamson County, Illinois. Those rail lines are shaded in yellow on a map that is attached to this Notice as Appendix 1. HR expects to be a class III rail carrier upon consummation of the above lease.

INFORMATION REQUIRED BY 49 C.F.R. § 1150.32

In accordance with 49 C.F.R. § 1150.33, HR submits the following in support of this Notice of Exemption.

(a) The full name and address of the applicant

The full name and address of applicant is Herrin Railroad, LLC, 3138 Simpson Hwy 13, Mendenhall, MS 39114.

(b) The name, address, and telephone number of the representative of the applicant who should receive correspondence in accordance with 49 CFR §1150.33(b)

Applicant's representative to receive correspondence is Barry W. Bridgforth, Jr., Bridgforth, Buntin & Emerson, PLLC, 5293 Getwell Road, Southaven, Mississippi 38672, (ph) 662-393-4450, (fax) 662-342-5646, barry@bbelawyers.com.

(c) A statement that an agreement has been reached or details about when an agreement will be reached:

An Agreement has been reached whereby HR will lease the rail lines from the City of Herrin, Illinois, and operate them. This Lease is contingent upon HR obtaining all necessary regulatory approvals, including a Class III rail carrier status.

(d) The operator of the property in accordance with 49 CFR §1150.33(c):

HR will operate the rail lines and provide common carrier service to shippers on the lines. HR's operations will replace those already provided by Progressive Rail Line.

(e) A brief summary of the proposed transaction, including in accordance with 49 CFR §1150.33(e):

(1) The name and address of the railroad transferring the subject property to the applicant:

Progressive Rail Incorporated has operated the lines pursuant to an agreement with the City of Herrin since 2012. The name and address of the current operator of the tracts is as follows: Progressive Rail Incorporated, 21778 Highview Avenue, Lakeville, MN 55044.

(2) The proposed time schedule for consummation of the transaction:

The proposed lease and operation will be consummated immediately following the approval of the filing of this exemption and class III rail carrier approval.

(3) The mileposts of the subject property, including any branch lines:

Pursuant to the lease between Herrin and HR, HR operates the lines of rail road between Milepost Nos. 10.7 and 13.4 and north from the wye track between Milepost Nos. C94 and C93 at and near Herrin, in Williamson County, Illinois. For the STB jurisdictional purposes, the relevant distance totals 3.7 miles, HR will provide common carrier service over the lines. The lease term is twenty (20) years. HR expects to consummate the underlying transaction upon receipt of all regulatory approvals anticipated to be no later than March 15, 2019.

Progressive Rail Incorporated has operated the lines pursuant to an agreement with the City of

Herrin since 2012. The name and address of the current operator of the tracts is as follows: Progressive Rail Incorporated, 21778 Highview Avenue, Lakeville, MN 55044.

The name and address of the Owner/Lessor of the property is as follows: City of Herrin, 300 North Park Avenue, Herrin, Illinois 62984.

MAP: 49 C.F.R. §1150.33(f)

A map showing the lines is attached as Exhibit "A" to this Notice.

CERTIFICATE OF COMPLIANCE: 49 C.F.R. §1150.33(g)

The projected revenues of HR as a result of the proposed transaction will not result in the creation of a Class II or Class I rail carrier. A certification to this effect is made with the verification of this Notice.

INTERCHANGE COMMITMENTS: 49 C.F.R. §1150.33(h)

The Lease between the City of Herrin does not contain an interchange commitment.

ADVANCED NOTICE: 49 C.F.R. §1150.32(a)

HR'S annual revenue, with the lease of these lines is not anticipated to exceed \$5 million. Therefore, no notice is required.

NOTICE TO SHIPPERS: 49 C.F.R. §1150.32(b)

HR is not aware of any existing shippers on the subject rail line.

ENVIRONMENTAL AND HISTORIC PRESERVATION DATA: 49 C.F.R. §1105

Under 49 C.F.R. §1105.6(c)(2)(k), HR's proposed lease of the lines is exempt. The proposed transaction will not result in significant environmental changes as established in 49 C.F.R. § 1105.7(c)(4) or (5).

