

FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
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Chicago, Illinois 60606-2875

June 30, 2005

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VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 700
Washington, DC 20006

Re: **Finance Docket No. 34716**
R.J. Corman Railroad Company/Bardstown Line,
d/b/a R.J. Corman Railroad Company/WV Lines -- Lease
Exemption -- Line of R.J. Corman Railroad Property, LLC

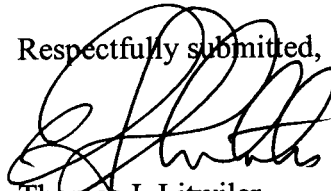
Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the **Verified Notice of Exemption of R.J. Corman Railroad Company/Bardstown Line, d/b/a R.J. Corman Railroad Company/WV Lines Pursuant to 49 C.F.R. § 1150.41**, dated June 30, 2005. A check in the amount of \$1,500, representing the appropriate fee for this filing, and a computer diskette containing the text of the Notice and the *Federal Register* caption summary in MS Word 2000 format are attached.

One extra copy of the Notice and this letter also are enclosed. I would request that you date-stamp those items to show receipt of this filing and return them to me in the provided envelope.

If you have any questions regarding this filing, please feel free to contact me. Thank you for your assistance on this matter.

Respectfully submitted,



Thomas J. Litwiler
Attorney for R.J. Corman Railroad Company/
Bardstown Line, d/b/a R.J. Corman Railroad
Company/WV Lines

TJL:tl

Enclosures

ENTERED
Office of Proceedings

JUL 1 - 2005

Part of
Public Record

ORIGINAL

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34716

R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE,
d/b/a R.J. CORMAN RAILROAD COMPANY/WV LINES
-- LEASE EXEMPTION --
LINE OF R.J. CORMAN RAILROAD PROPERTY, LLC

**VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE,
d/b/a R.J. CORMAN RAILROAD COMPANY/WV LINES
PURSUANT TO 49 C.F.R. § 1150.41**

**ENTERED
Office of Proceedings**

JUL 1 - 2005

**Part of
Public Record**

Ronald A. Lane
Thomas J. Litwiler
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832
(312) 252-1500

**ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/BARDSTOWN LINE, d/b/a R.J.
CORMAN RAILROAD COMPANY/WV LINES**

Dated: June 30, 2005

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34716

R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE,
d/b/a R.J. CORMAN RAILROAD COMPANY/ WV LINES
-- LEASE EXEMPTION --
LINE OF R.J. CORMAN RAILROAD PROPERTY, LLC

**VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE,
d/b/a R.J. CORMAN RAILROAD COMPANY/WV LINES
PURSUANT TO 49 C.F.R. § 1150.41**

Pursuant to 49 C.F.R. § 1150.41, et seq., R.J. Corman Railroad Company/
Bardstown Line, d/b/a R.J. Corman Railroad Company/WV Lines ("RJCV"), a Class III rail
carrier, hereby files this Verified Notice of Exemption to lease and operate a line of railroad
known as the "Loup Creek Branch" extending from milepost 0.0 at Thurmond, West Virginia to
milepost 12.0 at Mt. Hope, West Virginia, a distance of approximately twelve miles. Based on
projected revenues for the Loup Creek Branch and its existing operations, RJCV expects to
remain a Class III rail carrier after consummation of the transaction proposed herein.

This Notice is related to Finance Docket No. 34715, R.J. Corman Railroad
Property, LLC -- Acquisition Exemption -- Line of The Railroad Co. and The WV Southern
Railway Co., in which R.J. Corman Railroad Property, LLC ("Railroad Property"), an affiliate of
RJCV, is concurrently filing a Verified Notice of Exemption pursuant to 49 C.F.R. § 1150.41 to
acquire the Loup Creek Branch from The Railroad Co. ("RRC") and The WV Southern Railway
Co. ("WVSR").

