



GALLAND, KHARASCH, GREENBERG, FELLMAN & SWIRSKY, P.C.
ATTORNEYS AT LAW

CANAL SQUARE 1054 THIRTY-FIRST STREET, NW WASHINGTON, DC 20007-4492
TELEPHONE: 202/342-5200 FACSIMILE: 202/342-5219

RICHARD BAR
STEVEN JOHN FELLMAN^o
EDWARD D. GREENBERG
WILLIAM F. KREBS^o
DAVID K. MONROE^o
TROY A. ROLF^o
STUART M. SCHABES*
DAVID P. STREET^o
KEITH G. SWIRSKY^o

KEVIN I. BABITZ^o
KATHARINE FOSTER MEYER^o
CHRISTOPHER B. YOUNGER*

ROBERT N. KHARASCH^o
JOHN CRAIG WELLER^o

*NOT ADMITTED IN DC ^oNOT ADMITTED IN MD ^oOF COUNSEL

214202

OTHER OFFICES LOCATED IN:
MARYLAND AND MINNESOTA

GEORGE F. GALLAND (1910-1985)

WRITER'S DIRECT E-MAIL ADDRESS
EGREENBERG@GKGLAW.COM

WRITER'S DIRECT DIAL NUMBER
202-342-5277

June 16, 2005

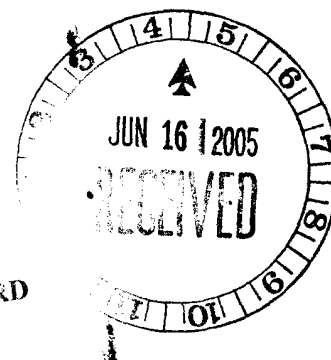
VIA MESSENGER

Mr. Vernon Williams, Secretary
Office the Secretary
Surface Transportation Board
1925 K Street, NW, Room 700
Washington, DC 20423-0001

FILED

JUN 16 2005

SURFACE
TRANSPORTATION BOARD



Re: STB Docket No. AB-254 (Sub-No. 8X)
Providence & Worcester Railroad Company -- Abandonment Exemption --
East Providence, Rhode Island
Petition for Exemption For Abandonment

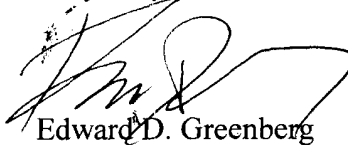
Dear Secretary Williams:

Enclosed for filing are the original and 10 copies of the Petition of the Providence and Worcester Railroad Company for Exemption of Abandonment, together with a check in the amount of \$5,200.00 representing the filing fee. We have also enclosed a copy of the draft Federal Register Notice on a computer diskette compatible with the Board's current word processing capabilities.

Please time stamp the extra copy of this letter to indicate receipt and return it to me.

If you have any questions concerning this, please do not hesitate to contact me.

Very truly yours,


Edward D. Greenberg

FEE RECEIVED
JUN 16 2005

SURFACE
TRANSPORTATION BOARD

EDG:kmd
Enclosures

ENTERED
Office of Proceedings

JUN 17 2005

Part of
Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

214202

STB DOCKET NO. AB-254 (Sub-No. 8X)

PROVIDENCE AND WORCESTER RAILROAD COMPANY -- ABANDONMENT
EXEMPTION -- EAST PROVIDENCE, RHODE ISLAND (EAST PROVIDENCE AND
EAST JUNCTION BRANCH LINES)

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Office of Proceedings

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Public Record

PETITION FOR EXEMPTION



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SURFACE
TRANSPORTATION BOARD

Amy Silverstein, Esq.
Providence and Worcester
Railroad Company
75 Hammond Street
Worcester, MA 01610
Phone: (508) 755-4000

Edward D. Greenberg, Esq.
Galland, Kharasch, Greenberg,
Fellman & Swirsky, P.C.
1054 Thirty-First Street, NW
Washington, DC 20007-4492
Phone: (202) 342-5277

Attorneys for
Providence and Worcester
Railroad Company

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB DOCKET NO. AB-254 (Sub-No. 8X)

**PROVIDENCE AND WORCESTER RAILROAD COMPANY --
ABANDONMENT EXEMPTION -- EAST PROVIDENCE, RHODE ISLAND (EAST
PROVIDENCE AND EAST JUNCTION BRANCH LINES)**

PETITION FOR EXEMPTION

I. INTRODUCTION

In accordance with 49 U.S.C. § 10502 and the Board's regulations at 49 C.F.R. § 1121 and § 1152.60, Providence and Worcester Railroad Company ("P&W") petitions the Board for an exemption from the prior approval requirements of 49 U.S.C. §§ 10903, *et seq.*, to permit P&W to abandon rail service over: (1) a portion of its branch line known as the East Providence Branch ("EP Branch") running from the switch at Mile Post 5.53± near Dunnellen Road south to end-of-track at Mile Post 9.84± near Whipple Avenue in East Providence, Rhode Island, a distance of approximately 4.31± miles; and (2) a portion of its branch line known as the East Junction Branch ("EJ Branch") running from Mile Post 0.48± at the north side of Dexter Road south to its connection with the EP Branch at Mile Post 0.0 north of Waterman Avenue in East Providence, Rhode Island, a distance of approximately 0.48± miles, all of which is located within Providence County,

Rhode Island in United States Postal Service Zip Codes 02914, 02915 and 02916, a total combined distance of 4.79± miles.

There is only a single active shipper that has used any portion of either of these branch lines during the past four years: William J. Canaan, Inc. ("Canaan"), a receiver of fresh fruits and vegetables. Canaan currently uses motor carriers to meet most of its transportation needs, as most of its in-bound rail produce comes in via CSX to the New England Produce Center in Chelsea, Massachusetts (near Boston) and is then transloaded to truck for delivery to the shipper's location. Canaan has received a total of eleven rail shipments to its facility on the EP Branch in the past four years, has no rail siding to its facility and refuses to construct such a siding. Furthermore, Canaan's facility is on the market for sale as confirmed by the real estate broker on June 6, 2005. See Exhibit 1 (broker listing and photo). In the event Canaan does require P&W rail service in the future, P&W would be willing to offer it rail service to an existing transfer/transload facility in Pawtucket, Rhode Island that is approximately 4-5 miles away from the shipper's premises.

The only traffic over the portion of the EJ Branch slated for abandonment for the past four years has been for shippers located on the remainder of the EJ Branch **not** slated for abandonment. Service to the remaining shippers on the EJ Branch will be handled more directly by the Connector Track as more fully defined and explained in Section II.D, paragraph 2.

II. BACKGROUND INFORMATION

A. A Description Of The Carrier And Its Representatives.

P&W is a Class II rail carrier subject to regulation under 49 U.S.C., Subtitle IV, Chapter 105. P&W's freight system extends over approximately 538 miles of rail lines in the states of Rhode Island, Massachusetts, Connecticut and New York.

The names, addresses and telephone numbers of P&W's counsel are:

Amy Silverstein, Esq.
Providence and Worcester
Railroad Company
75 Hammond Street
Worcester, MA 01610
Phone: (508) 755-4000
Fax: (508) 795-0748

Edward D. Greenberg, Esq.
Galland, Kharasch, Greenberg,
Fellman & Swirsky, P.C.
1054 Thirty-First Street, NW
Washington, DC 20007-4492
Phone: (202) 342-5277
Fax: (202) 342-5219

B. Line Location, Zip Code Information, and Map.

The proposed abandonment involves: (1) a portion of P&W's EP Branch extending from Mile Post 5.53± to Mile Post 9.84±, a total distance of approximately 4.31± miles; and (2) a portion of the EJ Branch running from Mile Post 0.48± to Mile Post 0.0, a distance of approximately 0.48± miles. There are no active stations or terminals located on the portion of the EP or EJ Branches proposed for abandonment. A map depicting the portions of the EP and EJ Branches as proposed for abandonment and the P&W System Diagram Map are attached to this Petition as Exhibit 2.

C. History of the Line, Shippers, Traffic Information.

The portions of the rights-of-way of the EP and EJ Branches that are proposed for abandonment were acquired by P&W in 1884, 1935 and 1982. Based on information in P&W's files, the company believes that these branch lines were originally constructed in the mid-1800's and were used by P&W and P&W's predecessors primarily to serve local shippers. See Exhibit 3, Combined Environmental and Historic Report at 2, 12-13. P&W does not transport any overhead traffic on the portions of the EP and EJ Branches that are proposed for abandonment, and is unaware of any potential new source of local rail traffic from businesses located on these portions of the EP and EJ Branches.

The only active shipper that used any portion of these branch lines during the past four years is Canaan, a receiver of fresh fruits and vegetables. Canaan's facility is located at Mile Post 6.4± on the EP Branch. There is no rail siding at the facility and the shipper has been unwilling to construct one. During the period of 2002 through 2004, Canaan received a total of nine cars at this facility; to date in 2005, Canaan has received two cars. P&W is only a secondary source of service for Canaan, however, as most of its in-bound rail produce comes in via CSX to the New England Produce Center in Chelsea, Massachusetts and is then trans-loaded to truck for delivery to the shipper's location in East Providence. In addition, P&W has been advised that it is more expensive for the produce to be delivered via P&W than the cost of truck from the Chelsea, Massachusetts transload site. Furthermore, Canaan's facility is on the market for sale. Nonetheless, in the event Canaan does require P&W rail service in the future, P&W would be willing to offer its rail service to

an existing transfer/transload facility in Pawtucket, Rhode Island that is approximately 4-5 miles away from the shipper's premises.

The only traffic over the portion of the EJ Branch slated for abandonment for the past four years has been for shippers located on the remainder of the EJ Branch **not** slated for abandonment. Service to the remaining shippers on the EJ Branch will be handled more directly by the Connector Track as more fully defined and explained in Section II.D, paragraph 2.

D. **Reasons for the Abandonment.**

The abandonment will have no adverse effect on shippers on the portions of the branch lines that are proposed for abandonment. On the other hand, there is no reasonable alternative to the abandonment, as P&W's right-of-way is located in an area where the State of Rhode Island and the City of East Providence are working on a roadway improvement project along the East Providence waterfront that will improve vehicular access and facilitate development of certain waterfront property in East Providence. In connection with this roadway improvement project, the State -- acting through the Rhode Island Department of Transportation -- has requested that P&W relinquish rights in and to the property that is the subject of this abandonment and P&W has agreed, subject to the effectiveness of the proposed abandonment and the grant to P&W by the State of certain rights.

In conjunction with the proposed agreement with the State and the implementation of the proposed abandonment, P&W does intend to build a track to connect the remaining portion of the EP Branch at Mile Post 5.07± to the remaining portion of the EJ Branch at Mile Post 0.87± ("Connector Track"), thus connecting

those portions of the EP and EJ Branches that are not being abandoned.

Approximately one-half of the Connector Track has already been constructed. Upon completion of the Connector Track, P&W will be able to provide direct rail service to existing industries on those branch lines, whereas now, any train movement between the branch lines requires a reverse move. Hence, the abandonment -- coupled with construction of the Connector Track -- will improve rail service to other industries located on those portions of the EP and EJ Branches that are not being abandoned.

P&W is of the opinion that the proposed abandonment would be beneficial to P&W, the State of Rhode Island, the City of East Providence and interstate commerce.

III. ARGUMENT

A rail carrier may only abandon a line over a railroad if the Board determines that this action is required by the public convenience and necessity. 49 U.S.C. § 10903(d). Nonetheless, the Board must exempt a proposed abandonment from the normal procedures required by § 10903 if it finds that (1) this regulation is not necessary to carry out the rail transportation policy of 49 U.S.C. § 10101, and (2) either (a) the transaction or service is of limited scope, or (b) regulation is not necessary to protect shippers from the abuse of market power. 49 U.S.C. § 10502(a). P&W's proposed abandonment of the designated portions of the EP and EJ Branches satisfies these criteria.

A. **Regulation of the Proposed Abandonment is Not Necessary to Carry Out the Rail Transportation Policy of 49 U.S.C. § 10101.**

Detailed scrutiny by the Board is not necessary to carry out any provision of the Rail Transportation Policy set forth at 49 U.S.C. § 10101. To the contrary, a grant of the requested exemption will minimize P&W's administrative expense and the cost, preparation and review associated with processing the proposed abandonment in a full application proceeding. An exemption would clearly minimize the need for federal regulatory control over the rail transportation system (49 U.S.C. § 10101(2)), provide for the expeditious handling and resolution of proceedings brought before the Board (49 U.S.C. § 10101(15)), and expedite regulatory action and reduce regulatory barriers to exit from the portions of the EP and EJ Branches proposed for abandonment (49 U.S.C. § 10101(7)). An exemption would also promote a safe and efficient rail system by assisting P&W in its efforts to remain profitable and earn adequate revenues by eliminating the burden of maintaining economically non-viable branch lines and permit P&W to direct its resources toward providing efficient and competitive rail service on other parts of its rail system. See, e.g., Docket No. AB-103 (Sub-No. 17X), *The Kansas City Southern Ry. Co. -- Abandonment Exemption -- in Jackson County, MO* (July 26, 2004) at 2. And, an exemption will foster sound economic conditions in the transportation industry, consistent with 49 U.S.C. § 10101(5), by permitting P&W's abandonment of the designated branch line segments, thus avoiding the need to retain and operate rail lines that either are not being used at all or which are rarely used, and permitting P&W to work with the State of Rhode Island and the City of East Providence to improve vehicular access and facilitate development of waterfront property in East Providence, Rhode Island.

Granting the proposed exemption would not deprive shippers of any necessary rail service. The sole shipper on the portion of the EP Branch that is proposed for abandonment has received only eleven shipments in the past four years and is primarily served by truck. P&W has offered to provide service to this shipper through a transload facility in the future should its service be necessary. In that way, the shipper would continue to receive its inbound shipments via P&W in the same way it currently receives them when the traffic is moving via CSX, namely, through a truck transload facility. The proposed abandonment will not adversely affect this shipper's business in any material way.

B. The Proposed Abandonment is of Limited Scope.

P&W's proposed abandonment is clearly limited in scope, as that term is used in 49 U.S.C. § 10502(a)(2)(A). The portions of the branch lines proposed for abandonment constitute less than five miles of two P&W branch lines which have been used for little or no traffic over at least the past four years. And, since the one shipper that has received direct rail service over a portion of the EP Branch during the past four years will have the option of receiving rail traffic via P&W through a truck transload facility, which is similar to how that company currently receives the bulk of its in-bound produce, the proposed abandonment will not deprive any active P&W shipper of access to rail service.

