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June 28, 2002



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HAND DELIVERY

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Room 711
Washington, D.C. 20423-0001

205 742

FILED
JUN 28 2002
SURFACE
TRANSPORTATION BOARD

Re: Finance Docket NO. 34229, The Ohio & Pennsylvania Railroad Company--
Exemption--Acquisition and Operation of Extended Lines in Lowellville, Ohio

Dear Secretary Williams:

Enclosed for filing in the referenced docket please find an original and 10 copies of the Verified Notice of Exemption of The Ohio & Pennsylvania Railroad Company, together with a WordPerfect Diskett containing the filing in electronic form. We are also submitting our check in the amount of \$1,300.00, to cover the requested filing fee.

An additional copy of the Notice also is enclosed. Kindly indicate receipt of the filing by time-stamping this extra copy and returning it to the bearer of this letter.

Thank you for your consideration in this matter.

Sincerely,

Kelvin J. Dowd
An Attorney for the
Ohio & Pennsylvania Railroad Company

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JUN 28 2002

SURFACE
TRANSPORTATION BOARD

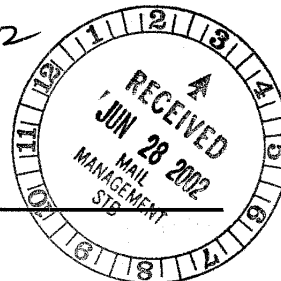
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Public Record

205742

BEFORE THE
SURFACE TRANSPORTATION BOARD



THE OHIO & PENNSYLVANIA)
RAILROAD COMPANY)
-- EXEMPTION -- ACQUISITION AND)
OPERATION OF EXTENDED LINES)
IN LOWELLVILLE, OHIO)

Finance Docket No. 34229

VERIFIED NOTICE OF EXEMPTION

Pursuant to 49 U.S.C. § 10902 and the Board's implementing regulations set forth at 49 C.F.R. Part 1150.41, et seq., the Ohio & Pennsylvania Railroad Company ("O&P"), a Class III carrier, files this Verified Notice of Exemption to permit O&P to extend its existing lines through the acquisition by purchase from CSX Transportation, Inc. ("CSXT") of approximately 0.89 miles of rail line between Valuation Station 3261 + 00 and Valuation Station 3308 + 00, in Lowellville, Mahoning County, Ohio. The line to be acquired ("Subject Line") currently is part of CSXT's River Track.

In support hereof, O&P shows as follows:

a. Full Name and Address of Applicant

The Ohio & Pennsylvania Railroad Company
136 South Fifth Street
Coshocton, Ohio 43812

b. Name and Address of Applicant's Representative

Kelvin J. Dowd
Slover & Loftus
1224 Seventeenth Street, N.W.
Washington, D.C. 20036
(202) 347-7170

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c. Statement Regarding Agreement

Agreement as to all essential terms has been reached between O&P and CSXT with respect to O&P's acquisition of the Subject Line.

d. Operation of the Property

Following the effective date of the exemption noticed hereby, O&P will be the operator of the Subject Line.

e. Summary of the Transaction

O&P currently owns approximately 2 miles of rail line between Struthers and Youngstown, Ohio. O&P does not presently operate over its line, due to a lack of demand for service. Two (2) other railroads -- the Mahoning Valley Railroad and the Central Columbiana and Pennsylvania Railroad ("CCPR") -- operate over portions of O&P's line under trackage rights, however, and O&P itself expects to resume freight operations in the near future as new traffic opportunities materialize.

The subject transaction involves the purchase by O&P of a short segment (less than one mile) of CSXT trackage in Lowellville. By extending its line in this manner, O&P will facilitate the re-establishment of an interchange with CSXT at Lowellville, which will improve the efficiency of CCPR's current operations over O&P's line, and enhance O&P's own operations once it recommences service.

Pursuant to Board regulations, O&P states that CSXT's corporate address is 500 Water Street, Jacksonville, Florida 32202. The total number of additional route miles to be acquired and operated by O&P is approximately 0.89 miles. It is contemplated that the acquisition

of the Subject Line will take place within forty-five (45) days of the effectiveness of the exemption noticed hereby.

f. Map

See Exhibit No. 1.

g. Certificate of Projected Revenue

Pursuant to 49 C.F.R. Part 1150.43(g), O&P certifies that its projected revenues as a result of this transaction will not result in the creation of a Class I or a Class II rail carrier.

h. Environmental and/or Historical Documentation

The proposed transaction qualifies under 49 C.F.R. Part 1105.6(c)(2), and as such, no environmental documentation is required. Likewise, O&P has no plans to alter or dispose of any assets that are fifty (50) years old or older, and as such, the transaction does not require an historic report. 49 C.F.R. Part 1105.8(b).

i. Caption Summary

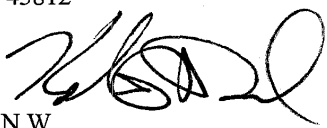
See Exhibit No. 2.

