

**BALL JANIK LLP**

A T T O R N E Y S

1455 F STREET, NW, SUITE 225  
WASHINGTON, D.C. 20005

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TELEPHONE 202-638-3307

FACSIMILE 202-783-6947

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

**FILED**

SEP - 1 2004

**SURFACE  
TRANSPORTATION BOARD**

lgitomer@dc.bjllp.com

211926

September 1, 2004

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Suite 700  
Washington, DC 20423

ENTERED  
Office of Proceedings

SEP - 1 2004

Part of  
Public Record

RE: Finance Docket No. 34536, *Indiana & Ohio Central Railroad, Inc.—Acquisition  
and Operation Exemption—CSX Transportation, Inc.*

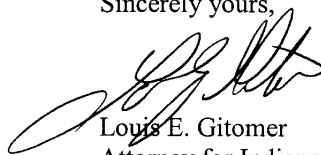
Dear Secretary Williams:

Enclosed for filing are the original and ten copies of a Verified Notice of Exemption under 49 CFR § 1150.41, three diskettes with the file Notice.doc, and a check covering the \$1,400.00 filing fee.

Please time and date stamp the extra copy of this letter and the Verified Notice of Exemption and return them with our messenger. Thank you for your assistance.

If you have any questions, please contact me.

Sincerely yours,



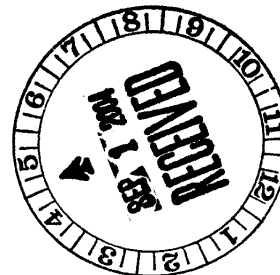
Louis E. Gitomer  
Attorney for Indiana & Ohio Central  
Railroad, Inc.

**FEE RECEIVED**

SEP - 1 2004

**SURFACE  
TRANSPORTATION BOARD**

Enclosure



ORIGINAL

BEFORE THE  
SURFACE TRANSPORTATION BOARD

211926

FINANCE DOCKET NO. 34536

INDIANA & OHIO CENTRAL RAILROAD, INC.— ACQUISITION AND OPERATION  
EXEMPTION—CSX TRANSPORTATION, INC.

VERIFIED NOTICE OF EXEMPTION  
Pursuant to 49 C.F.R. § 1150.41., Et Seq.

Gary A. Laakso, Esq.  
Vice President Regulatory Counsel  
INDIANA & OHIO CENTRAL  
RAILROAD, INC.  
5300 Broken Sound Blvd., NW  
Second Floor  
Boca Raton, FL 33487  
(561) 994-6015

Louis E. Gitomer, Esq.  
Of Counsel  
BALL JANIK LLP  
1455 F Street, N.W., Suite 225  
Washington, DC 20005  
(202) 638-3307

Attorneys for: INDIANA & OHIO CENTRAL  
RAILROAD, INC.

Dated: September 1, 2004

BEFORE THE  
SURFACE TRANSPORTATION BOARD

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FINANCE DOCKET NO. 34536

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INDIANA & OHIO CENTRAL RAILROAD, INC.— ACQUISITION AND OPERATION  
EXEMPTION—CSX TRANSPORTATION, INC.

---

VERIFIED NOTICE OF EXEMPTION  
Pursuant to 49 C.F.R. § 1150.41., Et Seq.

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The Indiana & Ohio Central Railroad, Inc. (“IOCR”), a Class III carrier, with projected annual revenues in excess of \$5 million, files this Notice of Exemption, pursuant to 49 C.F.R. Part 1150, Subpart E-Exempt Transactions Under 49 U.S.C. § 10902 for Class III Rail Carriers, with the Surface Transportation Board (the “Board”) for IOCR to purchase from CSX Transportation, Inc. (“CSXT”) and operate about 107 miles of railroad.<sup>1</sup> The line consists of: (1) the Cincinnati Terminal Subdivision between NA Tower, OH, Milepost BB 7.5, and Oakley, OH, Milepost BB 12.4; and (2) the Midland Subdivision between Oakley, OH, Milepost BB 12.4, and Columbus, OH, Milepost BR 114.6, all in the State of Ohio (the “Line”).

IOCR has proposed the October 16, 2004 consummation date based upon the notice it gave to CSXT employees on August 12, 2004.

