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BY FAX AND HAND DELIVERY
565-9002

July 19, 2002

Hon. Vernon A. Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20004

ENTERED
Office of Proceedings

JUL 22 2002

Part of
Public Record

RE: AB-573X, Trinidad Railway, Inc.-Abandonment
Exemption-In Las Animas County, Co., et al

Dear Mr. Williams:

Pursuant to 49 CFR 1104.13(a), I am writing on behalf of A.P. Maxwell and the Trinidad Railway, Inc. (hereafter "Trinidad") to respond to the Petition for Clarification filed by Rail Ventures, Inc. ("RVI") dated July 15, 2002.

At issue in this eleventh hour filing is whether Trinidad and Kern Valley Railroad Company ("KVR") should be required to convey as part of this transaction two buildings along the right of way. Towards this end, RVI has filed a thick tome styled as a "Petition for Clarification" seeking a Board ruling to compel Trinidad and KVR to convey these buildings. The two buildings include a depot located on KVR's property and an engine house at the end of the line on the real estate retained by Trinidad.

Trinidad submits these comments for the limited purpose of advising the Board that its retained real estate including the engine house was never conveyed to KVR and hence is outside the Board's regulatory jurisdiction. Accordingly, the Board has no legal ability to order Trinidad to convey the property. Nevertheless, Trinidad would be willing to enter into voluntary purchase negotiations with RVI. However, to the best of this counsel's knowledge, RVI has never approached Trinidad seeking to acquire this property.

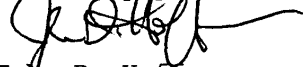
Accordingly, Trinidad requests that the Board issue a ruling

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that it has no jurisdiction to compel Trinidad to convey the engine house and that the sale of that property must be the subject of a private negotiation.

Please date stamp and return for our records one copy of this letter.

Sincerely yours,



John D. Heffner

cc: Taro Kusunose, Esq. (By fax and mail)
Fritz R. Kahn, Esq. (By fax)
Mr. Bruce Addington