C. Regulation of the Proposed Abandonment is Not Necessary to Protect Shippers From an Abuse of Market Power.

Even if the Board does not find that the proposed abandonment satisfies the "limited scope" test of 49 U.S.C. § 10502(a)(2)(A), it must still grant the requested exemption since regulation of the transaction is not needed to protect any shipper

from an abuse of market power. As discussed above, the only active rail shipper on either of these branch lines has received only eleven cars over the past four years. That shipper currently receives the bulk of its in-bound rail produce, which moves via CSX, through a truck transload facility near Boston. In view of its limited need for P&W service, the shipper has declined to construct any spur or side track at its facility, relying instead on the use of trucks to bring in the bulk of its in-bound produce.

P&W has offered to provide similar arrangements for the shipper at a significantly closer truck transload facility in the event the shipper desires to utilize P&W service in the future. Hence, this shipper's current use of rail/truck transload service indicates that motor carrier service and rail/truck service are viable, competitive alternatives to any direct service by P&W. See Docket No. AB-33 (Sub-No. 154X), *Union Pacific R. Co. -- Abandonment Exemption -- In Smith, Phillips and Norton*, KS (Dec. 13, 2000) at 3.

IV. Other Requirements

A. Labor Protective Conditions.

P&W anticipates that the proposed abandonment will have little, if any, impact on P&W employees. Nonetheless, since the Board may not use its exemption authority to relieve a carrier of its statutory duty to protect the interest of its employees, P&W understands and agrees that the Board impose the labor protective conditions adopted in *Oregon Shortline R. and Union Pacific R. -- Abandonment -- Goshen*, 360 I.C.C. 91 (1979), to protect the interests of any P&W employees who may be adversely affected by the proposed abandonment.

B. **Environmental Report.**

An Environmental Report is attached to this Petition as Exhibit 3. P&W has served copies of the Environmental Report upon all parties required to receive such notice, in accordance with the provisions of 49 C.F.R. § 1105.7(b). See Exhibit 6 (Certificate of Service).

The only responses to the Combined Environmental and Historic Report received by P&W are attached to this Petition as Exhibit 4 which also contains P&W's replies to those responding parties

C. **Historic Report.**

A Historic Report addressing historically significant aspects of those portions of the EP and EJ Branches proposed for abandonment is attached to this Petition as Exhibit 3. P&W has served copies of the Historic Report on all persons required to receive such notice, in accordance with the provisions of 49 C.F.R. § 1105(8)(c). See Exhibit 6 (Certificate of Service).

D. **Newspaper Publication of Notice.**

P&W has attached a copy of the newspaper publication required by 49 C.F.R. § 1105.12. See Exhibit 5.

E. **Federal Register Notice.**

P&W has attached a draft Federal Register Notice, in accordance with the provisions of 49 C.F.R. § 1152.60(c). See Exhibit 7.

F. **Federally Granted Rights-Of-Way.**

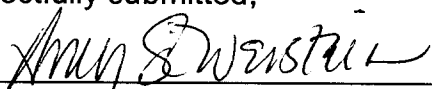
Based on information in its possession, the lines do not contain federally granted rights-of-way. Any documentation in petitioner's possession will be made available promptly to those requesting it.

V. CONCLUSION

For the foregoing reasons, P&W respectfully requests that the Board exempt the proposed abandonment from the prior approval requirements of 49 U.S.C. § 10903, *et seq.*

Respectfully submitted,

By:



Amy Silverstein, Esq.
Assistant General Counsel and
Assistant Secretary
Providence and Worcester
Railroad Company
75 Hammond Street
Worcester, MA 01610
Phone: (508) 755-4000

Attorneys for
Providence and Worcester
Railroad Company

By:



Edward D. Greenberg, Esq.
Galland, Kharasch, Greenberg,
Fellman & Swirsky, P.C.
1054 Thirty-First Street, NW
Washington, DC 20007-4492
Phone: (202) 342-5277

VERIFICATION

STATE OF MASSACHUSETTS)
) ss:
COUNTY OF WORCESTER)

Being duly sworn, Amy Silverstein states that she is the Assistant Secretary/Assistant General Counsel of Providence and Worcester Railroad Company; that she is authorized to verify and file with the Surface Transportation Board the foregoing Petition For Exemption in STB Docket No. AB-254 (Sub-No. 8X) on behalf of Providence and Worcester Railroad Company; that she has carefully examined all of the statements in the Petition For Exemption as well as the exhibits attached thereto and made a part thereof; that she has knowledge of all of the facts and matters relied upon in the Petition For Exemption; and that all representations set forth therein are true and correct to the best of her knowledge, information and belief.

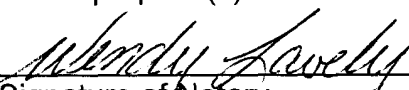


Amy Silverstein

Commonwealth of Massachusetts

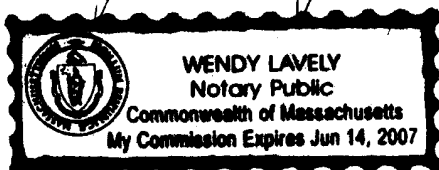
County of Worcester

On this 16th day of June, 2005, before me, the undersigned Notary Public, personally appeared Amy Silverstein, of Providence and Worcester Railroad Company, proved to me through satisfactory evidence of identification, which was personal knowledge to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose(s).



Signature of Notary

(Seal)
My Commission Expires 6/14/2007



CERTIFICATE OF SERVICE
PETITION FOR EXEMPTION

The undersigned hereby certifies that the Petition for Exemption, Docket No. AB-254 (Sub-No. 8X), Providence and Worcester Railroad Company -- Abandonment Exemption -- East Providence, Rhode Island (East Providence and East Junction Branch Lines) was mailed via U.S. mail on June 16, 2005 to the following agencies and entities:

State of Rhode Island
Statewide Planning Program
Department of Administration
Division of Planning
One Capitol Hill - 4th Floor
Providence, RI 02908

U.S. Department of Agriculture
Natural Resource Conservation Service
Rhode Island State Office/Service Center
60 Quaker Lane, Suite 46
Warwick, RI 02886

Executive Director
Coastal Resources Management Council
Stedman Office Building
4808 Tower Hill Road
Wakefield, RI 02879

U.S. Fish & Wildlife Service
Region 5
300 West Gate Center Drive
Hadley, MA 01035

State of Rhode Island
Department of Environmental Management
235 Promenade Street
Providence, RI 02908-5767

U.S. Army Corps of Engineers
New England District
696 Virginia Road
Concord, MA 01742

U.S. Department of Environmental Protection
Northeast Regional Office
1 Congress Street
Boston, MA 02114

Historical Preservation and Heritage Commission
Old State House
150 Benefit Street
Providence, RI 02903

U.S. National Park Service
U.S. Customs House
200 Chestnut Street
Fifth Floor
Philadelphia, PA 19106

Chief of the Forest Service
U.S. Department of Agriculture
Yates Building
201 4th Street, S.W.
Washington, D.C. 20024

MTMCTEA
Attn: Railroads for National Defense
720 Thimble Shoals Blvd., Suite 130
Newport News, VA 23606

Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

William J. Canaan, Inc.
156 Valley Street
East Providence, RI 02914

DATED: June 16, 2005



Amy Silverstein
Assistant General Counsel and Assistant
Secretary

#243915

DRAFT FEDERAL REGISTER NOTICE
[49 C.F.R. § 1152.60(c)]

STB No. AB-254 (Sub-No. 8X)
Notice Of Petition For
Exemption To Abandon

On June 16, 2005, Providence and Worcester Railroad Company filed with the Surface Transportation Board, Washington, DC 20423, a petition for exemption for the abandonment and discontinuance of service to permit P&W to abandon rail service over: (1) a portion of its branch line known as the East Providence Branch ("EP Branch") running from the switch at Mile Post 5.53± near Dunnellen Road south to end-of-track at Mile Post 9.84± near Whipple Avenue in East Providence, Rhode Island, a total distance of approximately 4.31± miles; and (2) a portion of its branch line known as the East Junction Branch ("EJ Branch") running from Mile Post 0.48± at the north side of Dexter Road south to its connection with the EP Branch at Mile Post 0.0 north of Waterman Avenue in East Providence, Rhode Island, a total distance of approximately 0.48± miles, all of which is located within Providence County, Rhode Island in United States Postal Service Zip Codes 02914, 02915 and 02916, a total combined distance of 4.79± miles.. (Collectively, the portions of the EP and EJ Branches proposed for abandonment are the "Lines".)

The Lines do not contain federally granted rights-of-way. Any documentation in the railroad's possession will be made available promptly to those requesting it.

The interest of railroad employees will be protected as required by the standard labor protective conditions set forth in *Oregon Shortline R. and Union Pacific R. -- Abandonment -- Goshen*, 360 I.C.C. 91 (1979).

Any offer of financial assistance will be due no later than 10 days after service of a decision granting the petition for exemption.

All interested persons should be aware that following abandonment of rail service and salvage of the Lines, the Lines may be suitable for other public use, including interim trail use.

Any request for a public use condition and any request for trail use/rail banking will be due no later than 20 days after notice of the filing of the petition for exemption is published in the *Federal Register*.

Persons seeking further information concerning abandonment procedures may contact the Surface Transportation Board or refer to the full abandonment or discontinuance regulations at 49 C.R.R. Part 1152. Questions concerning environmental issues may be directed to the Board's Section of Environmental Analysis, telephone (202) 565-1545.

An environmental assessment (EA) (or environmental impact statement (EIS), if necessary), prepared by the Section of Environmental Analysis will be served upon all parties of record and upon any agencies or other person who commented during its preparation. Any other persons who would like to obtain a copy of the EA (or EIS) may contact the Section of Environmental Analysis. EAs in these abandonment proceedings normally will be made available within 60 days of the filing of the petition. The deadline for submission of comments on the EA will generally be within 30 days of its service.

Exhibit 1

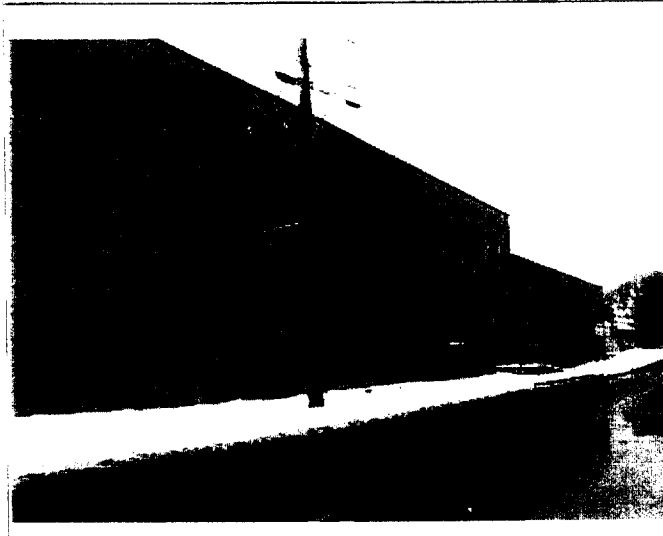
EXHIBIT _____

156 Valley Street

Property ID: 14065933

156 Valley Street
East Providence, RI 02914
County: Providence

For more information, click to email:
Neil Amper (401) 273-2270



For Sale

Active

Property Use Type:	Vacant/Owner-User
Primary Type:	Industrial Distribution Warehouse
Building Size:	17,680 SF
Lot Size:	25,251 SF
Clear Ceiling Height:	24 ft.
Price:	\$865,000
Price/SF:	\$48.93
Date Last Verified:	6/6/2005

Additional Information

Property Description:
one story block building near route 195

Location Description:
near route 195

No. Stories:	1	% Office Space:	10%
No. Dock High Doors:	6	No. Grade Level Doors:	1
Additional Types:	Warehouse	Sprinklers:	Yes
	Refrigerated/Cold Storage	Rail:	Yes

Highlights

- › near route 195
- › high bay
- › good loading

Powered by LoopNet

11/24/2004

The information above has been obtained from sources believed reliable. While we do not doubt its accuracy we have not verified it and make no guarantee, warranty or representation about it. It is your responsibility to independently confirm its accuracy and completeness. Any projections, opinions, assumptions, or estimates used are for example only and do not represent the current or future performance of the property. The value of this transaction to you depends on tax and other factors which should be evaluated by your tax, financial, and legal advisors. You and your advisors should conduct a careful, independent investigation of the property to determine to your satisfaction the suitability of the property for your needs.

EXHIBIT ____ (continued)