Respectfully submitted,

THE OHIO & PENNSYLVANIA
RAILROAD COMPANY
136 South Fifth Street
Coshocton, Ohio 43812

OF COUNSEL:

SLOVER & LOFTUS
1224 17th Street, N.W.
Washington, D.C. 20036

By: Kelvin J. Dowd 
Slover & Loftus
1224 17th Street, N.W.
Washington, D.C. 20036
(202) 347-7170

Dated: July 28, 2002

Attorney & Practitioner

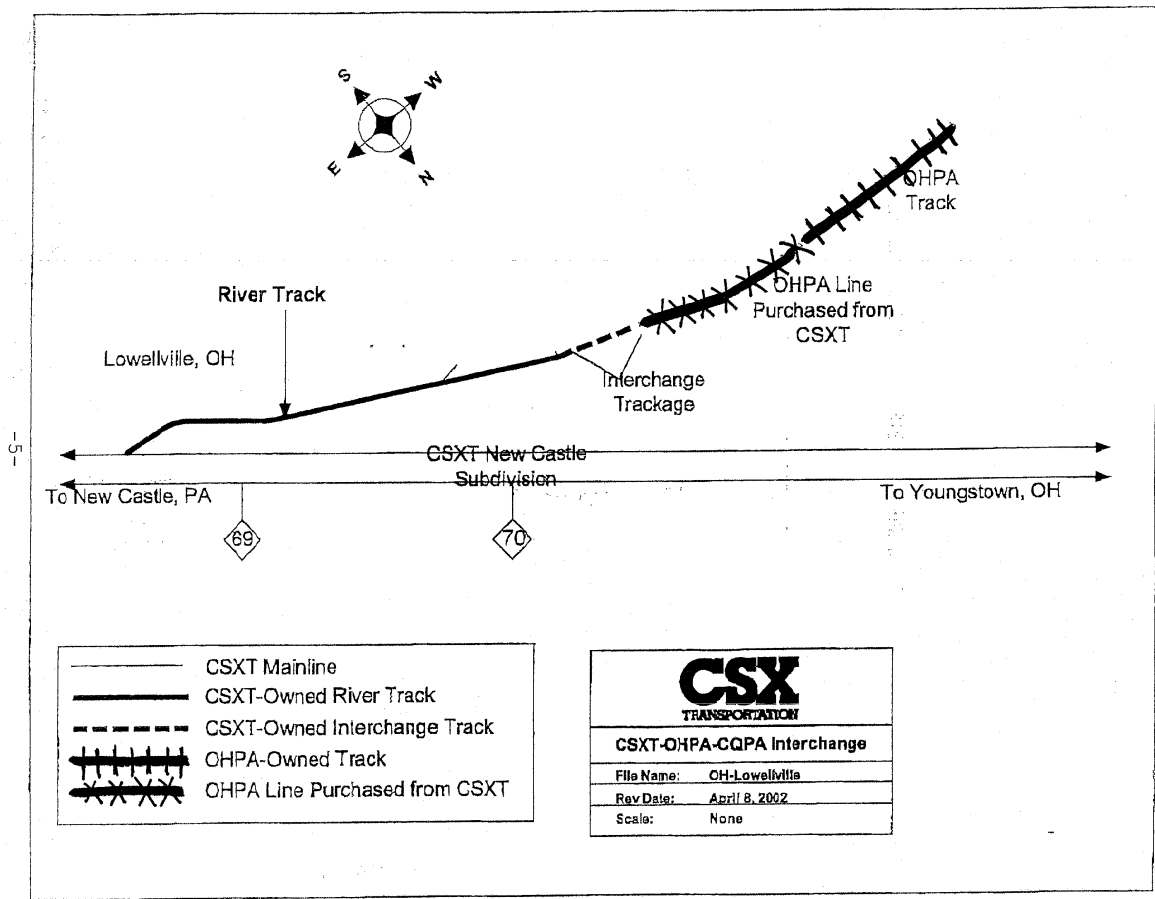


Exhibit 1

Exhibit No. 2

Finance Docket No. 34229

**THE OHIO & PENNSYLVANIA
RAILROAD COMPANY
-- EXEMPTION -- ACQUISITION AND
OPERATION OF EXTENDED LINES
IN LOWELLVILLE, OHIO**

The Ohio & Pennsylvania Railroad Company ("O&P"), a Class III rail carrier, has filed a Verified Notice of Exemption to acquire by purchase from CSX Transportation, Inc. and to eventually operate an additional 0.89 route miles of rail line located between Valuation Station 3261 + 00 and Valuation Station 3308 + 00, in Lowellville, Ohio. Comments must be filed with the Board and served on Kelvin J. Dowd, Slover & Loftus, 1224 Seventeenth Street, N.W., Washington, D.C. 20036 (202) 347-7170.

This Notice is filed under 49 C.F.R. Part 1150.41, et seq. If the Notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. § 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

VERIFICATION

STATE OF OHIO)

COUNTY OF Coshocton)

SS: _____

WILLIAM A. STRAWN, being duly sworn, deposes and says that he is
PRESIDENT of The Ohio & Pennsylvania Railroad Company, that he has read the
foregoing Notice and knows the contents thereof, and that the same are true as stated to the best of
his knowledge, information and belief.

William A. Strawn

William A. Strawn

Sworn and subscribed before me

this 27th day of June, 2002

Kimberly R. Wright Notary Public

My Commission expires: June 5, 2003



KIMBERLY R. WRIGHT
Notary Public, State of Ohio
My Commission Expires
June 5th, 2003

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