In support of this Notice of Exemption, IOCR submits the following information as required by 49 C.F.R. § 1150.43:

---

<sup>1</sup> IOCR will lease the right-of-way from CSXT.

a. Full name and address of applicant:

Indiana & Ohio Central Railroad, Inc.  
497 Circle Freeway Dr.  
Suite 230  
Cincinnati, OH 45246

b. Applicant's Representatives:

Gary A. Laakso, Esq.  
Vice President Regulatory Counsel  
Indiana & Ohio Central Railroad, Inc.  
5300 Broken Sound Blvd., NW  
Boca Raton, FL 33487  
(561) 994-6015

Louis E. Gitomer, Esq.  
Of Counsel  
Ball Janik LLP  
1455 F Street, NW, Suite 225  
Washington, DC. 20005  
(202) 638-3307

c. An agreement has been reached between CSXT, as seller of the trackage and lessor of the real estate, and IOCR, as buyer of the trackage and lessee of the real estate.

d. The operator of the property will be IOCR.

e. Summary of proposed transaction:

1. The name and address of the railroad transferring the property is:

CSX Transportation, Inc.  
500 Water Street  
Jacksonville, FL 32202

2. The proposed time schedule for the consummation of the transaction is October 16, 2004.

3. The mileposts of the subject property that IOCR is buying the track and track structure and leasing the right-of-way from CSXT are between (i) Milepost BB 7.5, NA Tower, OH, and

Milepost BR 12.4 Oakley, OH; and (ii) Milepost BB 12.4, Oakley, OH, and Milepost BR 114.6, Columbus, OH.

4. IOCR is purchasing about 107 miles of track from CSXT and leasing the right-of-way from CSXT.

f. A map of the Line is attached as Exhibit D. The map is in color and will be the last page of this pleading.

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

h. A caption summary, as required by 49 C.F.R. § 1150.44, is attached as Exhibit B.

i. No environmental documentation is required because there will be no operational changes that would exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5) and there will be no action that would normally require environmental documentation. Hence, this Notice of Exemption does not require environmental documentation under 49 C.F.R. § 1105.6(b)(4) and (c)(2)(i).

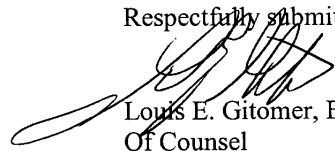
j. An historic report is not required because IOCR will operate the Line, will require further Board approval to discontinue any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 years old or older. Hence, this Notice of Exemption does not require an historic report under 49 C.F.R. § 1105.8(b)(1).

k. The Certification to the Board and the Notice posted and served on the national offices of all labor unions with employees on the affected line is attached as Exhibit C.

This action will not significantly affect either the quality of the human environment or energy conservation.

Gary A. Laakso, Esq.  
Vice President Regulatory Counsel  
INDIANA & OHIO CENTRAL  
RAILROAD, INC.  
5300 Broken Sound Blvd., NW.  
Second Floor  
Boca Raton, FL 33487  
(561) 994-6015

Respectfully submitted,



Louis E. Gitomer, Esq.  
Of Counsel  
BALL JANIK LLP  
1455 F Street. NW., Suite 225  
Washington, D.C. 20005  
(202) 638-3307

Attorneys for: INDIANA & OHIO  
CENTRAL RAILROAD, INC.

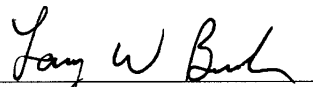
Dated: September 1, 2004

**EXHIBIT A—CERTIFICATE OF COMPLIANCE**

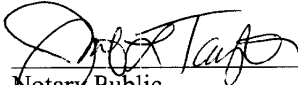
**CERTIFICATION**

State of Florida                    )  
                                          )ss:  
County of Palm Beach            )

I, Larry W. Bush, being duly sworn depose and state that I am Vice President of the Indiana & Ohio Central Railroad, Inc., and that the projected annual revenues from the rail operations of Indiana & Ohio Central Railroad, Inc. would not exceed those that would make it a Class II carrier under 49 C.F.R. Part 1201(1-1).

  
Larry W. Bush

Subscribed and sworn to before me this 30<sup>th</sup> day of August 2004

  
\_\_\_\_\_  
Notary Public

**JENNIFER L. TAYLOR**

(SEAL)

My Commission Expires: June 25, 2005



**EXHIBIT B – CAPTION SUMMARY**

SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34536

INDIANA & OHIO CENTRAL RAILROAD, INC.— ACQUISITION AND OPERATION  
EXEMPTION—CSX TRANSPORTATION, INC.

The Indiana & Ohio Central Railroad, Inc. (“IOCR”) has filed a verified notice of exemption under 49 C.F.R. § 1150.41 to acquire and operate, pursuant to an agreement entered into between CSX Transportation, Inc. (“CSXT”) and IOCR: about 107 miles of railroad from CSXT. The Line consists of: (1) the Cincinnati Terminal Subdivision between NA Tower, OH, Milepost BB 7.5, and Oakley, OH, Milepost BB 12.4; and (2) the Midland Subdivision between Oakley, OH, Milepost BB 12.4, and Columbus, OH, Milepost BR 114.6.