William J. Canaan, Inc.
156 Valley Street
East Providence, R.I. 02914

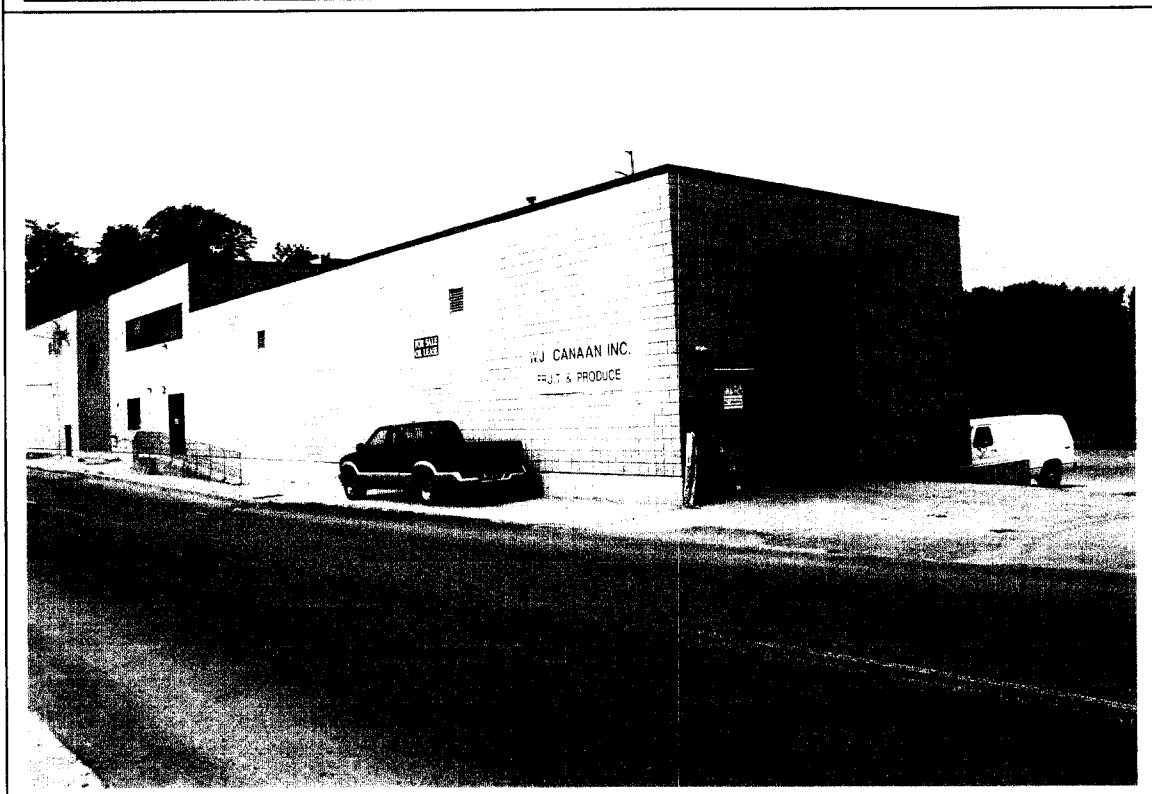
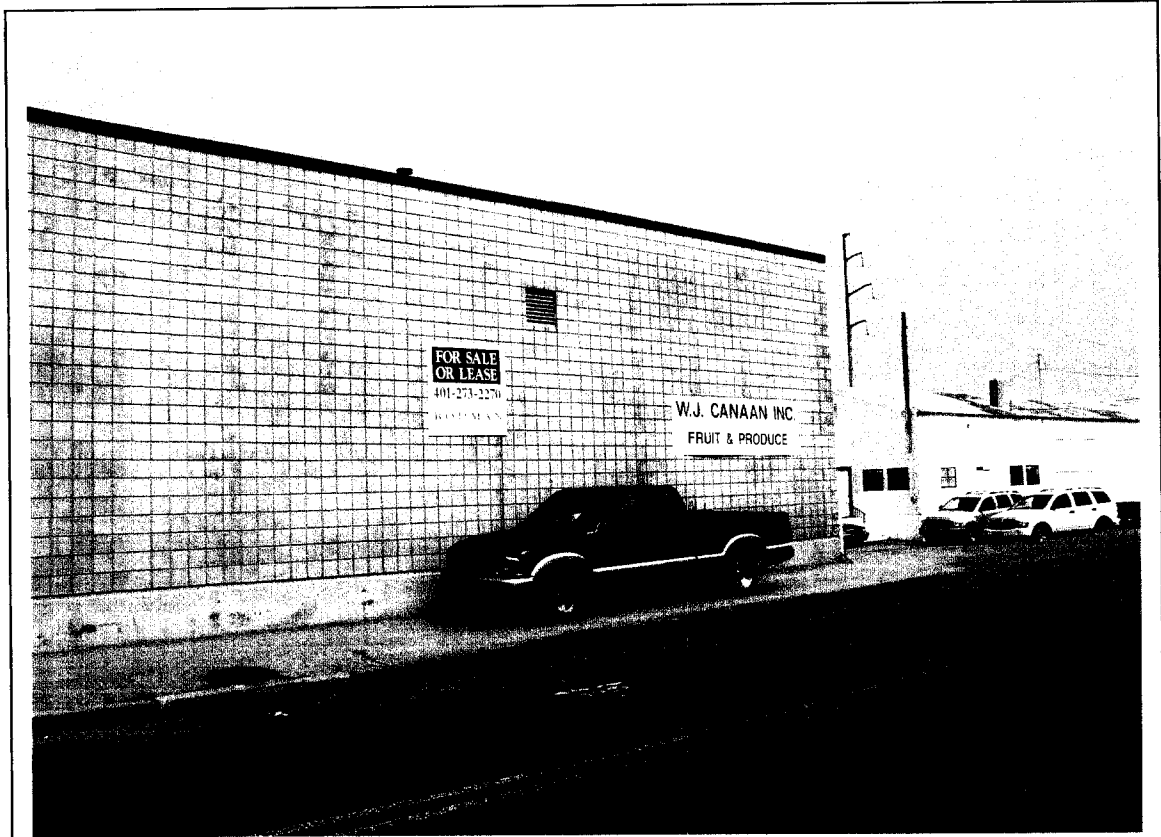
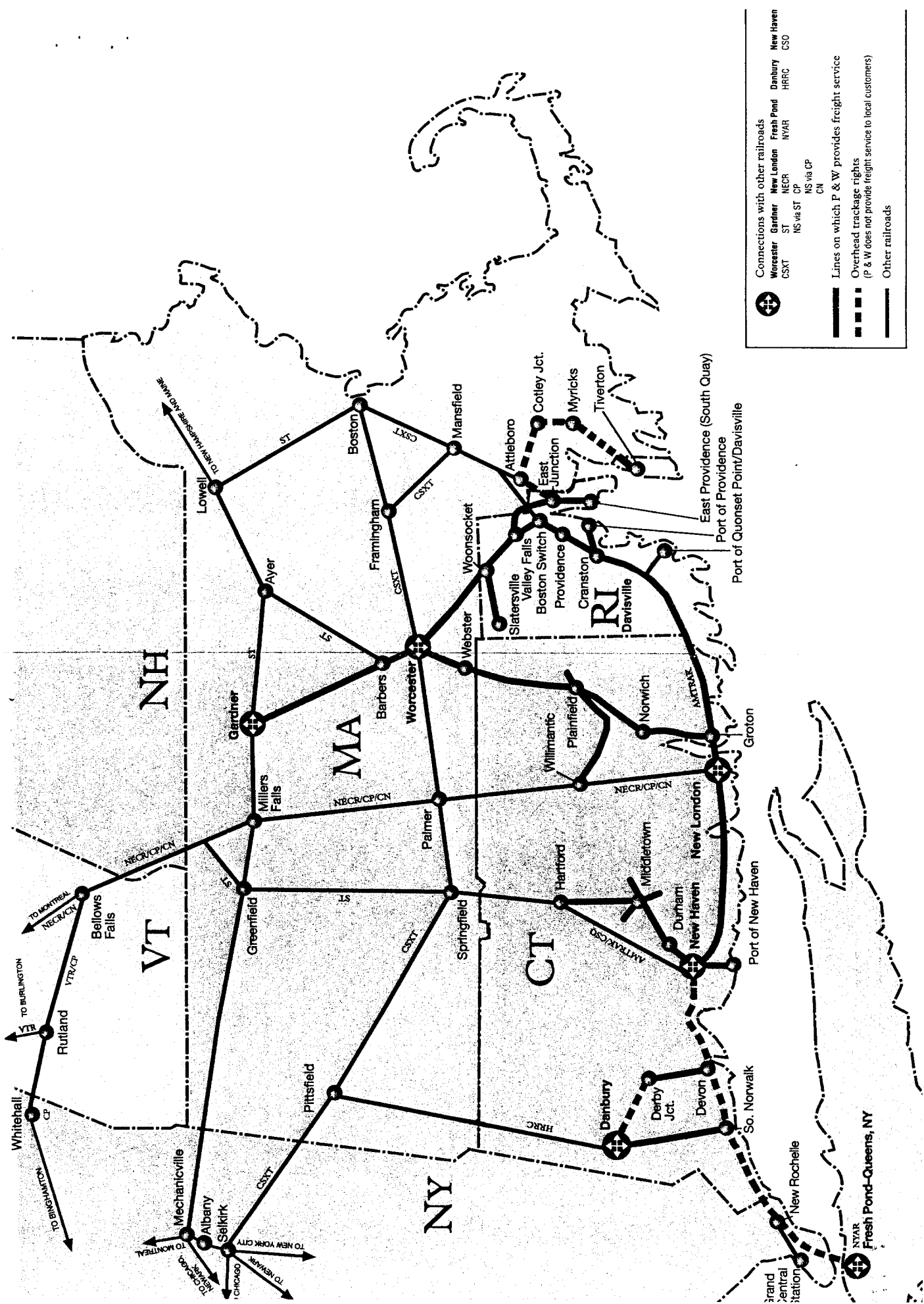


EXHIBIT 2



PROVIDENCE AND WORCESTER RAILROAD COMPANY
SYSTEM DIAGRAM MAP



PROPOSED ABANDONMENT MAP EAST PROVIDENCE, RHODE ISLAND

- EAST PROVIDENCE BRANCH
- EAST JUNCTION BRANCH
- PROPOSED CONNECTOR TRACK

Exhibit 3

**BEFORE THE SURFACE TRANSPORTATION BOARD
STB DOCKET NO. AB-254 (Sub-No. 8X)**

**PROVIDENCE AND WORCESTER RAILROAD COMPANY --
ABANDONMENT EXEMPTION -- EAST PROVIDENCE, RHODE ISLAND
(EAST PROVIDENCE AND EAST JUNCTION BRANCH LINES)**

COMBINED ENVIRONMENTAL AND HISTORIC REPORT

Providence and Worcester Railroad Company ("P&W") is proposing to abandon:

(1) a portion of its branch line known as the East Providence Branch ("EP Branch") running from the switch at Mile Post 5.53± near Dunnellen Road south to end-of-track at Mile Post 9.84± near Whipple Avenue in East Providence, Rhode Island, a total distance of approximately 4.31± miles; and (2) a portion of its branch line known as the East Junction Branch ("EJ Branch") running from Mile Post 0.48± at the north side of Dexter Road south to its connection with the EP Branch at Mile Post 0.0 north of Waterman Avenue in East Providence, Rhode Island, a total distance of approximately 0.48± miles, all of which are located within Providence County, Rhode Island, in United States Postal Service Zip Codes 02914, 02915 and 02916. In regard thereto, P&W submits this Combined Environmental and Historic Report in compliance with the reporting requirements of the Surface Transportation Board regulations at 49 C.F.R. §§ 1105.7 and 1105.8.

(1) ***Proposed action and alternatives.*** Describe the proposed action, including commodities transported, the planned disposition (if any) of any rail line and other structures that may be involved, and any possible changes in current operations or maintenance practices. Also describe any reasonable alternatives to the proposed action. Include a reasonable, detailed map and drawings clearly delineating the project.

Response:

P&W proposes to abandon (1) a portion of the EP Branch running from the switch at Mile Post 5.53± near Dunnellen Road south to end-of-track at Mile Post 9.84± near

Whipple Avenue, a total distance of approximately 4.31± miles; and (2) a portion of the EJ Branch running from Mile Post 0.48± at the north side of Dexter Road south to its connection with the EP Branch at Mile Post 0.0 north of Waterman Avenue, a total distance of approximately 0.48± miles in East Providence, Rhode Island.

The only active shipper that used any portion of these branch lines during the past four years is William J. Canaan, Inc., a receiver of fresh fruits and vegetables. Canaan's facility is located at Mile Post 6.4± on the EP Branch. There is no rail siding at the facility and the shipper has been unwilling to construct one. During the period of 2002 through 2004, Canaan received a total of nine cars at this facility; to date in 2005, Canaan had received one car. However, P&W is only a secondary source of service to Canaan, as most of its in-bound rail produce comes in via CSX to the New England Produce Center in Chelsea, Massachusetts (near Boston) and is then transloaded to truck for delivery to the shipper's location in East Providence. P&W has been advised that it is more expensive for the produce to be delivered via P&W than the cost of truck from the Chelsea, Massachusetts transload site. Furthermore, P&W believes that Canaan's facility is on the market for sale. Nonetheless, in the event Canaan does require P&W rail service in the future, P&W would be willing to offer it rail service to an existing transfer/transload facility in Pawtucket that is approximately 4-5 miles away from the shipper's premises. There has been no traffic over the EJ Branch for at least the last four years.

There are no reasonable alternatives to the proposed abandonment, as P&W's right-of-way is located in an area where the State of Rhode Island and the City of East Providence are working on a roadway improvement project along the East Providence

waterfront that will improve vehicular access and facilitate development of certain waterfront property in East Providence. In connection with this roadway improvement project, the State -- acting through the Rhode Island Department of Transportation -- has requested that P&W relinquish rights in and to the property that is the subject of this abandonment and P&W has agreed, subject to the effectiveness of the proposed abandonment and the grant to P&W by the State of certain rights.

P&W intends to remove track materials, such as rails and ties, but to leave the underlying roadbed intact. P&W does not intend to perform any activities that would cause sedimentation or erosion of the soil.

In conjunction with the proposed agreement with the State and the implementation of the proposed abandonment, P&W intends to build a track to connect the EP Branch at Mile Post 5.07± to the EJ Branch at Mile Post 0.87± ("Connector Track"), that would connect those portions of the EP and EJ Branches that are not being abandoned. Approximately one-half of the Connector Track has already been constructed. Upon completion of the Connector Track, P&W will be able to provide direct rail service to existing industries on those branch lines, whereas now, any train movement between the branch lines requires a reverse move.

A copy of a map of East Providence reflecting the lines being abandoned as well as the proposed Connector Track is attached as Attachment 1.

(2) **Transportation system.** *Describe the effects of the proposed action on regional or local transportation systems and patterns. Estimate the amount of traffic (passenger or freight) that will be diverted to other transportation systems or modes as a result of the proposed action.*

Response:

The proposed abandonment would have a minimal affect on regional or local transportation systems or patterns. As explained above, there has been no traffic over the EJ Branch for at least the last four years and there have been only 10 carloads moved over the EP Branch for the last four years, all of which can easily be handled by trucks from existing rail/truck transload facilities.

(3) ***Land use.***

(i) *Based on consultation with local and/or regional planning agencies and/or a review of the official planning documents prepared by such agencies, state whether the proposed action is consistent with existing land use plans. Describe any inconsistencies.*

Response:

P&W has reviewed planning documents of the area of the proposed abandonment and believes the proposed action is consistent with the State and local planning agencies, as discussed above. The property in question will be used by the State of Rhode Island and the City of East Providence as part of a roadway improvement project that is intended to improve vehicular access to certain waterfront property in East Providence. Nonetheless, the Rhode Island Department of Transportation Statewide Planning Program for the State of Rhode Island ("RIDOT") was notified by letter dated May 18, 2005 of the proposed abandonment. (See Attachment 2.) As of the date of this report, RIDOT has not responded. P&W will provide the Board with copies of any responses it receives.

(ii) *Based on consultation with the U.S. Soil Conservation Service, state the effect of the proposed action on any prime agricultural land.*

Response:

The United States Department of Agriculture, Natural Resource Conservation Service, was notified of the proposed abandonment by letter dated May 18, 2005. (See Attachment 3.) As of the date of this report, no response has been received. P&W will provide the Board copies of any response it receives.

(iii) *If the action effects land or water uses within a designated coastal zone, include the coastal zone information required by § 1105.9.*

Response:

The Rhode Island Coastal Resources Management Council was notified by letter dated May 18, 2005 of the proposed abandonment. (See Attachment 4.) As of the date of this report, no response has been received.. P&W will provide the Board copies of any response it receives.

(iv) *If the proposed action is an abandonment, state whether or not the right-of-way is suitable for alternative public use under 49 U.S.C. § 10905 and explain why.*

Response:

The property proposed for abandonment is suitable for alternative public use and is intended for that purpose, as part of the roadway improvement project, in order to improve vehicular access to certain waterfront property in East Providence, as described above.

(4) ***Energy.***

(i) *Describe the effect of the proposed action on transportation of energy resources.*

Response:

The traffic that moved over the EP Branch over the past four years has consisted entirely of fresh produce. The proposed abandonment will have no effect on the transportation of energy resources.

(ii) *Describe the effect of the proposed action on recyclable commodities.*

Response:

The traffic that moved over the EP Branch over the past four years has consisted entirely of fresh produce. The proposed abandonment will have no effect on recyclable commodities.

(iii) *State whether the proposed action will result in an increase or decrease in overall energy efficiency and explain why.*

Response:

The proposed action will have a minimal effect on overall energy efficiency, as there have only been 10 rail shipments on one of these branches over the past four years. Consequently, even if that small amount of traffic is diverted to truck, it will have only a minimal effect on overall energy efficiency in the region.

(iv) *If the proposed action will cause diversions from rail to motor carriage of more than:*

(A) *1,000 rail carloads a year, or*

(B) *an average of 50 rail carloads per mile per year for any part of the affected Line, quantify the resulting net change in energy consumption and show the data and methodology used to arrive at the figure given.*

Response:

As there have only been 10 rail shipments on the EP Branch and no shipments on the EJ Branch over the past 4 years, the proposed abandonment will not cause diversion of rail traffic to motor carriage in excess of the above thresholds.

(5) **Air.**

(i) *If the proposed action will result in either:*

(A) *an increase in rail traffic of at least 100% (measured in gross ton miles annually) or an increase of at least eight trains a day on any segment of rail line affected by the proposal, or*

(B) *an increase in rail yard activity of at least 100% (measured by carload activity), or*

(C) *an average increase in truck traffic of more than 10% of the average daily traffic or 50 vehicles a day on any affected road segment, quantify the anticipated effect on air emissions. For a proposal under 49 U.S.C. § 10901 (or § 10505) to construct a new line or re-institute service over a previously abandoned line, only the eight train a day provision in §§ (5)(i)(A) will apply.*

Response:

(i) As there have only been 10 rail shipments on the EP Branch and no shipments on the EJ Branch over the branches in the past four years, the proposed abandonment will not result in any increase in rail traffic on any segment of rail line affected by the proposal, any increase in rail yard activity, or an increase in truck traffic in excess of the above thresholds.

(ii) *If the proposed action affects a class 1 or non-attainment area under the Clear Air Act, and will result in either:*

(A) *an increase in rail traffic of at least 50% (measured in gross ton miles annually) or an increase of at least three trains a day on any segment of rail line,*

(B) *an increase in rail yard activity of at least 20% (measured by carload activity), or*

(C) *an average increase in truck traffic of more than 10% of the average daily traffic or 50 vehicles a day on a given road segment, then state whether any expected increased emissions are within the parameters established by the State Implementation Plan. However, for a rail construction under 49 U.S.C. § 10901 (or 49 U.S.C. § 10505), or a case involving the reinstitution of service over a previously abandoned line, only the three train a day threshold in this item shall apply.*

Response:

(ii) As there have only been 10 rail shipments on the EP Branch and no shipments on the EJ Branch over the past four years, the proposed abandonment will not result in rail or truck traffic or rail yard activity increases that exceed the thresholds above.

(iii) *If transportation of ozone depleting materials (such as nitrogen oxide and freon) is contemplated, identify: the materials and quantity; the frequency of service; safety practices (including any speed restrictions); the applicant's safety record (to the extent available) on derailments, accidents and spills; contingency plans to deal with accidental spills; and the likelihood of an accidental release of ozone depleting materials in the event of a collision or derailment.*

Response:

(iii) The traffic that has moved over the EP Branch only over the past four years has consisted entirely of fresh produce, so that the proposed abandonment does not involve or affect the transportation of the ozone depleting materials.

(6) **Noise.** *If any of the thresholds identified in item (5)(i) of this section are surpassed, state whether the proposed action will cause:*

(i) *an incremental increase in noise levels of three decibels Ldn or more or*

(ii) *an increase to a noise level of 65 decibels Ldn or greater. If so, identify sensitive receptors (e.g., schools, libraries, hospitals, residences, retirement communities, and nursing homes) in the project area and quantify the noise increase for these receptors if the thresholds are surpassed.*

Response:

The thresholds identified in item (5)(i) will not be surpassed.

(7) **Safety.**

(i) *Describe any effects of the proposed action on public health and safety (including vehicle delay time at railroad grade crossings).*

Response:

The proposed abandonment will have no adverse effect on public health or safety; to the contrary, the elimination of an existing grade crossing will have a positive effect on public safety.

(ii) *If hazardous materials are expected to be transported, identify: the materials and quantity; the frequency of service; whether chemicals are being transported that, if mixed, could react to form more hazardous compounds; safety practices (including any speed restrictions); the applicant's safety record (to the extent available) on derailments, accidents and hazardous spills; the contingency plans to deal with accidental spills; and the likelihood of an accidental release of hazardous materials.*

Response:

The proposed abandonment does not involve or effect the transportation of hazardous materials.

(iii) *If there are any known hazardous waste sites or sites where there have been known hazardous materials spills on the right-of-way, identify the location of those sites and the types of hazardous materials involved.*

Response:

In September, 1993, P&W was notified by the State of Rhode Island Department of Environmental Management that, in conjunction with installation of a natural gas pipeline, thirty four capacitors containing PCB laden oil and 250 cubic yards of PCB laden soil were discovered on property owned by P&W and the State of Rhode Island. The contamination was located in a former salt pile approximately 60 feet from the EP Branch right of way at the corner of Massasoit and Waterman Avenue in East Providence, close to the intersection of the EP and EJ Branches at Mile Post 0.00± (see map of area as Attachment 5). Both P&W and the State paid for remediation and an Environmental Land Usage Restriction was applied to the remainder of the property to

restrict: i) exposure to the remaining inaccessible soil contamination; and ii) use for residential activities.

(8) ***Biological resources.***

(i) *Based on consultation with the U.S. Fish and Wildlife Service, state whether the proposed action is likely to adversely affect endangered or threatened species or areas designated as a critical habitat, and if so, describe the effects.*

Response:

The U.S. Fish and Wildlife Service was notified by the proposed abandonment by letters dated May 18, 2005. (See Attachment 6.) As of the date of this report, no response has been received in regard to the proposed abandonment. P&W will provide the Board copies of any response it receives.

(ii) *State whether wildlife sanctuaries or refuges, National or State parks or forests will be affected, and describe any effects.*

Response:

P&W does not believe the proposed abandonment will affect any wildlife sanctuaries or refuges, National or State parks or forests. The U.S.D.A. Natural Resource Conservation Service and the U.S. Fish and Wildlife Service were notified of the proposed abandonment by letters dated May 18, 2005. (See Attachments 3 and 6.) As of the date of this report, no responses have been received in regard to the proposed abandonment. P&W will provide the Board copies of any responses it receives.

(9) ***Water.***

(i) *Based on consultation with State water quality officials, state whether the proposed action is consistent with applicable Federal, State or local water quality standards. Describe any inconsistencies.*

Response:

The Rhode Island Department of Environmental Management was notified of the proposed abandonment on May 18, 2005. (See Attachment 7.) As of the date of this report, no response has been received. P&W will provide the Board with copies of any response it receives.

(ii) *Based on consultation with the U.S. Army Corps of Engineers, state whether permits under section 404 of the Clean Water Act (33 U.S.C. § 1344) are required for the proposed action and whether any designated wetlands or 100-year flood plains will be affected. Describe effects.*

Response:

The U.S. Army Corp. of Engineers was notified of the proposed abandonment by letter dated May 18, 2005. A response dated May 23, 2005 stated that the Department of the Army permit is not required since P&W's proposal does not include any of the activities listed under Section 404 of the Clean Water Act. However, if other federal, state, and/or local agencies have jurisdiction over P&W's proposed activity, the response stated that P&W must receive all other applicable permits before work is begun (See Attachment 8).

(iii) *State whether permits under section 402 of the Clean Water Act (33 U.S.C. § 1342) are required for the proposed action. (Applicants should contact the U.S. Environmental Protection Agency or the state environmental protection agency or equivalent agency if they are unsure whether such permits are required.)*

Response:

The U.S. Environmental Protection Agency and the Rhode Island Department of Environmental Management were notified of the proposed abandonment by letters dated May 18, 2005. (See Attachments 9 and 7.) As of the date of this report, no response has been received. P&W will provide the Board with copies of any responses it receives.

(10) ***Proposed Mitigation.*** Describe any actions that are proposed to mitigate adverse environmental impacts, indicating why the proposed mitigation is appropriate.

Response:

There have been only 10 rail shipments on the EP Branch and no shipments on the EJ Branch over the past four years. The only shipper receiving rail shipments over this period of time is primarily served by truck and should easily be able to use truck to handle any shipments in the future that P&W would otherwise have moved into its facility by rail. The proposed abandonment will accordingly not have any adverse environmental impacts in the area and no mitigating action will be necessary.

HISTORIC REPORT
49 C.F.R. § 1105.8(d)

(1) **Map.**

A U.S.G.S. topographic map showing the location of the portion of the EP and EJ Branches proposed to be abandoned is attached hereto as Appendix 1. There are three railroad structures on the EP Branch that are 50 years old or older.

(2) **Description of Line.**

The portion of the EP Branch proposed to be abandoned runs from the switch at Mile Post 5.53± to Mile Post 9.84±, a distance of approximately 4.31± miles. The portion of the EJ Branch proposed to be abandoned runs from Mile Post 0.0 to Mile Post 0.48±, a distance of approximately 0.48± miles. These branch rights-of-way vary in width from 50± feet to 81± feet with most of the rights-of-way having a width of 81± feet. These branches run through commercial and industrial areas, as well as medium and rural residential areas.

(3) **Photographs.**

To be provided.

(4) **Information on Structures.**

The portions of the rights-of-way of the EP and EJ Branches were acquired by P&W in 1884, 1935 and 1982. Based on information in P&W's files, the company believes that most of these lines were originally constructed in the mid 1800's and were used by P&W and P&W's predecessors primarily to serve local shippers. There are three bridges on the EP Branch:

<u>Mile Post</u>	<u>Location</u>	<u>Built</u>	<u>Length</u>
8.29	Bowers Cove	1910	66'

Alterations: New timber deck – 1940 and 1968, painted 1953 and repaired abutments 1950

<u>Mile Post</u>	<u>Location</u>	<u>Built</u>	<u>Length</u>
8.67	Burgess Cove	1920	20'

Alterations: New timber deck - 1942

<u>Mile Post</u>	<u>Location</u>	<u>Built</u>	<u>Length</u>
8.99	Squantum Cove	1940	17'

No information on alterations.

(5) **Brief History of Operations.**

No operational changes by P&W are contemplated as a result of the proposed abandonment of these portions of the branch lines.

(6) **Engineering Documents.**

Files related to the three bridges contain sketches and engineering documents, notes and invoices for most of the alterations performed. P&W does not believe, based

on readily available information in its possession, that the EP or EJ Branches meet the criteria for listing on the National Register of Historic Places. Further, P&W does not believe that there is a likelihood of archaeological resources or any other previously unknown historic properties in the project area. The Rhode Island Historical Preservation and Heritage Commission was notified by letter dated May 20, 2005 of the proposed abandonment. (See Appendix 2.) As the date of this report, no response has been received in regard to the proposed abandonment. P&W will provide the Board with copies with any response it receives.

(7) **Historic Criteria.**

P&W does not believe, based on readily available information in its possession, that the EP or EJ Branches meet the criteria for listing on the National Register of Historic Places. Further, P&W does not believe that there is a likelihood of archaeological resources or any other previously unknown historic properties in the project area. The Rhode Island Historical Preservation and Heritage Commission was notified by letter dated May 20, 2005 of the proposed abandonment. (See Appendix 2.) As the date of this report, no response has been received in regard to the proposed abandonment. P&W will provide the Board with copies with any response it receives.

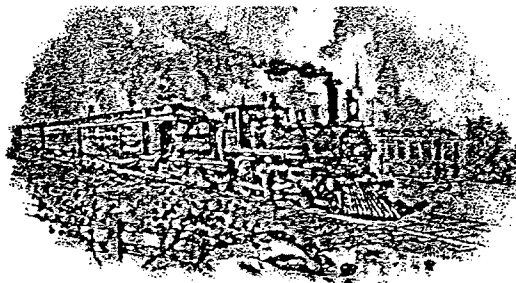
(8) **Ground Disturbances.**

Based on readily available information in its possession, other than the construction of the EP and EJ Branches, P&W does not know of any other sub-surface ground disturbance or fill, environmental conditions (naturally occurring or man-made) that might affect the archaeological recovery of resources and the surrounding terrain.



PROPOSED ABANDONMENT MAP
EAST PROVIDENCE, RHODE ISLAND

- EAST PROVIDENCE BRANCH
- EAST JUNCTION BRANCH
- PROPOSED CONNECTOR TRACK



FOUNDED 1844

May 18, 2005

State of Rhode Island
Statewide Planning Program
Department of Administration
Division of Planning
One Capitol Hill - 4th floor
Providence, RI 02908

Dear Sir/Madam:

In conjunction with the East Providence, Rhode Island waterfront development project, Providence and Worcester Railroad Company is proposing to abandon a 4.3 ± mile portion of its branch line known as the East Providence Branch and a 0.48 ± mile portion of its branch line known as the East Junction Branch, both of which are located in East Providence, as depicted on the attached map.

This action requires Surface Transportation Board approval and Federal Regulations 49 C.F.R. 1105.7(3)(i) requires that we develop a response to the following statement:

"Based on consultation with local and/or regional planning agencies and/or a review of the official planning documents prepared by such agencies, state whether the proposed action is consistent with existing land use plans. Describe any inconsistencies."

I would appreciate your comments on this matter. Because time is of the essence, kindly forward any comments and relevant information to me as soon as possible. Thank you for your cooperation. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

Enc.

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748



FOUNDED 1844

May 18, 2005

U. S. Department of Agriculture
Natural Resource Conservation Service
Rhode Island State Office/Service Center
60 Quaker Lane, Suite 46
Warwick, RI 02886

Dear Sir/Madam:

In conjunction with the East Providence, Rhode Island waterfront development project, Providence and Worcester Railroad Company is proposing to abandon a $4.3 \pm$ mile portion of its branch line known as the East Providence Branch and a $0.48 \pm$ mile portion of its branch line known as the East Junction Branch, both of which are located in East Providence, as depicted on the attached map. As part of the abandonment, we intend to remove track material, such as rails and ties. However, we do not intend to disturb any of the underlying roadbed or perform any activities that would cause sedimentation or erosion of the soil.

This action requires Surface Transportation Board approval and Federal Regulations 49 C.F.R. 1105.7(3)(ii) requires that we develop a response to the following statement:

"Based on consultation with the U.S. Soil Conservation Service, state the effect of the proposed action on any prime agricultural land."

Please advise if any land contiguous to the rail line in the project area is classified as prime agricultural land.