Under 49 C.F.R. §1105.8(b)(1), HR'S lease of the lines is likewise exempt. The proposed transaction is for the purpose of continued operations and historical documentation or report as required. Further Surface Transportation Board approval is required to discontinue any operations and there are no

plans to dispose of or alter property subject to Board jurisdiction that are fifty years old.

VERIFICATION

See Appendix 2.

LABOR PROTECTION

Pursuant to 49 U.S.C. § 10902(d), labor protection requirements do not apply to the proposed transaction.

CAPTION SUMMARY

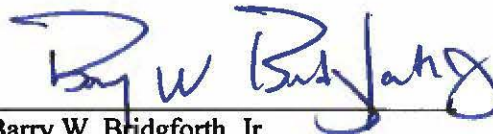
The caption summary required by 49 C.F.R. § 1150.44 is attached hereto as Appendix 3.

CONCLUSION AND REQUESTED RELIEF

WHEREFORE, within 16 days of the filing of this notice, the Director of the Office of Proceedings should publish a notice in the Federal Register of the filing of this Notice. See 49 C.F.R. * 1150.42(b).

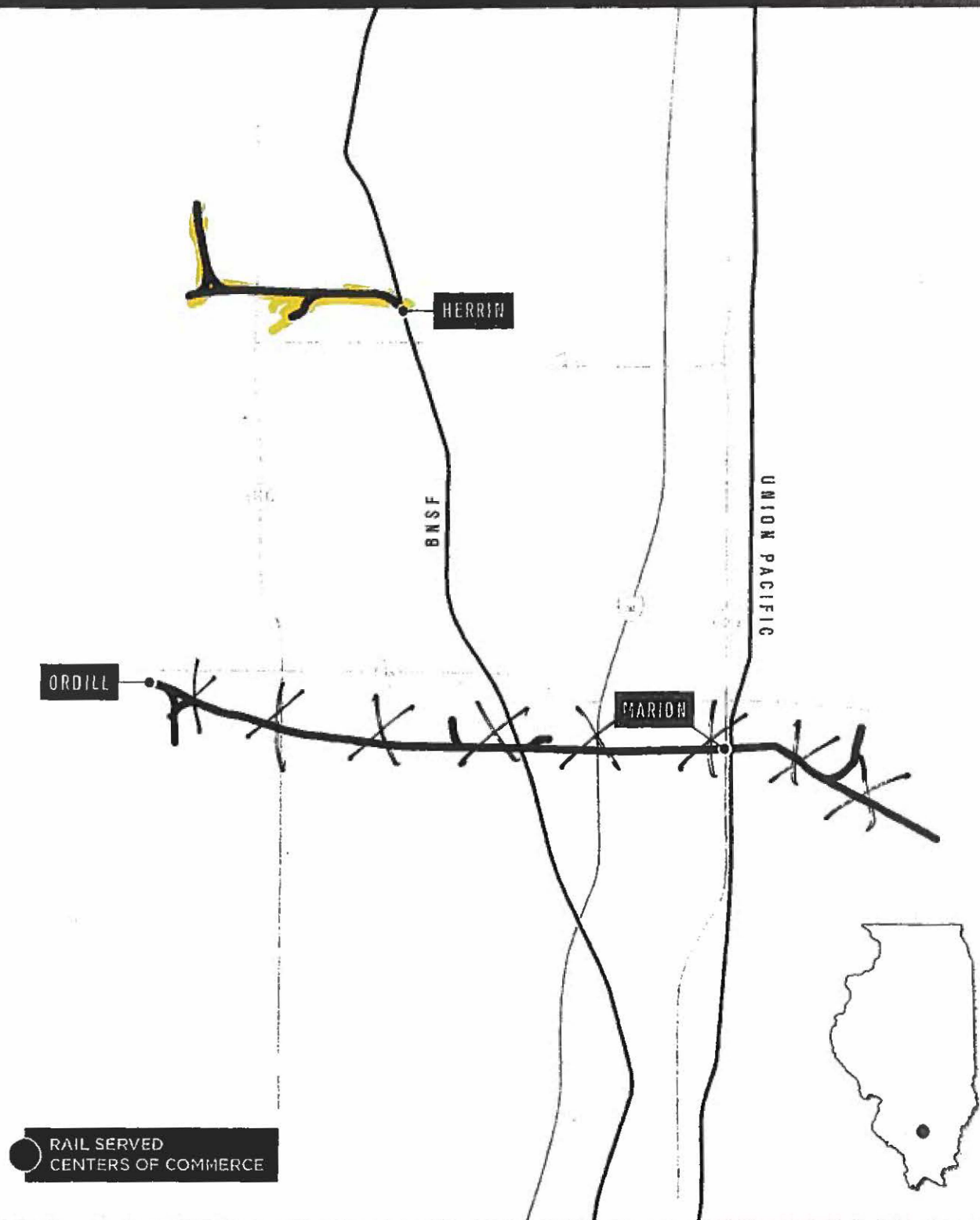
Respectfully submitted.