Because IOCR’s projected annual revenues will exceed \$5 million, IOCR certified to the Board on August 12, 2004, that it sent the required notice of the transaction to the national offices of all labor unions representing employees on the line on August 12, 2004, and posted a copy of the notice at the workplace of the employees on the affected lines on August 12, 2004. See 49 C.F.R. § 1150.42(e).

The transaction was scheduled to be consummated on October 16, 2004, the effective date of the exemption (which is more than 60 days after IOCR’s certification to the Board that it had complied with the Board’s rule at 49 C.F.R. § 1150.42(e)).

If the verified notice contains false or misleading information, the exemption is void ab initio. Petitions to reopen the proceeding 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.

An original and 10 copies of all pleadings referring to STB Finance Docket No. 34536, must be filed with the Surface Transportation Board, Office of the Secretary, Case Control Unit,

1925 K Street, N.W., Washington, DC 20423-0001. In addition, a copy of each pleading must be served on: Gary A. Laakso, Esq., Vice President Regulatory Counsel, Indiana & Ohio Central Railroad, Inc., 5300 Broken Sound Boulevard N.W., Boca Ration, FL 33487, (561) 994-6015; and Louis E. Gitomer, Esq., Of Counsel, Ball Janik LLP, 1455 F Street, NW, Suite 225, Washington, D.C. 20005, (202) 638-3307.

Board decisions and notices are available on our website at “[www.stb.dot.gov](http://www.stb.dot.gov).” Decided: September \_\_, 2004.

By the Board, David M. Konschnik, Director, Office of Proceedings

Vernon A. Williams  
Secretary

**EXHIBIT C – LABOR CERTIFICATION AND NOTICE**

BALL JANIK LLP

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FACSIMILE 202-783-6947

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

lgitomer@dc.bjllp.com

August 12, 2004

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Suite 700  
Washington, DC 20423

RE: Finance Docket No. 34536, *Indiana & Ohio Central Railroad, Inc.—Acquisition  
and Operation Exemption—CSX Transportation, Inc.*

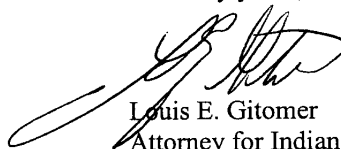
Dear Secretary Williams:

The Indiana & Ohio Central Railroad, Inc. ("IOCR") hereby certifies that on August 12, 2004, IOCR posted the attached Notice at the workplace of the employees on the rail line that is the subject of this transaction and served a copy of the Notice on the national offices of all labor unions with employees on the affected line. An original and ten copies of this letter and attachment are enclosed.

Please time and date stamp the extra copy of this letter and return it with our messenger.

If you have any questions, please call or email me.

Sincerely yours,



Louis E. Gitomer  
Attorney for Indiana & Ohio Central  
Railroad, Inc.

Enclosure

August 12, 2004

**INDIANA & OHIO CENTRAL RAILROAD, INC.**

**NOTICE TO CSXT EMPLOYEES**

Pursuant to Surface Transportation Board regulations at 49 C.F.R. §§ 1150.42(e), the Indiana & Ohio Central Railroad, Inc. ("IOCR"), hereby provides notice to the employees of CSX Transportation Inc. ("CSXT") that IOCR intends to purchase the track and lease the real estate, and operate approximately 107 miles of CSXT's line of railroad:

1. Cincinnati Terminal Subdivision from NA Tower MP BB 7.5 to Oakley MP BB 12.4;  
and
2. Midland Subdivision from Oakley MP BB 12.4 to Columbus MP BR 114.6,

collectively referred to as "Midland," effective October 16, 2004.

As a result of the purchase, IOCR expects to hire approximately four (4) operating employees, one (1) locomotive mechanic and two (2) track inspectors. This estimate is preliminary and is subject to modification prior to commencing operations. Employees will be provided wages and benefits comparable to those at other RailAmerica railroads. IOCR will select employees on the basis of skills and aptitudes required for each position. IOCR's collective bargaining agreement with the Brotherhood of Locomotive Engineers and Trainmen will apply to the operating employees. The most qualified candidates will be selected from the available pool of applicants without regard to race, creed, color, religion, national origin, sex, age, marital status or disability. Successful candidates must have a stable work record and demonstrate a commitment to safety and customer service. The ability to work in a team environment is critical. Successful applicants will be required to pass a pre-employment drug and alcohol screen, background check and complete a medical questionnaire, and may be required to take a physical exam.