In addition, Federal Regulations 49 C.F.R. 1105.7(8) (ii) requires that we also develop a response to the following statement:

"State whether wildlife sanctuaries or refuges, National or State parks or forests will be effected, and describe any effects."

Based upon the above described actions, we would appreciate your concurrence in our position that there would be no adverse impact to any wildlife sanctuaries or refuges, National or State parks, or forests.

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748



Because time is of the essence, kindly forward any comments and relevant information to me as soon as possible. Thank you for your cooperation. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

Enc.



May 18, 2005

FOUNDED 1844

Executive Director
Coastal Resources Management Council
Stedman Office Building
4808 Tower Hill Road
Wakefield, RI 02879

Dear Sir/Madam:

In conjunction with the East Providence, Rhode Island waterfront development project, Providence and Worcester Railroad Company is proposing to abandon a 4.3 $\pm$ mile portion of its branch line known as the East Providence Branch and a 0.48 $\pm$ mile portion of its branch line known as the East Junction Branch, both of which are located in East Providence, as depicted on the attached map. As part of the abandonment, we intend to remove track material, such as rails and ties. However, we do not intend to disturb any of the underlying roadbed or perform any activities that would cause sedimentation or erosion of the soil.

This action requires Surface Transportation Board approval and Federal Regulations 49 C.F.R. 1105.7(3)(iii) requires that we develop a response to the following statement:

"If the action effects land or water uses within the designated coastal zone, include the coastal zone information required by Section 1105.9"

Pursuant to 49 C.F.R. 1105.9, please let me know whether the proposed action affects land or water uses within a State coastal zone designated pursuant to the Coastal Zone Management Act (16 U.S.C. 1451 *et seq.*) If the proposed action is listed as subject to review in the State's coastal zone management plan, please let me know whether the action is consistent with the plan.

Because time is of the essence, kindly forward any comments and relevant information to me as soon as possible. Thank you for your cooperation. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

Enc.

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748

Deer Creek River

SEE 1912 SURVEY N.B. 173 P 35

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ELEC. EASE.
NARRAG. ELEC. CO.
22 K.V.
96+00 (B.8P) TO 160+70 (B.8P)
2 - 22 K.V.
96+00 (B.8P) TO 300+90 (B.8P)

O.H. BR. Q27

Attachment 6



May 18, 2005

FOUNDED 1844

U.S. Fish & Wildlife Service
Region 5
300 West Gate Center Drive
Hadley, MA 01035

Dear Sir/Madam:

In conjunction with the East Providence, Rhode Island waterfront development project, Providence and Worcester Railroad Company is proposing to abandon a $4.3 \pm$ mile portion of its branch line known as the East Providence Branch and a $0.48 \pm$ mile portion of its branch line known as the East Junction Branch, both of which are located in East Providence, as depicted on the attached map.

This action requires Surface Transportation Board approval and Federal Regulations 49 C.F.R. 1105.7(8) (i) and (ii) requires that we develop a response to the following statements:

- (i) Based on consultation with the U.S. Fish and Wildlife Service, state whether the proposed action is likely to adversely affect endangered or threatened species or areas designated as a critical habitat, and if so, describe the effects.
- (ii) State whether wildlife sanctuaries or refuges, National or State parks or forests will be effected, and describe any effects.

We intend to remove track material, such as rails and ties. However, we do not intend to disturb any of the underlying roadbed or perform any activities that would cause sedimentation or erosion of the soil.

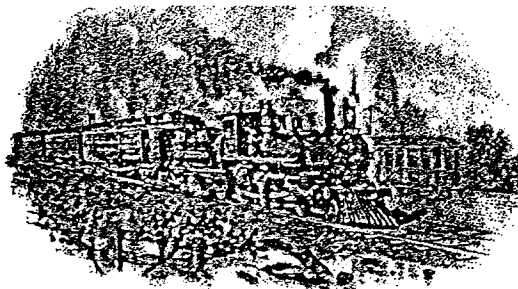
Based upon the above described actions, we would appreciate your concurrence in our position that there would be no adverse impact to any federally-listed endangered or threatened species, critical habitats, wildlife sanctuaries or refuges, National or State parks, or forests. Because time is of the essence, kindly forward any comments and relevant information to me as soon as possible. Thank you for your cooperation. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

Enc.

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748



FOUNDED 1844

May 18, 2005

State of Rhode Island
Department of Environmental Management
235 Promenade Street
Providence, RI 02908-5767

Dear Sir/Madam:

In conjunction with the East Providence, Rhode Island waterfront development project, Providence and Worcester Railroad Company is proposing to abandon a $4.3 \pm$ mile portion of its branch line known as the East Providence Branch and a $0.48 \pm$ mile portion of its branch line known as the East Junction Branch, both of which are located in East Providence, as depicted on the attached map.

This action requires Surface Transportation Board approval and Federal Regulations 49 C.F.R. 1105.7(9) (i) and (iii) require that we develop a response to the following statements:

- (i) Based on consultation with State water quality officials, state whether the proposed action is consistent with applicable federal, state or local water quality standards. Describe any inconsistencies.
- (iii) State whether permits under Section 402 of the Clean Water Act (33 U.S.C. 1342) are required for the proposed action.

We intend to remove track material, such as rails and ties. However, we do not intend to disturb any of the underlying roadbed or perform any activities that would cause sedimentation or erosion of the soil.

Based upon the above described actions, we would appreciate your concurrence in our position that the proposed project is consistent with applicable federal, state and local water quality standards, and that no permits under Section 402 are required at this time. Because time is of the essence, kindly forward any comments and relevant information to me as soon as possible. Thank you for your cooperation. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

Enc.

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748

RECEIVED MAY 25 2005



DEPARTMENT OF THE ARMY
NEW ENGLAND DISTRICT, CORPS OF ENGINEERS
696 VIRGINIA ROAD
CONCORD, MASSACHUSETTS 01742-2751

REPLY TO:
ATTENTION OF:

May 23, 2005

Regulatory Division
NAE-2005-1663

Amy Silverstein
Providence & Worcester Railroad
75 Hammond Street
P.O. Box 16551
Worcester, Massachusetts 01601

Dear Attorney Silverstein:

We have determined that a Department of the Army permit is not required for the Providence and Worcester Railroad Company's project located in East Providence, Rhode Island. The project involves removing track material, such as rails and ties, from the branch lines known as the East Providence Branch and the East Junction Branch. The proposed work does not require placing fill in a water or wetland. This determination is based on the information in your letter dated May 18, 2005 and the attached undated plan titled "PROPOSED ABANDONMENT MAP".

Our regulatory jurisdiction encompasses all work in or affecting navigable waters of the United States under Section 10 of the Rivers and Harbors Act of 1899 and the discharge of dredged or fill material into all waters of the United States, including adjacent wetlands, as well as the excavation and grading within those waters, under Section 404 of the Clean Water Act. Since your proposal does not include any of the aforementioned activities, a Department of the Army permit is not required.

Finally, our Corps permit process does not supersede any other agency's jurisdiction. Therefore, if other Federal, State, and/or local agencies have jurisdiction over your proposed activity, you must receive all other applicable permits before you can begin work.

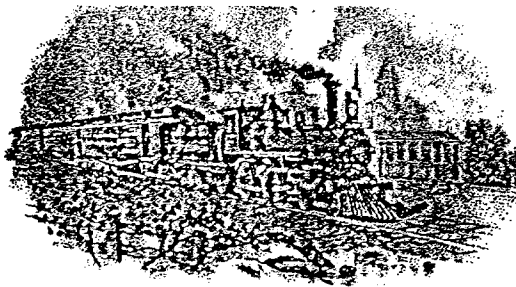
If you have any questions regarding this letter, contact Michael Elliot of my staff at (978) 318-8131

Sincerely,

A handwritten signature in dark ink, appearing to read "Robert J. DeSista", is written over the typed name.

Robert J. DeSista
Chief, Permits & Enforcement Branch
Regulatory Division

Attachments



May 18, 2005

FOUNDED 1844

U.S. Department of Environmental Protection
Northeast Regional Office
1 Congress Street
Boston, MA 02114

Dear Sir/Madam:

In conjunction with the East Providence, Rhode Island waterfront development project, Providence and Worcester Railroad Company is proposing to abandon a 4.3 ± mile portion of its branch line known as the East Providence Branch and a 0.48 ± mile portion of its branch line known as the East Junction Branch, both of which are located in East Providence, as depicted on the attached map.

This action requires Surface Transportation Board approval and Federal Regulations 49 C.F.R. 1105.7(9) (iii) requires that we develop a response to the following statements:

"State whether permits under Section 402 of the Clean Water Act (33 U.S.C. 1342) are required for the proposed action."

We intend to remove track material, such as rails and ties. However, we do not intend to disturb any of the underlying roadbed or perform any activities that would cause sedimentation or erosion of the soil.

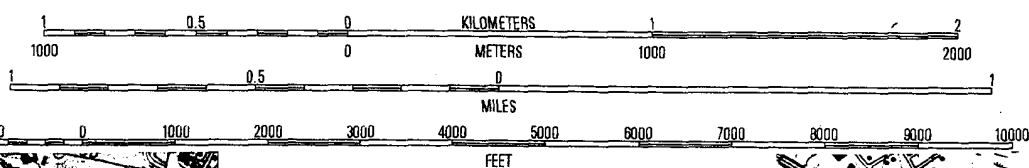
Based upon the above described actions, we would appreciate your concurrence in our position that no permits under Section 402 are required at this time. Because time is of the essence, kindly forward any comments and relevant information to me as soon as possible. Thank you for your cooperation. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

Enc.

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748



CONTOUR INTERVAL 10 FEET
NATIONAL GEODETIC VERTICAL DATUM OF 1929
TO CONVERT FROM FEET TO METERS, MULTIPLY BY 0.3048
DEPTH CURVES AND SOUNDINGS IN FEET — DATUM IS MEAN LOW WATER
THE MEAN RANGE OF TIDE IS APPROXIMATELY 4.6 FEET

PORTION OF EAST PROVIDENCE BRANCH, EAST PROVIDENCE, RHODE ISLAND

PORTION OF EAST JUNCTION BRANCH, EAST PROVIDENCE, RHODE ISLAND





May 20, 2005

FOUNDED 1844

Historical Preservation and Heritage Commission
Old State House
150 Benefit Street
Providence, RI 02903

RE: Providence and Worcester Railroad Company
Proposed Abandonment
East Providence, Rhode Island

Dear Sir/Madam:

In conjunction with the East Providence, Rhode Island waterfront development project, Providence and Worcester Railroad Company is proposing to abandon a 4.3 $\pm$ mile portion of its branch line known as the East Providence Branch and a 0.48 $\pm$ mile portion of its branch line known as the East Junction Branch, both of which are located in East Providence, as shown in the attached historic report. As part of the abandonment, we intend to remove track material, such as rails and ties. However, we do not intend to disturb any of the underlying roadbed or perform any activities that would cause sedimentation or erosion of the soil.

In connection with rail lines that are to become the subject of applications for authority to abandon, Federal Regulations at 49 CFR 1105.8(d) require that a historic report be submitted to the State Historic Preservation Officer prior to filing with the Surface Transportation Board. In accordance with those Regulations, I am attaching a historic report covering the above proposed abandonment. I will forward photographs as referenced in the report under separate cover.

I would appreciate it if you would confirm in writing that this project will have no impact upon cultural resources. Please do not hesitate to contact me if you have any questions or need anything further.

Sincerely,

Amy Silverstein
Assistant General Counsel

Attachment

Copy:
Surface Transportation Board
Section of Environmental Analysis
1925 "K" Street NW - Suite 534
Washington, DC 20423-0001

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748

**BEFORE THE SURFACE TRANSPORTATION BOARD
STB DOCKET NO. AB-254 (Sub-No. ____)**

**PROVIDENCE AND WORCESTER RAILROAD COMPANY --
ABANDONMENT EXEMPTION -- EAST PROVIDENCE, RHODE ISLAND
(EAST PROVIDENCE AND EAST JUNCTION BRANCH LINES)**

HISTORIC REPORT

49 C.F.R. § 1105.8(d)

Providence and Worcester Railroad Company ("P&W") is proposing to abandon:

(1) a portion of its branch line known as the East Providence Branch ("EP Branch") running from the switch at Mile Post 5.53± near Dunnellen Road south to end-of-track at Mile Post 9.84± near Whipple Avenue in East Providence, Rhode Island, a total distance of approximately 4.31± miles; and (2) a portion of its branch line known as the East Junction Branch ("EJ Branch") running from Mile Post 0.48± at the north side of Dexter Road south to its connection with the EP Branch at Mile Post 0.0 north of Waterman Avenue in East Providence, Rhode Island, a total distance of approximately 0.48± miles, all of which are located within Providence County, Rhode Island, in United States Postal Service Zip Codes 02914, 02915 and 02916.

Proposed action and alternatives. Describe the proposed action, including commodities transported, the planned disposition (if any) of any rail line and other structures that may be involved, and any possible changes in current operations or maintenance practices. Also describe any reasonable alternatives to the proposed action. Include a reasonable, detailed map and drawings clearly delineating the project.

Response:

P&W proposes to abandon (1) a portion of the EP Branch running from the switch at Mile Post 5.53± near Dunnellen Road south to end-of-track at Mile Post 9.84± near

Whipple Avenue, a total distance of approximately 4.31± miles; and (2) a portion of the EJ Branch running from Mile Post 0.48± at the north side of Dexter Road south to its connection with the EP Branch at Mile Post 0.0 north of Waterman Avenue, a total distance of approximately 0.48± miles in East Providence, Rhode Island.

The only active shipper that used any portion of these branch lines during the past four years is William J. Canaan, Inc., a receiver of fresh fruits and vegetables. Canaan's facility is located at Mile Post 6.4± on the EP Branch. There is no rail siding at the facility and the shipper has been unwilling to construct one. During the period of 2002 through 2004, Canaan received a total of nine cars at this facility; to date in 2005, Canaan had received one car. However, P&W is only a secondary source of service to Canaan, as most of its in-bound rail produce comes in via CSX to the New England Produce Center in Chelsea, Massachusetts (near Boston) and is then transloaded to truck for delivery to the shipper's location in East Providence. P&W has been advised that it is more expensive for the produce to be delivered via P&W than the cost of truck from the Chelsea, Massachusetts transload site. Furthermore, P&W believes that Canaan's facility is on the market for sale. Nonetheless, in the event Canaan does require P&W rail service in the future, P&W would be willing to offer it rail service to an existing transfer/transload facility in Pawtucket that is approximately 4-5 miles away from the shipper's premises. There has been no traffic over the EJ Branch for the last four or more years.