In accordance with the requirements of 49 C.F.R. § 1150.43, RJCVC submits the following information:

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

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

R.J. Corman Railroad Company/Bardstown Line,
d/b/a R.J. Corman Railroad Company/WV Lines
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

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

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

Ronald A. Lane
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832
(312) 252-1500

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

RJCVC has reached agreement with Railroad Property providing for RJCVC's lease and operation of the Loup Creek Branch immediately upon Railroad Property's acquisition of the Loup Creek Branch from RRC and WVSR.

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

RJCVC will operate, maintain and provide all rail common carrier service on the Loup Creek Branch, pursuant to the lease transaction proposed herein.

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

R.J. Corman Railroad Company/Bardstown Line is a Class III common carrier by rail which owns and operates a 20-mile rail line between Bardstown Junction, Kentucky (south

of Louisville) and Wickland, Kentucky. R.J. Corman Railroad Corporation -- Exemption Acquisition and Operation -- Certain Line of CSX Transportation, Inc., Finance Docket No. 30959 (ICC served January 15, 1987).¹ The company also previously operated a 36-mile rail line in eastern Kentucky, for which it recently received discontinuance authority. See R.J. Corman Railroad Company/Bardstown Line -- Lease and Operation Exemption -- Line of R.J. Corman Equipment Company, LLC, Finance Docket No. 34166 (STB served February 15, 2002); R.J. Corman Railroad Company/Bardstown Line -- Discontinuance of Service Exemption -- In Johnson, Magoffin and Breathitt Counties, KY, Docket No. AB-875X, et al. (STB served December 23, 2004). The company is controlled by Richard J. Corman, who also controls eight other Class III rail carriers in the eastern United States. See Richard J. Corman -- Continuance in Control Exemption -- R.J. Corman Railroad Company/Central Kentucky Lines, Finance Docket No. 34327 (STB served April 14, 2003).

In connection with the proposed transaction, R.J. Corman Railroad Company/Bardstown Line will form a new division which will do business as R.J. Corman Railroad Company/WV Lines. Pursuant to an agreement between RJCVC and Railroad Property, RJCVC will lease and operate Railroad Property's line of railroad extending from milepost 0.0 at Thurmond, West Virginia to milepost 12.0 at Mt. Hope, West Virginia, a distance of approximately twelve miles. RJCVC will operate, maintain and provide all common carrier service on the line, and will interchange with CSX Transportation, Inc. ("CSXT") at Thurmond. RJCVC, Railroad Property, CSXT and a local mine operator also anticipate installation of a spur on previously abandoned right-of-way west of Mt. Hope to serve a new coal mine load-out. See

¹ R.J. Corman Railroad Company/Bardstown Line was originally known as R.J. Corman Railroad Corporation, and conducts operations on its original line in Kentucky under the reporting marks RJCR.

CSX Transportation, Inc. -- Abandonment Exemption -- In Fayette County, WV, Docket No. AB-55 (Sub-No. 525X) (STB served April 15, 1996).

The complete name and address of the carrier leasing the Loup Creek Branch to RJCVC is as follows:

R.J. Corman Railroad Property, LLC
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

RJCVC intends to consummate its lease of the Loup Creek Branch and commence operations on the line on July 8, 2005.

Map: 49 C.F.R. § 1150.43(f)

A map showing the Loup Creek Branch and the surrounding area is attached as Exhibit A to this notice.

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

A Certificate of Compliance with the provisions of 49 C.F.R. § 1150.43(g) is attached as Exhibit B to this notice.

Advance Notice: 49 C.F.R. § 1150.42(e)

The projected annual operating revenue of R.J. Corman Railroad Company/ Bardstown Line on its existing line and the Loup Creek Branch does not exceed \$5 million, and, accordingly, the advance notice requirements of 49 C.F.R. § 1150.42(e) are not applicable to this transaction. See Exhibit B hereto.