HERRIN RAILROAD, LLC
3138 Simpson Hwy 13
Mendenhall, MS 39114
Applicant



Barry W. Bridgforth, Jr.
Bridgforth, Buntin & Emerson, PLLC
5293 Getwell Road
Southaven, MS 38672
(662) 393-4450
barry@bridgforthbuntin.com
Attorney for Applicant

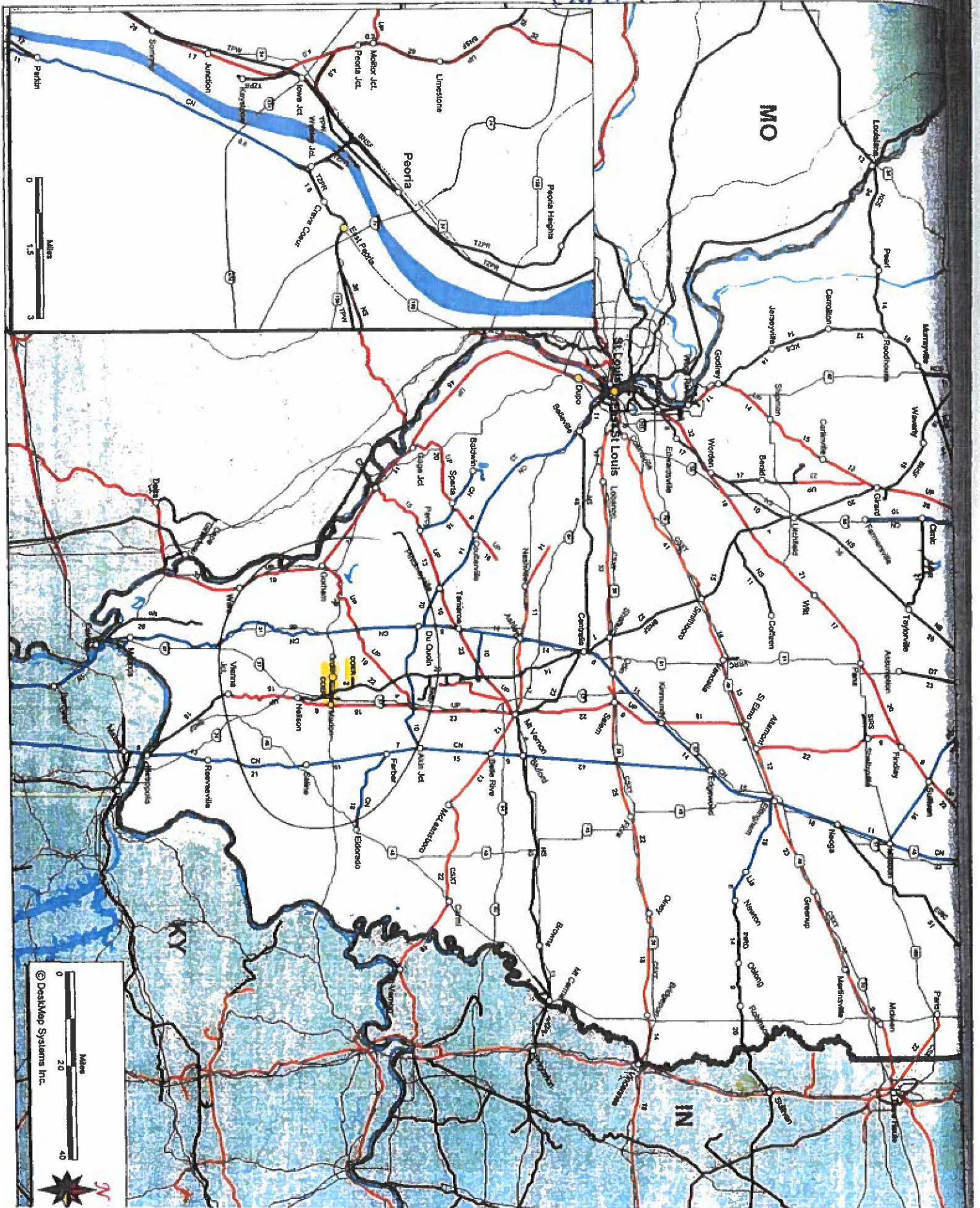
DATE FILED: February 20, 2019



CRAB ORCHARD & EGYPTIAN RAILROAD

Stations: Herrin, Marion, and Ordill, Ill.

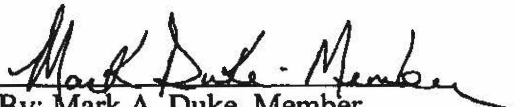




VERIFICATION

Mark A. Duke, being duly sworn, states that he is an authorized representative of Herrin Railroad, LLC (HR); that he is familiar with the facts asserted in the foregoing Notice of Exemption; that all of those facts are true and correct; that the projected annual revenues of HR as a result of the proposed transaction will not result in creation of a Class I or Class II rail carrier; and that inasmuch as the projected annual revenue of the rail lines to be acquired, together with HR's projected annual revenue, will not exceed \$5 million. Therefore, no notice is required.

HERRIN RAILROAD, LLC


By: Mark A. Duke, Member

SUBSCRIBED AND SWORN to before me this 14th day of February 2019


Notary Public

My Commission Expires: June 30, 2019



CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD
Section CFR 1150.34 (a)

Notice of Exemption

STB Finance Docket No. FB36233

*Herrin Railroad, LLC --
Acquisition and Operation Exemption -- Rail Lines of
The City of Herrin, IL*

Herrin Railroad, LLC (HR), a non-carrier, has filed a notice of exemption (the "Notice") to lease from the City of Herrin, lines of railway in Illinois State. The lines originate between Milepost 99.47 at or near Ordill, and Milepost 108 at or near Marion, a distance of 8.53 miles, and (2) PGR's Herrin District between Milepost Nos. 10.7 and 13.4 and north from the wye track between Milepost Nos. C94 and C93 at and near Herrin, a distance of 3.7 miles in Williamson County, Illinois. HR intends to consummate the proposed lease transaction upon the receipt of all required regulatory approvals, anticipated to be on or about March 1, 2019. The rail lines to be acquired and operated constitute PGR's entire rail lines.

Comments must be filed with the Board and served on HR'S representative Barry W. Bridgforth, Jr. , Bridgforth, Buntin & Emerson, PLLC, 5293 Getwell Road, Southaven, Mississippi 38672, (ph) 662-393-4450, (fax) 662-342-5646, barry@bbelawyers.com.

The notice is filed under 49 C.F.R. § 1150.31 *et sec.* 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.

By the Board