There are no reasonable alternatives to the proposed abandonment, as P&W's right-of-way is located in an area where the State of Rhode Island and the City of East Providence are working on a roadway improvement project along the East Providence

waterfront that will improve vehicular access and facilitate development of certain waterfront property in East Providence. In connection with this roadway improvement project, the State -- acting through the Rhode Island Department of Transportation -- has requested that P&W relinquish rights in and to the property that is the subject of this abandonment and P&W has agreed, subject to the effectiveness of the proposed abandonment and the grant to P&W by the State of certain rights.

P&W intends to remove track materials, such as rails and ties, but to leave the underlying roadbed intact. P&W does not intend to perform any activities that would cause sedimentation or erosion of the soil.

In conjunction with the proposed agreement with the State and the implementation of the proposed abandonment, P&W intends to build a track to connect the EP Branch at Mile Post 5.07± to the EJ Branch at Mile Post 0.87± ("Connector Track"), that would connect those portions of the EP and EJ Branches that are not being abandoned. Approximately one-half of the Connector Track has already been constructed. Upon completion of the Connector Track, P&W will be able to provide direct rail service to existing industries on those branch lines, whereas now, any train movement between the branch lines requires a reverse move.

A copy of a map of East Providence reflecting the lines being abandoned as well as the proposed Connector Track is attached as Appendix I.

(1) Map.

A U.S.G.S. topographic map showing the location of the portion of the EP and EJ Branches proposed to be abandoned is attached hereto as Appendix II. There are three railroad structures on the EP Branch that are 50 years old or older.

(2) Description of Line.

The portion of the EP Branch proposed to be abandoned runs from the switch at Mile Post 5.53± to Mile Post 9.84±, a distance of approximately 4.31± miles. The portion of the EJ Branch proposed to be abandoned runs from Mile Post 0.0 to Mile Post 0.48±, a distance of approximately 0.48± miles. These branch rights-of-way vary in width from 50± feet to 81± feet with most of the rights-of-way having a width of 81± feet. These branches run through commercial and industrial areas, as well as medium and rural residential areas.

(3) Photographs.

To be provided.

(4) Information on Structures.

The portions of the rights-of-way of the EP and EJ Branches were acquired by P&W in 1884, 1935 and 1982. Based on information in P&W's files, the company believes that most of these lines were originally constructed in the mid 1800's and were used by P&W and P&W's predecessors primarily to serve local shippers. There are three bridges on the EP Branch:

<u>Mile Post</u>	<u>Location</u>	<u>Built</u>	<u>Length</u>
8.29	Bowers Cove	1910	66'
	Alterations:	New timber deck – 1940 and 1968	
		Painted 1953	
		Repaired abutments 1950	

<u>Mile Post</u>	<u>Location</u>	<u>Built</u>	<u>Length</u>
8.67	Burgess Cove	1920	20'
	Alterations:	New timber deck – 1942	

<u>Mile Post</u>	<u>Location</u>	<u>Built</u>	<u>Length</u>
8.99	Squantum Cove	1940	17'
	No information on alterations.		

(5) **Brief History of Operations.**

No operational changes by P&W are contemplated as a result of the proposed abandonment of these portions of the branch lines.

(6) **Engineering Documents.**

Files related to the three bridges contain sketches and engineering documents, notes and invoices for most of the alterations performed. P&W does not believe, based on readily available information in its possession, that the EP or EJ Branches meet the criteria for listing on the National Register of Historic Places. Further, P&W does not believe that there is a likelihood of archaeological resources or any other previously unknown historic properties in the project area.

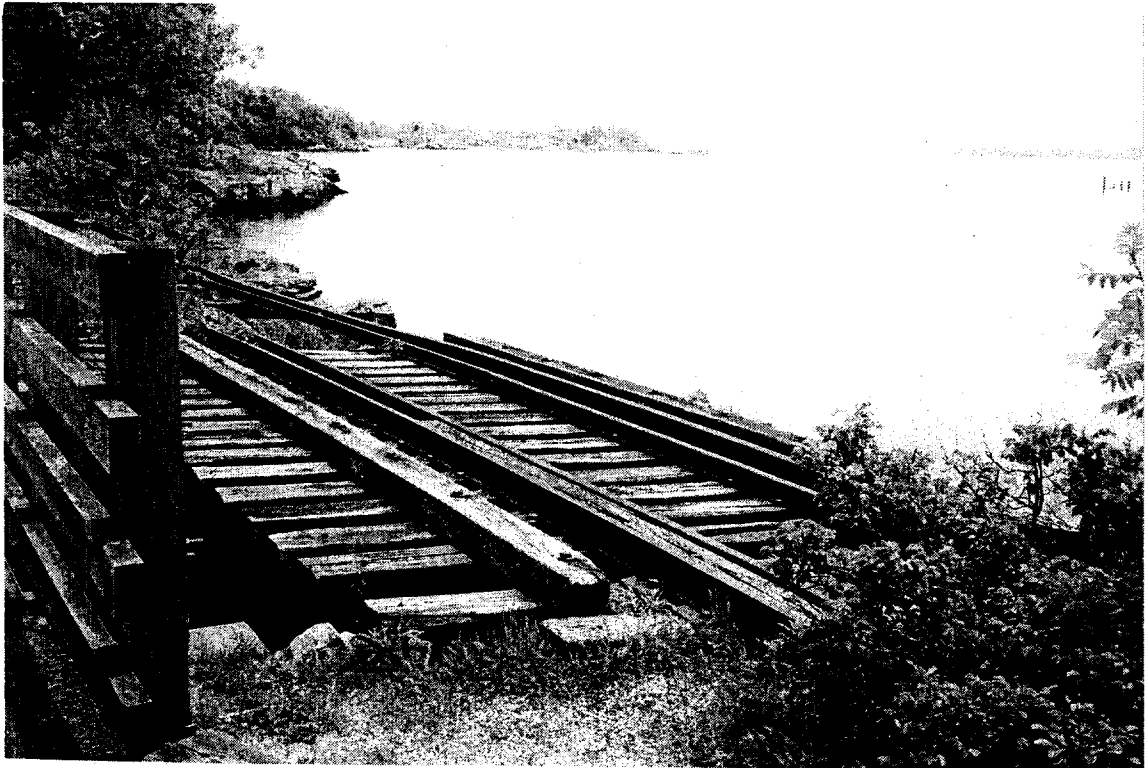
(7) **Historic Criteria.**

P&W does not believe, based on readily available information in its possession, that the EP or EJ Branches meet the criteria for listing on the National Register of Historic Places. Further, P&W does not believe that there is a likelihood of archaeological resources or any other previously unknown historic properties in the project area.

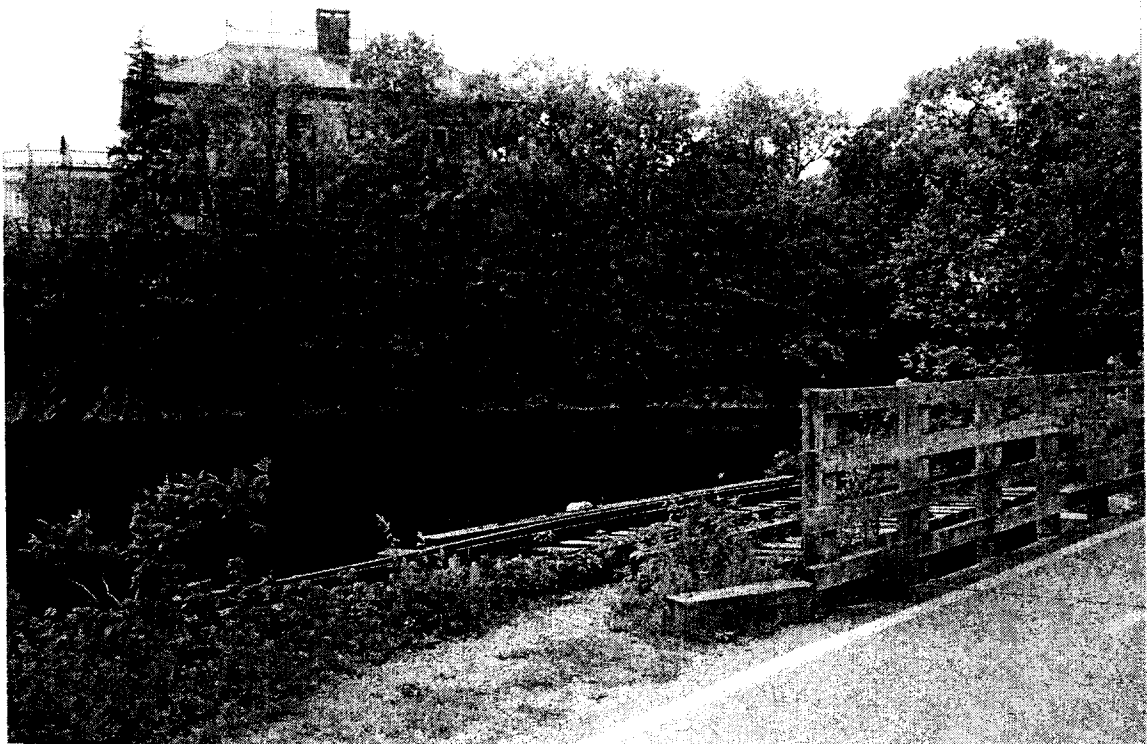
(8) *Ground Disturbances.*

Based on readily available information in its possession, other than the construction of the EP and EJ Branches, P&W does not know of any other sub-surface ground disturbance or fill, environmental conditions (naturally occurring or man-made) that might affect the archaeological recovery of resources and the surrounding terrain.

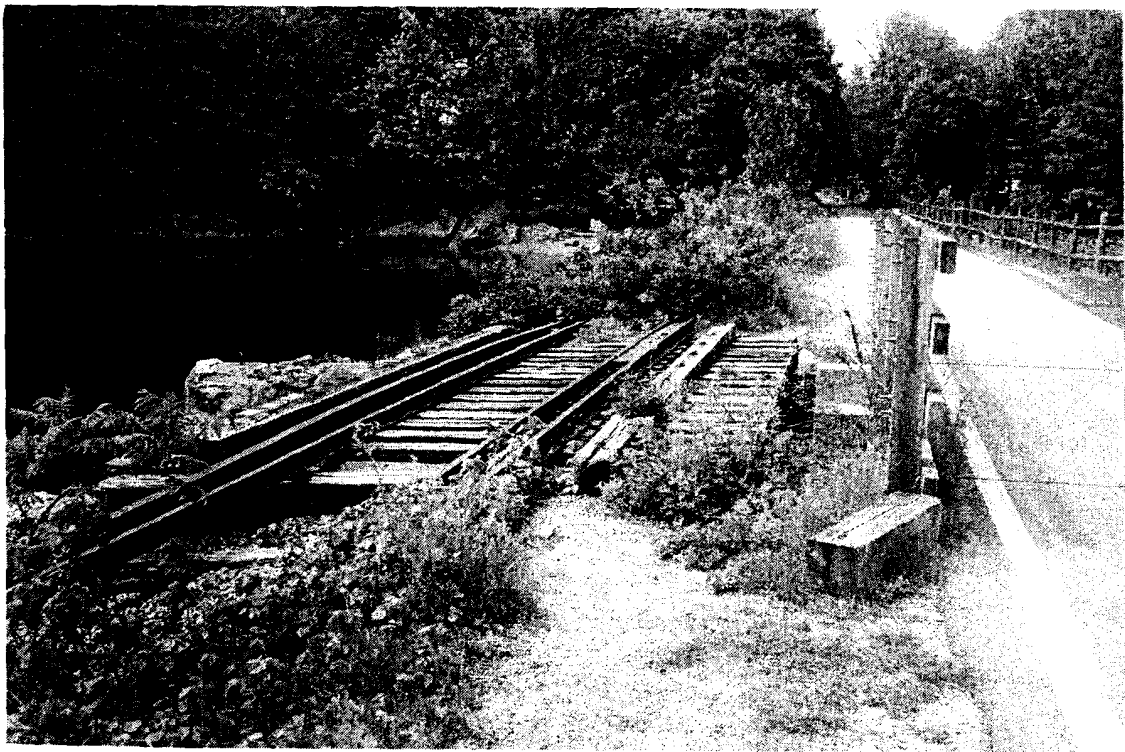
Squantum Cove
East Providence, RI
Mile Post 8.99
June 1, 2005



Squantum Cove
East Providence, RI
Mile Post 8.99
June 1, 2005



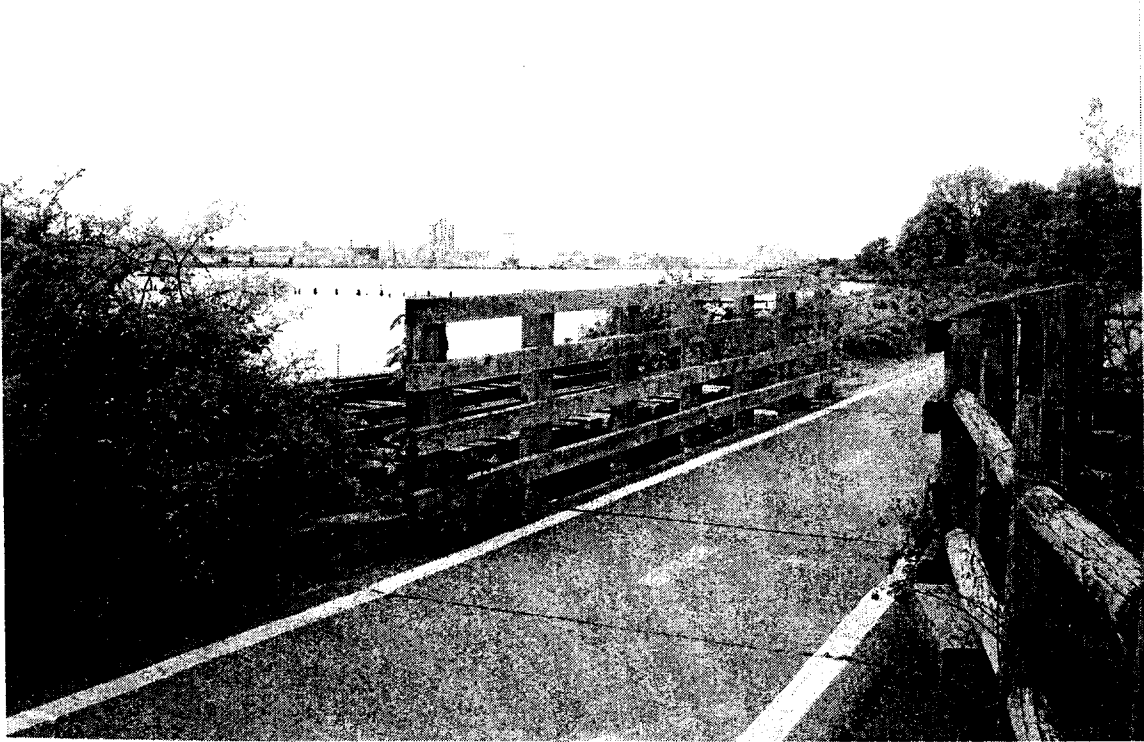
Squantum Cove
East Providence, RI
Mile Post 8.99
June 1, 2005



Burgess Cove
East Providence, RI
Mile Post 8.67
June 1, 2005



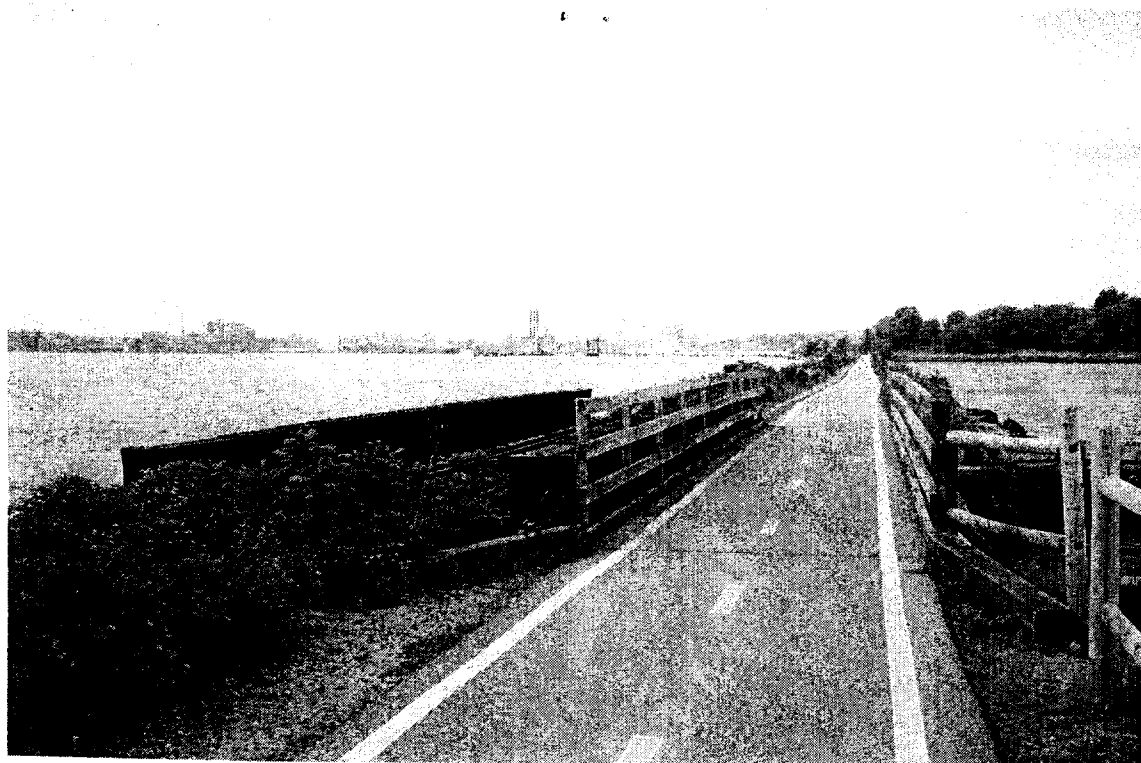
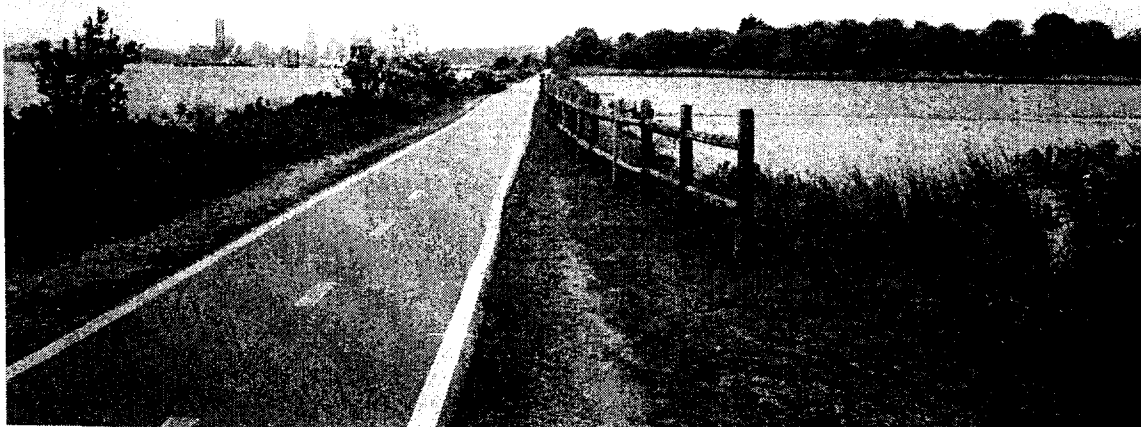
Burgess Cove
East Providence, RI
Mile Post 8.67
June 1, 2005



Burgess Cove
East Providence, RI
Mile Post 8.67
June 1, 2005



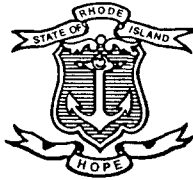
Bower's Cove
East Providence, RI
Mile Post 8.29
June 1, 2005



Bower's Cove
East Providence, RI
Mile Post 8.29
June 1, 2005



Exhibit 4



State of Rhode Island and Providence Plantations
COASTAL RESOURCES MANAGEMENT COUNCIL
Oliver Stedman Government Center
4808 Tower Hill Road
Wakefield, RI 02879
(401) 783-3370

Michael M. Tikoian
Chairman

Grover J. Fugate
Executive Director

May 26, 2005

Ms. Amy Silverstein
Assistant General Counsel
Providence and Worcester Railroad Co.
75 Hammond Street
P O Box 16551
Worcester, MA 01610

Dear Ms. Silverstein:

In reference to your letter of May 18, 2005, any site work in this area would require an assent from the Council. This assent would thereby constitute your federal consistency determination for federal purposes.

I trust this answers your questions.

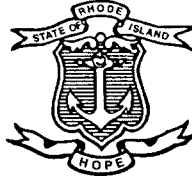
Sincerely,

Grover J. Fugate, Executive Director
Coastal Resources Management Council

GJF/lam

cc: B. Goldman, Esq, CRMC Legal Counsel

RECEIVED JUN 06 2005



State of Rhode Island and Providence Plantations
COASTAL RESOURCES MANAGEMENT COUNCIL
Oliver Stedman Government Center
4808 Tower Hill Road
Wakefield, RI 02879
(401) 783-3370

Michael M. Tikoian
Chairman

Grover J. Fugate
Executive Director

June 3, 2005

Amy Silverstein, Esq.
Assistant General Counsel
Providence and Worcester Railroad Company
75 Hammond Street
Worcester, MA 01610

Dear Ms. Silverstein:

In reference to your May 27, 2005 letter, I will reiterate my position in my May 26, 2005 letter to you and that is any work within the CRMC's jurisdiction will require an assent. This assent will also constitute your federal consistency determination. As of this date, we do not have an application meeting these standards that we can begin review on.

Sincerely yours,

Grover J. Fugate, Executive Director
Coastal Resources Management Council

GJF/lam



June 10, 2005

FOUNDED 1844

Grover J. Fugate
Executive Director
Coastal Resources Management Council
Stedman Office Building
4808 Tower Hill Road
Wakefield, RI 02879

RE: Providence and Worcester Railroad Company
Proposed Abandonment
East Providence, Rhode Island
Docket No. AB-254 (Sub No. 8X)

Dear Mr. Fugate:

I am in receipt of your letters dated May 26 and June 3, 2005 regarding the above captioned matter. As you know, P&W plans to file a Petition for Exemption on June 16, 2005 with the Surface Transportation Board. Any issues that the Council has with P&W's proposed action may be addressed directly to the Board once the petition is filed. The abandonment of the rail lines is in conjunction with the pre-approved State of Rhode Island and the City of East Providence waterfront development project.

Thank you for your cooperation. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Administration
STATEWIDE PLANNING PROGRAM
 One Capitol Hill
 Providence, RI 02908 - 5872

May 26, 2005

Amy Silverstein
 Assistant General Counsel
 Providence and Worcester Railroad
 75 Hammond Street
 Worcester, MA 01610

RE: Proposed abandonment of East Providence Branch by Providence and Worcester Railroad (P&W)

Dear Ms. Silverstein:

The Statewide Planning Program is in receipt of your letter dated May 18, 2005 requesting an opinion on P&W's request to abandon portions of the East Providence Branch and East Junction Branch in the City of East Providence, Rhode Island, specifically whether the abandonment is consistent with existing land use plans.

The Rhode Island State Planning Council, of which Statewide Planning serves as staff, is the Metropolitan Planning Organization for the State of Rhode Island. Additionally, Statewide Planning (within the Department of Administration) serves as the Single Point of Contact (SPOC) under Executive Order 12372 and also has authority and responsibility for review and approval of local comprehensive plans under state statutes.

We have reviewed the request to abandon 4.3 miles of the East Providence Branch and 0.48 miles of the East Junction Branch.

Background:

1. The City of East Providence has a comprehensive plan that is certified by the Department of Administration.
2. The City, consistent with its long-range plan, is undertaking a large-scale redevelopment of its waterfront and has established a redevelopment authority to accomplish this.
3. The East Providence Waterfront District is designated as a growth center by the State of Rhode Island.

Findings:

1. The right of way (ROW) of the East Providence Branch is required for construction of a new highway called Waterfront Drive. This roadway is included in the state's long-range transportation plan and Transportation Improvement Program (TIP) for fiscal years 2003-2005. The draft TIP for 2006-2007 recommends construction of a new wye track that will connect the East Providence Branch with the East Junction Branch, thereby allowing abandonment of the 0.48 mile segment of the East Junction.
2. There is no active freight service on the portion of the line proposed for abandonment and it has not been active for some time. There are no businesses that would lose freight service as a result of this action. The federal Local Freight Rail Assistance (LFRA) Program has not been funded for many years, and it is increasingly difficult to maintain and improve freight lines.
3. The right of way will remain intact, in public ownership, and will be used as a multi-modal transportation corridor (including bicycles and pedestrians). Development is planned that is conducive to future use of transit.
4. It is extremely unlikely that this rail line would ever be used to provide service (freight or passenger) to communities further south as the ROW is currently in use as a bicycle path, and bridge constraints preclude service to Aquidneck Island from this direction. Restoration of rail service to Aquidneck Island would most likely come from Fall River, Massachusetts over the Sakonnet River. The potential for direct linkage of this line to the Northeast Corridor and other lines on the west side of Narragansett Bay was effectively eliminated by the Rail Relocation / Capitol Center Project in the 1990s.
5. It is not clear from the map provided if the proposed action affects the rail corridor that extends west from Crook Point in East Providence via a bridge crossing of the Seekonk River and a tunnel under the East Side of the City of Providence to a terminus at the western tunnel portal just east of South Main Street in Providence. This segment of rail corridor is currently owned by the State of Rhode Island and may have transportation utility in the future as a connection between the East Providence waterfront area and the East Side of Providence. Depending on future land use and development, this segment could provide utility for conversion for a passenger (rubber-tired) shuttle linking the East Side of Providence with the East Providence Waterfront development area. We note that this idea is identified as an *opportunity* in the Waterfront District Plan component of the City of East Providence's Comprehensive Plan. *If* this segment were included in the proposed action; while not objecting to the action, we recommend that no conditions be included that would infringe upon the potential for future transportation re-use of this segment.
6. The following policy in the **State Land Use Policies and Plan** (Element 121 of the State Guide Plan, adopted in June, 1989) is applicable. The proposed action is not inconsistent with this policy, as the rail line does not have potential for future rail use and the right of way is being preserved for transportation usage.
 - T 21. Prevent destruction of rail lines and rights-of-way that may have potential for future use.

Ms. Amy Silverstein

Page 3

May 26, 2005

7. The following strategy contained in the **Transportation 2025** (Element 611 of the State Guide Plan, adopted in August 2004) is applicable. The proposed action is not inconsistent with this strategy.
 - LU.3.q Acquire and preserve active and abandoned rail rights-of-way for future transportation use. These include the Pontiac Secondary, the Newport Secondary, and others designated in the Freight Rail Plan. They can have multiple uses over the long term.
8. The following policies contained in the **Freight Rail Plan** (Element 661 of the State Guide Plan, adopted in 1993) are applicable. The proposed action is not inconsistent with these policies (given lack of resources to provide financial assistance).
 - Promote public ownership of railroad rights-of-way
 - Provide public rehabilitation assistance to light density lines to avoid abandonment and preserve rail freight service
 - Preserve by public ownership abandoned rights-of-way where appropriate

Therefore, this agency concludes that the proposed action is consistent with the State Guide Plan. Please do not hesitate to contact me at 401-222-5772 if you have any questions.

Sincerely,



John P. O'Brien
Chief

cc: George Johnson, Katherine Trapani, Bruce Vild, Jeanne Boyle, Steve Devine



June 10, 2005

FOUNDED 1844

John P. O'Brien, Chief
State of Rhode Island and Providence Plantations
Statewide Planning Program
Department of Administration
Division of Planning
One Capitol Hill
Providence, RI 02908

RE: Providence and Worcester Railroad Company
Proposed Abandonment
East Providence, Rhode Island
Docket No. AB-254 (Sub No. 8X)

Dear Mr. O'Brien:

I am in receipt of your letter dated May 26, 2005 regarding the above captioned matter. With respect to paragraph 5, please be advised that the proposed action does not affect the rail corridor extending west from Crook Point in East Providence via a bridge crossing of the Seekonk River and a tunnel through Providence. As you stated in your letter, that segment is currently owned by the State of Rhode Island. P&W has no rights over nor any interest in the bridge.

Please do not hesitate to contact me if you have any further questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel



60 Quaker Lane, Suite 46, Warwick, Rhode Island 02886, phone 401.828.1300, fax 401.828.0433

June 1, 2005

To: Amy Silverstein
Assistant General Counsel
Providence and Worcester Railroad Company
P.O. Box 16551
Worcester, MA. 01601

Subject: Prime Farmland Soil Determination.

Dear Amy:

In response to your request for a prime farmland soil determination for the area stated in your May 18, 2005 letter I have enclosed a map showing the prime farmland soils for the area of concern (please note: the reference to the U.S. Soil Conservation Service in the Federal Regulations is no longer relevant, the old SCS is now the Natural Resources Conservation Service). The map was made by clipping the digital (RIGIS) soil coverage to a polygon around the rail lines and running a query to display only the prime farmland soils.

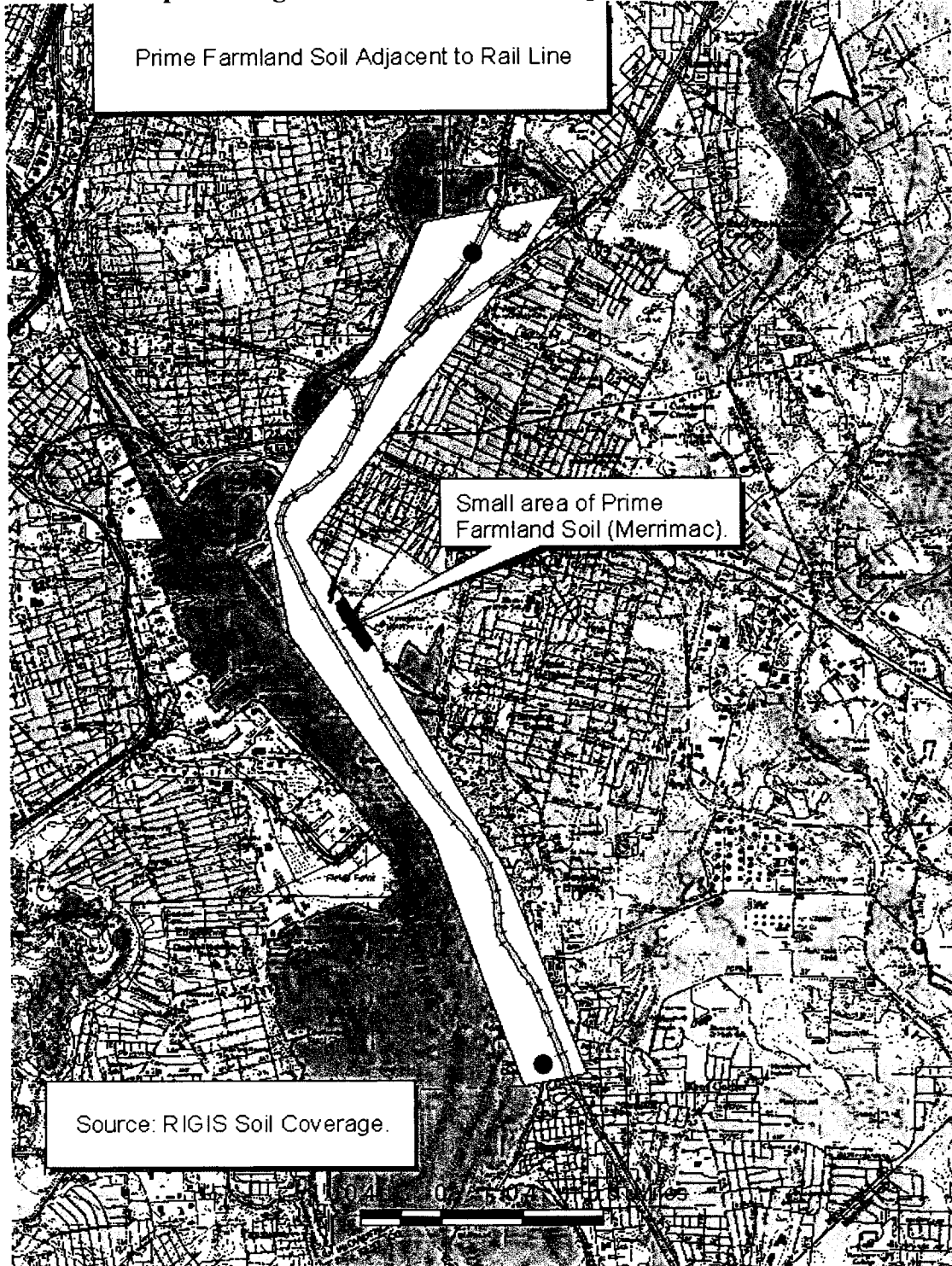
The map below shows that there are no prime farmland soils mapped within the area specified in your request. There is only a small area of Merrimac Soils (Prime Farmland) mapped (see map 2) about 500 feet east of the rail on the Metacomb Country Club.

Concerning your request for the reference to FR 49 C.F.R. 1105.7(8) (ii) I do not have any information concerning National or State Parks. Please let me know if the regulation states if the SCS is responsible for this determination. There are some State Parks labeled on the USGS Topographic Map but we are not responsible for those areas.


Jim Turenne
Assistant State Soil Scientist
USDA-NRCS
60 Quaker Lane, Suite 46
Warwick, RI. 02886
Jim.turenne@ri.usda.gov

60 Quaker Lane, Suite 46, Warwick, Rhode Island 02886, phone 401.828.1300, fax 401.828.0433

Soil Map Showing Prime Farmland Soil Map Units (in Red Polygons)



60 Quaker Lane, Suite 46, Warwick, Rhode Island 02886, phone 401.828.1300, fax 401.828.0433

Map 2: Enlargement of area of hydric soils.





FOUNDED 1844

June 10, 2005

Mr. Jim Turenne
Assistant State Soil Scientist
U. S. Department of Agriculture
Natural Resources Conservation Service
Rhode Island State Office/Service Center
60 Quaker Lane, Suite 46
Warwick, RI 02886

RE: Providence and Worcester Railroad Company
Proposed Abandonment
East Providence, Rhode Island
Docket No. AB-254 (Sub No. 8X)

Dear Mr. Turenne:

I am in receipt of your June 1, 2005 letter regarding the above captioned matter. With respect to your question whether the regulation states if NRCS is responsible for determining if national or state parks are affected, I do not believe that there is an obligation on the part of NRCS.

Thank you for your cooperation. Please do not hesitate to contact me if you have any further questions.

Very truly yours,

Amy Silverstein
Assistant General Counsel

PROVIDENCE AND WORCESTER RAILROAD COMPANY
75 HAMMOND STREET, WORCESTER, MA 01610 P.O. BOX 16551, WORCESTER, MA 01601
TELEPHONE (508) 755-4000 FAX (508) 795-0748



DEPARTMENT OF THE ARMY
NEW ENGLAND DISTRICT, CORPS OF ENGINEERS
696 VIRGINIA ROAD
CONCORD, MASSACHUSETTS 01742-2751

May 23, 2005

REPLY TO:
ATTENTION OF:

Regulatory Division
NAE-2005-1663

Amy Silverstein
Providence & Worcester Railroad
75 Hammond Street
P.O. Box 16551
Worcester, Massachusetts 01601

Dear Attorney Silverstein:

We have determined that a Department of the Army permit is not required for the Providence and Worcester Railroad Company's project located in East Providence, Rhode Island. The project involves removing track material, such as rails and ties, from the branch lines known as the East Providence Branch and the East Junction Branch. The proposed work does not require placing fill in a water or wetland. This determination is based on the information in your letter dated May 18, 2005 and the attached undated plan titled "PROPOSED ABANDONMENT MAP".

Our regulatory jurisdiction encompasses all work in or affecting navigable waters of the United States under Section 10 of the Rivers and Harbors Act of 1899 and the discharge of dredged or fill material into all waters of the United States, including adjacent wetlands, as well as the excavation and grading within those waters, under Section 404 of the Clean Water Act. Since your proposal does not include any of the aforementioned activities, a Department of the Army permit is not required.

Finally, our Corps permit process does not supersede any other agency's jurisdiction. Therefore, if other Federal, State, and/or local agencies have jurisdiction over your proposed activity, you must receive all other applicable permits before you can begin work.

If you have any questions regarding this letter, contact Michael Elliot of my staff at (978) 318-8131

Sincerely,

A handwritten signature in black ink, reading "Robert J. DeSista", is written over the typed name.

Robert J. DeSista
Chief, Permits & Enforcement Branch
Regulatory Division

Attachments

Exhibit 5

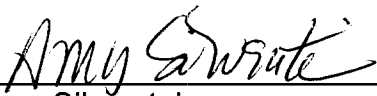
CERTIFICATE OF SERVICE OF PUBLICATION

The undersigned hereby certifies that a notice of the abandonment was published one time in the County where the rail line is located as follows:

<u>County</u>	<u>Newspaper</u>	<u>Date</u>
Providence	Providence Journal	June 10, 2005

The above newspaper is generally circulated in the county where the rail line is located. The Notice as published was in the form prescribed by the Board for a Petition for Exemption at 49 C.F.R. § 1150.12.

Dated this 16th day of June, 2005.



Amy Silverstein
Assistant General Counsel and Assistant
Secretary

EXHIBIT 6

CERTIFICATE OF SERVICE
OF COMBINED ENVIRONMENTAL AND HISTORIC REPORT

Pursuant to the provisions of 49 C.F.R. §§ 1105.7(b) & 1105(8)(c), the undersigned hereby certifies that the Combined Environmental And Historic Report concerning the properties that are the subject of the Petition For Exemption, Docket No. AB-254 (Sub-No. 8X), Providence and Worcester Railroad Company -- Abandonment Exemption -- East Providence, Rhode Island (East Providence and East Junction Branch Lines) was mailed via U.S. Mail on May 18, 2005, upon all parties required to receive such notice, as set forth below:

Historical Preservation and Heritage Commission
Old State House
150 Benefit Street
Providence, RI 02903

State of Rhode Island
Statewide Planning Program
Department of Administration
Division of Planning
One Capitol Hill – 4th floor
Providence, RI 02908

State of Rhode Island
Department of Environmental Management
235 Promenade Street
Providence, RI 02908-5767

Executive Director
Coastal Resources Management Council
Stedman Office Building
4808 Tower Hill Road
Wakefield, RI 02879

Jeanne M. Boyle
Planning Director
City of East Providence
145 Taunton Avenue
East Providence, RI 02914

U.S. Department of Environmental Protection
Northeast Regional Office
1 Congress Street
Boston, MA 02114

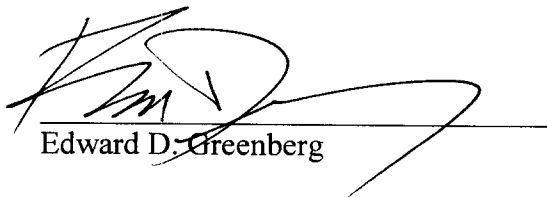
U.S. Fish & Wildlife Service
Region 5
300 West Gate Center Drive
Hadley, MA 01035

Robert J. DeSista
Chief, Permits & Enforcement Branch
Regulatory Division
U.S. Army Corps of Engineers
New England District
696 Virginia Road
Concord, MA 01742

Regional Director
National Park Service
Northeast Region
U.S. Custom House
200 Chestnut Street, 5th floor
Philadelphia, PA 19106

U. S. Department of Agriculture
Natural Resource Conservation Service
Rhode Island State Office/Service Center
60 Quaker Lane, Suite 46
Warwick, RI 02886

National Oceanic and Atmospheric Administration
National Geodetic Survey
1315 East-West Highway
Silver Springs, MD 20910



Edward D. Greenberg

EXHIBIT 7

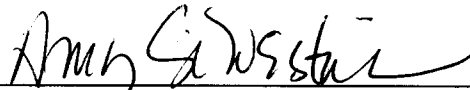
CERTIFICATE OF SERVICE OF PUBLICATION

The undersigned hereby certifies that a notice of the abandonment was published one time in the County where the rail line is located as follows:

<u>County</u>	<u>Newspaper</u>	<u>Date</u>
Providence	Providence Journal	June 10, 2005

The above newspaper is generally circulated in the county where the rail line is located. The Notice as published was in the form prescribed by the Board for a Petition for Exemption at 49 C.F.R. 1150.12.

Dated this 16th day of JUNE, 2005.



Amy Silverstein
Assistant General Counsel

PUBLIC NOTICE

Providence and Worcester Railroad Company gives notice that on or about June 16, 2005, it intends to file with the Surface Transportation Board (the Board), Washington, DC 20423, a petition for exemption under 49 U.S.C. 10505 from the prior approval requirements of 49 U.S.C. 10903, ET SEQ. permitting the abandonment of (1) a portion of its branch line known as the East Providence Branch running from the switch at Mile Post 5.53 +/- near Dunnellen Road south to end-of-track at Mile Post 9.84 +/- near Whipple Avenue in East Providence, Rhode Island, a total distance of approximately 4.31 +/- miles; and (2) a portion of its branch line known as the East Junction Branch running from Mile Post 0.48 +/- at the north side of Dexter Road south to its connection with the East Providence Branch at Mile Post 0.0 north of Waterman Avenue in East Providence, Rhode Island, a total distance of approximately 0.48 +/- miles, all of which are located within Providence County, Rhode Island, in United States Postal Service Zip Codes 02914, 02915 and 02916. The proceeding will be docketed as No. AB-254 (Sub-No. 8X).

The Board's Section of Environmental Analysis (SEA) will generally prepare an Environmental Assessment (EA), which will normally be available 60 days after the filing of the petition for abandonment exemption. Comments on environmental and energy matters should be filed no later than 30 days after the EA becomes available to the public and will be addressed in a Board decision. Interested persons may obtain a copy of the EA or make inquiries regarding environmental matters by writing to SEA, Surface Transportation Board, Washington, DC 20423 or by calling that office at (202) 565-1539.

Appropriate offers of financial assistance to continue rail service can be filed with the Board. Requests for environmental conditions, public use conditions, or rail banking/trails use also can be filed with the Board. An original and 10 copies of any pleading that raises matters other than environmental issues (such as trails use, public use, and offers of financial assistance) must be filed directly with the Board's Office of the Secretary, 1925 K Street, N.W., Washington, DC 20423 (See 49 CFR 1104.1(a) and 1104.3(a)) and one copy must be served on applicants' representative (See 49 CFR 1104.12(a)). Questions regarding offers of financial assistance, public use or trails use may be directed to the Board's Office of Congressional and Public Services at (202) 565-1592. Copies of any comments or requests for conditions should be served on the applicant's representative: Amy Silverstein, Assistant General Counsel, Providence and Worcester Railroad Company, 75 Hammond Street, Worcester, MA 01610.

AFFIDAVIT OF PUBLICATION

The Providence Journal
The Providence Sunday Journal

Published by The Providence Journal Company
Providence, Rhode Island 02902

State of Rhode Island
City and County of Providence

On this 10th day of June 20 05,

before me, a Notary Public, duly qualified for said County and State, personally appeared Laurence Ricardo, Senior Sales Director, in the office of The Providence Journal Company, publishers of The Providence Journal, a newspaper published in the City of Providence by The Providence Journal Company, who, on being duly sworn, states that the advertisement of

PUBLIC NOTICE Providence and Worcester Railroad Company gives notice that on or about June 16, 2005, it intends to file... a true copy of which is hereunto annexed, was duly inserted in THE PROVIDENCE JOURNAL in its issue of

June 10th, 2005

Laurence Ricardo
Laurence Ricardo

10th

Subscribed and sworn to before me this

day of June 20 05

Jean A. Sandberg
Notary Public

My Commission expires:

07/02/05