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

Under 49 C.F.R. § 1105.6(c)(2), RJCVC's proposed lease and operation of the Loup Creek Branch is exempt from environmental reporting requirements. The proposed transaction

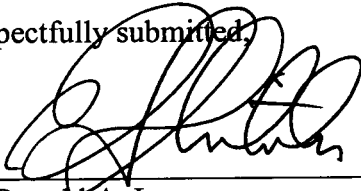
will not result in significant changes in carrier operations, i.e., changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5).

Under 49 C.F.R. § 1105.8(b)(1), RJCV's lease and operation of the Loup Creek Branch also is exempt from historic preservation reporting requirements. The proposed lease is for the purpose of continued rail operations. Further Surface Transportation Board approval is required to discontinue or abandon any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Caption Summary: 49 C.F.R. § 1150.44

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

Respectfully submitted,

By: 

Ronald A. Lane
Thomas J. Litwiler
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832
(312) 252-1500

**ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/BARDSTOWN LINE, d/b/a R.J.
CORMAN RAILROAD COMPANY/WV LINES**

Dated: June 30, 2005

Map WV-14

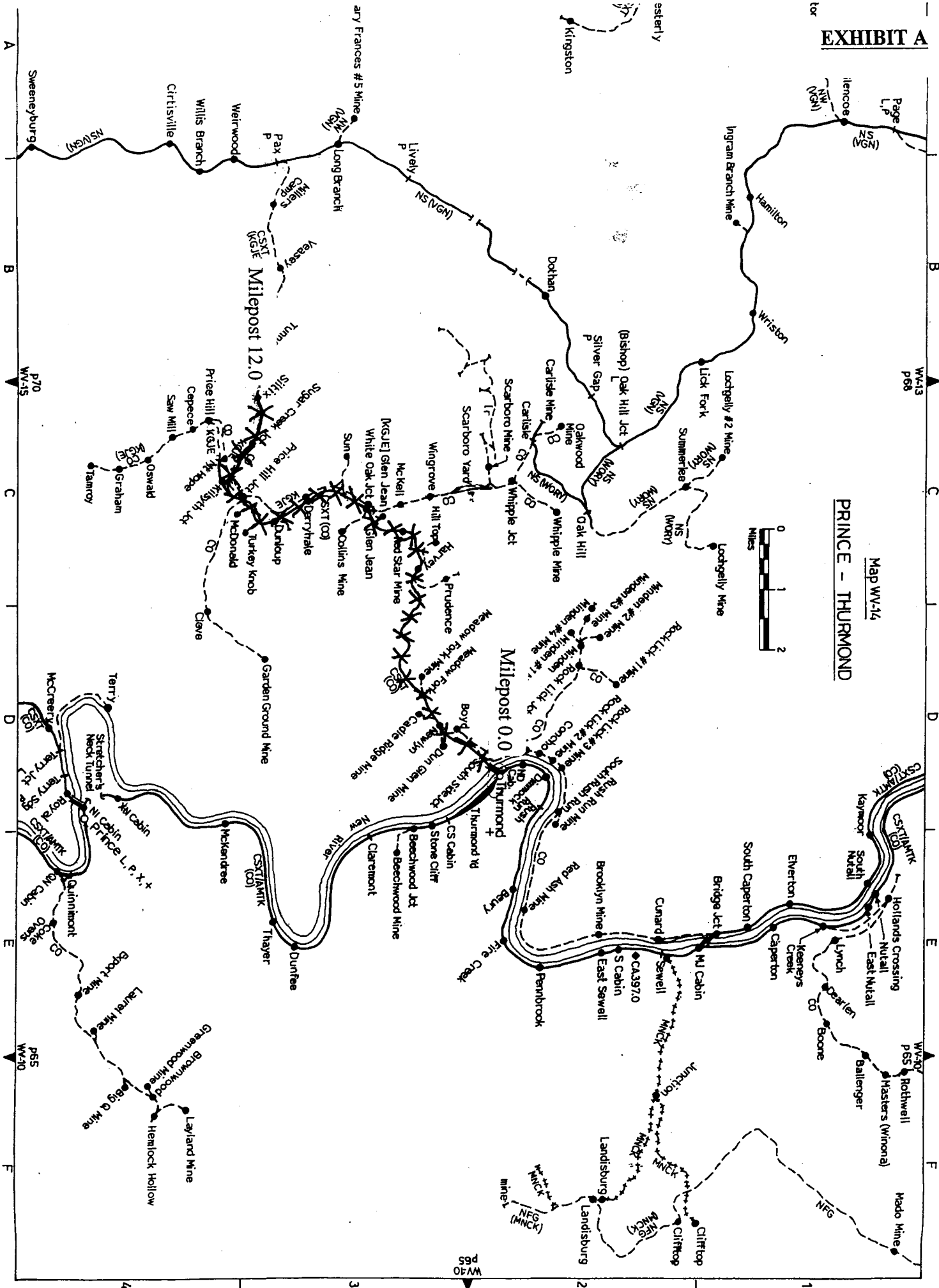


EXHIBIT B

CERTIFICATION

Commonwealth of Kentucky)
) ss:
County of Jessamine)

Sherman W. Petree, being duly sworn, hereby certifies that the projected annual rail revenue of R.J. Corman Railroad Company/Bardstown Line does not exceed \$5 million and will not result in the creation of a Class II or Class I carrier under the provisions of 49 C.F.R. § 1201 (1-1).

He. 

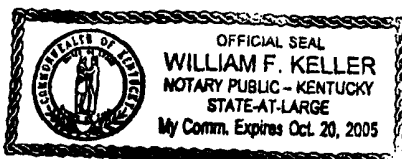
Sherman W. Petree
President

SUBSCRIBED AND SWORN TO
before me this 29th day
of June, 2005.

William F. Keller

Notary Public

My Commission expires:



SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 34716

R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE,
