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August 9, 2021

VIA E-FILING

Cynthia T. Brown
Chief, Section of Administration
Office of Proceeding
Surface Transportation Board
395 E Street, SW
Washington, DC 20024

Re: STB Docket No. FD 36532
Finger Lakes Railway Corp. -
Continuance in Control Exemption – Midcoast Railservice, Inc.

Dear Ms. Brown:

Enclosed for filing in the above-referenced docket is a Notice of Exemption of Finger Lakes Railway Corp. The filing fee has been paid via pay.gov.

If there are any questions related to this filing, please contact me.

Respectfully,

CLARK HILL, PLC

s/ Eric M. Hocky

Eric M. Hocky

EMH:e
Enclosure

FILED
August 9, 2021
SURFACE
TRANSPORTATION BOARD

FEE RECEIVED
August 9, 2021
SURFACE
TRANSPORTATION BOARD

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 36532

FINGER LAKES RAILWAY CORP.
– CONTINUANCE IN CONTROL EXEMPTION –
MIDCOAST RAILSERVICE, INC.

NOTICE OF EXEMPTION

(contains color images)

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Attorneys for Finger Lakes Railway Corp.

Dated: August 9, 2021

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No. FD 36532

FINGER LAKES RAILWAY CORP.
– CONTINUANCE IN CONTROL EXEMPTION –
MIDCOAST RAILSERVICE, INC.

NOTICE OF EXEMPTION

Finger Lakes Railway Corp. (“FGLK”), a Class III carrier, files this Notice of Exemption pursuant to 49 C.F.R. §1180.2(d)(2) to exempt from the provisions of 49 U.S.C. §11323, its continuance in control of Midcoast Railservice, Inc. (“Midcoast”), a non-carrier, when Midcoast becomes a common carrier. FGLK currently controls the Ontario Central Railroad Corp. (“ONCT”), a Class III carrier.¹

Midcoast, a non-carrier, has filed a notice of exemption to become the lessee and operator of the lines of railroad described below and shown on Exhibit A (the “Subject Line”) in the State of Maine. *See Midcoast Rail Service, Inc. – Change of Operators Exemption – Central Maine & Quebec Railway US, Inc.*, STB Docket No. FD 36531, filed contemporaneously with this Notice of Exemption. The Subject Line to be operated by Midcoast does not connect with any of the railroads in FGLK’s corporate family, nor is the control of Midcoast part of a series of anticipated transactions that would connect the Subject Line to be operated by Midcoast with the rail lines of

¹ *Finger Lakes Railway Corp., - Control Exemption – Ontario Central Railroad Corp.*, STB Docket No. FD 35062 (served Oct. 1, 2007).

any carriers in FGLK's corporate family. The proposed transaction does not involve a Class I railroad. Accordingly, this transaction qualifies for the class exemption described in 49 C.F.R. §1180.2(d)(2).

Required Information

In accordance with the provisions of 49 C.F.R. 1180.4(g), FGLK provides the following information as required by 49 C.F.R. §1180.6(a)(1)(i)-(iii), (a)(5), (a)(6), and (a)(7)(ii):

1180.6(a)(1)

(i) The proposed transaction as described above involves FGLK's continuance in control of Midcoast, a non-carrier, when Midcoast becomes the lessee and operator of the Subject Line. Upon the commencement of operations, Midcoast will be a Class III carrier. Because FGLK is a carrier and also controls another carrier, its continuance in control of Midcoast when Midcoast becomes a carrier requires authorization under 49 U.S.C. §11323(a)(5) or an exemption therefrom.

The full name and address of the applicant is: Finger Lakes Railway Corp., 68 Border City Road, Geneva, NY 14456.

The name, address and telephone number of FGLK's counsel who should receive correspondence is:

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(ii) Midcoast is filing its notice of exemption contemporaneously with the filing of this Notice of Exemption to assume the operations of the Subject Line described as: (1) the Brunswick Terminal Area between the east side of Church Road, milepost 14.97, and Rock Jct., milepost 16.40; (2) the Rockland Branch between milepost 29.40 in Brunswick, Cumberland County, Maine and milepost 85.55 in Rockland, Knox County, Maine; and (3) the Atlantic Branch Line between milepost 85.55 and milepost 86.65 in Rockland. *See Midcoast Rail Service, Inc. – Change of Operators Exemption – Central Maine & Quebec Railway US, Inc.*, STB Docket No. FD 36531. Midcoast expects to consummate its transaction after its exemption becomes effective on October 9, 2021.

(iii) The purpose of the transaction is to allow FGLK, Class III carrier that controls another Class III railroad to continue in control of Midcoast when Midcoast begins to operate as a carrier. The continuance in control will allow Midcoast to take advantage of the administrative, financial, marketing and operational support that FGLK can provide, thus promoting the ability of Midcoast to provide safe and efficient service to its shippers.

1180.6(a)(5)

Midcoast will operate solely in the State of Maine. FGLK and ONCT operate solely in the State of New York.

1180.6(a)(6)

A map showing the Subject Line to be operated by Midcoast is attached as Exhibit A. A map showing the location of FGLK and ONCT is attached as Exhibit B.

1180.6(a)(7)(ii)

There is no agreement covering the control of Midcoast by FGLK, nor any agreement covering the common control of FGLK, ONCT and Midcoast.

Labor Protection

Pursuant to 49 U.S.C. §11326(c), approval of this transaction may not be subjected to labor protection because the proposed transaction involves only Class III carriers.

Environmental and Historic Reports

The proposed acquisition of control involves only the continuance in control of a non-carrier when it becomes a carrier, and will not affect the level of operations on the Subject Line to be operated by Midcoast, or the rail lines operated by any of the railroads in FGLK's corporate family. As such, the proposed transaction should be exempt from the Board's environmental reporting requirements pursuant to 49 C.F.R. §1105.6(c)(2)(ii). Further, the proposed transaction is exempt from the historic preservation reporting requirements since the proposed acquisition of control will not substantially change the level of operations over, or maintenance of, the Subject Line to be operated by Midcoast, or the rail lines or any of the railroads in FGLK's corporate family. See 49 C.F.R. §1105.8(b)(3).

Conclusion

For the foregoing reasons, FGLK requests that the Board issue a notice of exemption pursuant to 49 C.F.R. §1180.2(d)(2).

Respectfully submitted,

/s/ Eric M. Hocky

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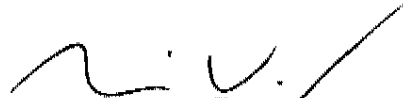
Attorneys for Finger Lakes Railway Corp.

Dated: August 9, 2021

VERIFICATION

I, Michael V. Smith, President of Finger Lakes Railway Corp., verify under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file the foregoing document.

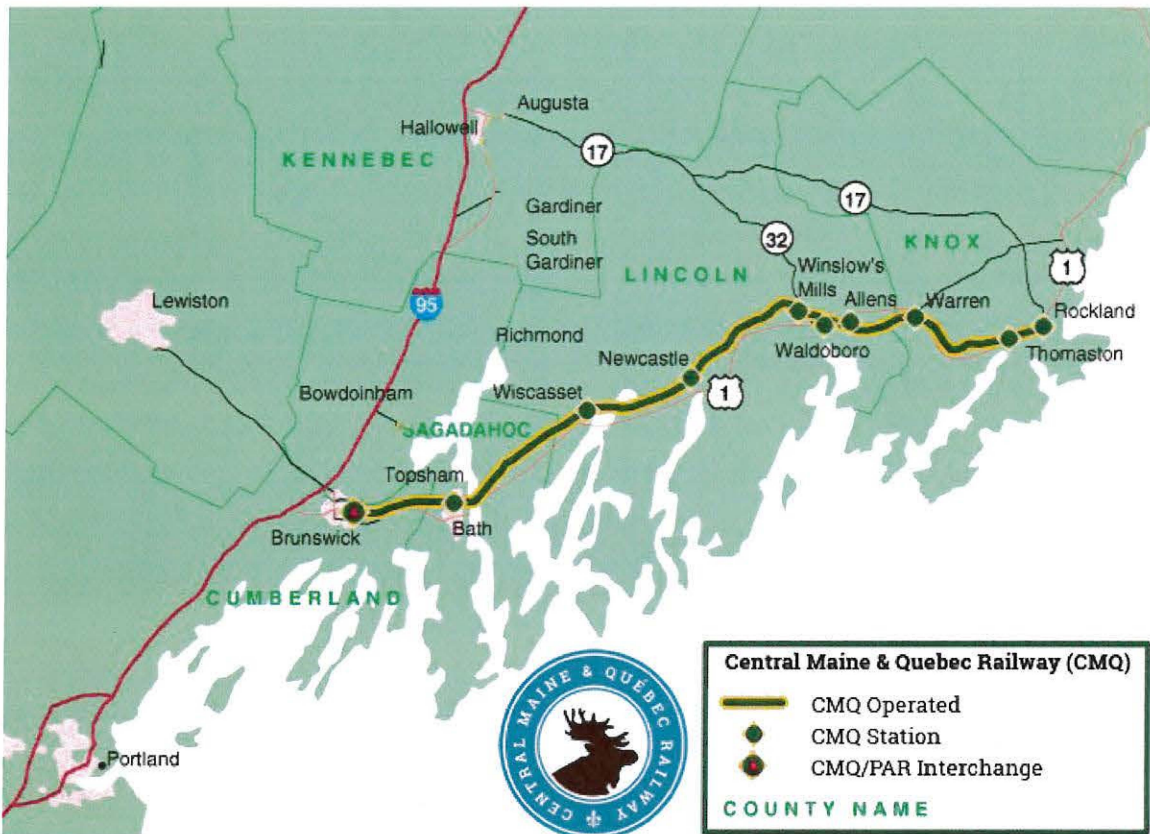
Executed on August 9, 2021.



Michael V. Smith

EXHIBIT A

MAP OF THE SUBJECT LINE OF MIDCOAST



Rockland Branch

Station

Brunswick
 Bath
 Wiscasset
 Newcastle
 Winslows Mills
 Waldoboro
 Allens
 Warren
 Thomaston
 Rockland

Central Maine & Quebec Railway

700 Main Street, Suite #3
 Bangor, Maine 04401
 Phone: (207)848-4200

EXHIBIT B

MAP OF FGLK AND ONCT

System Map