CSXT employees interested in seeking employment with IOCR should contact Mr. Mick Burkhart at (513) 860-1000, ext. 111.

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FACSIMILE 202-783-6947

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

lgitomer@dc.bjllp.com

August 12, 2004

Mr. M. A. Fleming  
President  
Brotherhood of Maintenance of Way Employees  
20300 Civic Center Drive, Suite 320  
Southfield, MI 48076-4169

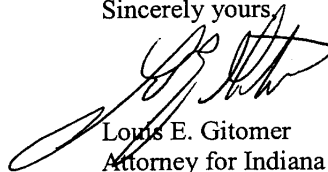
RE: Finance Docket No. 34536, *Indiana & Ohio Central Railroad, Inc.—Acquisition  
and Operation Exemption—CSX Transportation, Inc.*

Dear Sir:

Pursuant to 49 C.F.R. §1150.42(e), Indiana & Ohio Central Railroad, Inc. is serving  
on you a notice of its intent to undertake the proposed transaction.

If you have any questions, please call or email me.

Sincerely yours,



Louis E. Gitomer  
Attorney for Indiana & Ohio Central  
Railroad, Inc.

Enclosure

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LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

lgitomer@dc.bjllp.com

August 12, 2004

Mr. D. M. Hahs  
International President  
Brotherhood of Locomotive Engineers and Trainmen  
Standard Building  
1370 Ontario Street  
Cleveland, OH 44113

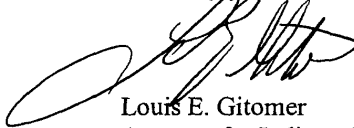
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Sincerely yours,



Louis E. Gitomer  
Attorney for Indiana & Ohio Central  
Railroad, Inc.

Enclosure

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OF COUNSEL  
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August 12, 2004

Robert A. Scardelletti,  
President  
Transportation Communications International Union  
3 Research Place  
Rockville, MD 20850

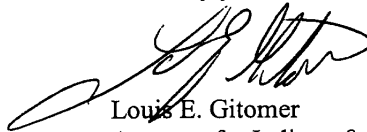
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LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

lgitomer@dc.bjllp.com

August 12, 2004

Mr. F. L. McCann  
President  
American Train Dispatchers' Department  
AFL-CIO and TTD-Rail Division  
1370 Ontario Street, Suite 1040  
Cleveland, OH 44113-1701

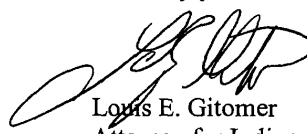
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Sincerely yours,



Louis E. Gitomer  
Attorney for Indiana & Ohio Central  
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LOUIS E. GITOMER  
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(202) 466-6532

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August 12, 2004

Mr. Paul C. Thompson  
International President  
United Transportation Union  
14600 Detroit Avenue  
Cleveland, OH 44107-4250

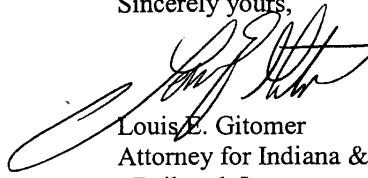
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Louis E. Gitomer  
Attorney for Indiana & Ohio Central  
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Enclosure

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OF COUNSEL  
(202) 466-6532

lgitomer@dc.bjllp.com

August 12, 2004

Mr. W. D. Pickett  
President  
Brotherhood of Railroad Signalmen  
601 West Golf Road, Box U  
Mt. Prospect, IL 60056-4276

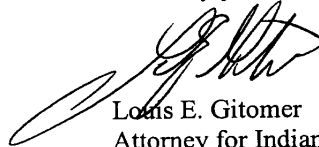
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Sincerely yours,



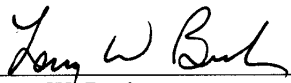
Louis E. Gitomer  
Attorney for Indiana & Ohio Central  
Railroad, Inc.

Enclosure

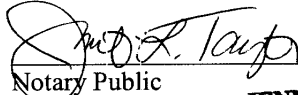
**VERIFICATION**

State of Florida                    )  
                                          ) ss:  
County of Palm Beach            )

I, Larry W. Bush, being duly sworn depose and state that I am Vice President of the Indiana & Ohio Central Railroad, Inc., and that I am authorized to make this verification, and that I have read the foregoing notice of exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information, and belief.

  
\_\_\_\_\_  
Larry W. Bush

Subscribed and sworn to before me this 30<sup>th</sup> day of August 2004

  
\_\_\_\_\_  
Notary Public                   **JENNIFER L. TAYLOR**

(SEAL)



My Commission Expires: June 25, 2005

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**EXHIBIT D—MAP**