d/b/a R.J. CORMAN RAILROAD COMPANY/WV LINES
-- LEASE EXEMPTION --
LINE OF R.J. CORMAN RAILROAD PROPERTY, LLC

R.J. Corman Railroad Company/Bardstown Line, d/b/a R.J. Corman Railroad Company/WV Lines ("RJCVC"), a Class III rail carrier, has filed a Verified Notice of Exemption to lease from R.J. Corman Railroad Property, LLC ("Railroad Property") and operate a line of railroad extending from milepost 0.0 at Thurmond, West Virginia to milepost 12.0 at Mt. Hope, West Virginia, a distance of approximately twelve miles (the "Loup Creek Branch").

The Notice of Exemption is related to Finance Docket No. 34716, R.J. Corman Railroad Property, LLC -- Acquisition Exemption -- Line of The Railroad Co. and The WV Southern Railway Co., in which Railroad Property is concurrently filing a Verified Notice of Exemption pursuant to 49 C.F.R. § 1150.41 to acquire the Loup Creek Branch from The Railroad Co. and The WV Southern Railway Co.

RJCVC expects to consummate its lease of the Loup Creek Branch and commence operations on the line on July 8, 2005.

Comments must be filed with the Board and served on:

Ronald A. Lane
Fletcher & Sippel LLC
29 North Wacker Drive
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Chicago, Illinois 60606-2832
(312) 252-1500

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

Dated: July __, 2005

By the Board

Vernon A. Williams
Secretary

VERIFICATION

Commonwealth of Kentucky)
) ss:
County of Jessamine)

Sherman W. Petree, being duly sworn, deposes and says that he is President of R.J. Corman Railroad Company/Bardstown Line, that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and that the same are true as stated.

John R

Sherman W. Petree

SUBSCRIBED AND SWORN TO
before me this 27th day
of June, 2005.

William F. Keller
Notary Public

My Commission expires:

