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BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 36324

ENTERED
Office of Proceedings
January 15, 2020
Part of
Public Record

GEORGIA SOUTHERN RAILWAY CO.
—LEASE AND OPERATION EXEMPTION
CONTAINING INTERCHANGE COMMITMENTS—
THE SOUTH WESTERN RAIL ROAD COMPANY,
CENTRAL OF GEORGIA RAILROAD COMPANY, AND
NORFOLK SOUTHERN RAILWAY COMPANY

VERIFIED NOTICE OF EXEMPTION

David F. Rifkind
Stinson LLP
1775 Pennsylvania Avenue NW
Suite 800
Washington, D.C. 20006
(202) 969-4218
david.rifkind@stinson.com

W. Karl Hansen
Stinson LLP
50 South Sixth Street
Suite 2600
Minneapolis, MN 55402
Tel: (612) 335-7088
Fax: (612) 335-1657
karl.hansen@stinson.com

Counsel for Georgia Southern
Railway Co.

Date: January 15, 2020

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SURFACE

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FILED

January 15, 2020

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SURFACE TRANSPORTATION BOARD

Finance Docket No. 36324

GEORGIA SOUTHERN RAILWAY CO.
—LEASE AND OPERATION EXEMPTION
CONTAINING INTERCHANGE COMMITMENTS—
THE SOUTH WESTERN RAIL ROAD COMPANY,
CENTRAL OF GEORGIA RAILROAD COMPANY, AND
NORFOLK SOUTHERN RAILWAY COMPANY

VERIFIED NOTICE OF EXEMPTION

Pursuant to 49 C.F.R. § 1150.41 *et seq.*, Georgia Southern Railway Co. (“GS”), a Class III rail carrier, hereby files this Verified Notice of Exemption (“the Notice”) to renew leases of three lines of railroad owned by Norfolk Southern Railway Company (“NSR”), its wholly-owned subsidiary Central of Georgia Railroad Company (“CGR”), and CGR’s subsidiary, The South Western Rail Road Company (“SWRR”): the “Perry Line” between Fort Valley, GA and Perry, GA; the “Roberta Line” between Roberta, GA and Fort Valley, GA; and the “Metter Line” between Dover, GA and Metter, GA. The Perry, Roberta, and Metter Lines are referred to collectively herein as the “Leased Lines.”

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

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

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

Georgia Southern Railway Co.
1318 S. Johanson Road
Peoria, Illinois 61607

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

GS's representative to whom correspondence regarding this transaction should be sent is W. Karl Hansen, Stinson LLP, 50 South Sixth Street, Suite 2600, Minneapolis, MN 55402, (612) 335-7088.

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

GS has executed lease renewal agreements with NSR for the Roberta Line, with CGA for the Metter Line, and with CGA and SWRR for the Perry Line.

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

GS will operate and provide all rail common carrier service to shippers on the Leased Lines pursuant to the lease agreements with SWRR, CGR, and NSR.

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

In 2009, Georgia Midland Railroad, Inc. assigned to GS the July 2009 leases of the Perry, Roberta, and Metter Lines. *See Ga. S. Ry. Co.—Lease and Operation Exemption and Operation Exemption—Certain Lines of Ga. Midland R.R., Inc. and Heart of Ga. R.R., Inc.*, Finance Docket No. 35322 (STB served Dec. 2, 2009). The Perry Line extends approximately 12.9 miles from milepost N-219.7 at or near Fort Valley, GA to milepost N-232.6 at or near Perry, GA in Peach and Houston Counties, GA. The Roberta line extends approximately 9.8 miles from milepost 95.5-FV at or near Roberta, Georgia to milepost 105.3-FV at or near Fort Valley, GA in Peach and Crawford Counties, GA. The Metter Line extends approximately 30.1 miles from milepost W-57.5 at or near Dover, GA to milepost W-87.6 at or near Metter, GA in Candler, Bulloch and Screven Counties, GA. Pursuant to the parties' agreements, GS's leases of the Leased Lines will be renewed for a period of ten years.

The total length of the Leased Lines is approximately 52.8 miles (not inclusive of yard track). GS intends to consummate the proposed lease transactions on or shortly after the receipt of all requisite regulatory approvals.

The name and address of the transferring railroads are:

<u>Perry Line</u>	<u>Metter Line</u>	<u>Roberta Line</u>
Central of Georgia Railroad Company Three Commercial Place Norfolk, VA 23510	Central of Georgia Railroad Company Three Commercial Place Norfolk, VA 23510	Norfolk Southern Railway Company Three Commercial Place Norfolk, VA 23510
The Southwestern Railroad Company Three Commercial Place Norfolk, VA 23510		

Map: 49 C.F.R. § 1150.43(f)

Maps of the Leased Lines are attached as Exhibits C-1 through C-3.

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

The projected revenues will not result in the creation of a Class II or Class I rail carrier. A certification to this effect is made with the verification of this Notice.

Interchange Commitment: 49 C.F.R. § 1150.43(h)

Although the proposed Perry Line and Metter Line lease renewal agreements each contain a lease credit provision, neither line has a direct physical connection with any carrier other than NSR. Consequently, GS does not believe the lease credit provisions in this proceeding have the potential to limit future interchange with a third-party connecting carrier. Nonetheless, the Board has previously declined to exclude from its disclosure requirements under 49 C.F.R. § 1150.43(h) provisions where there is neither a third party connection nor the reasonable possibility of a connection. *See Piedmont & Atlantic R.R. Co. Inc., D/B/A Yadkin Valley R.R. Co.—Lease Exemption Containing Interchange Commitment—Norfolk S. Ry. Co.,*

FD 35841, slip op. at 3 (STB served Sept. 18, 2014). Accordingly, GS certifies that based on above precedent the Perry Line and Metter Line lease agreements contain interchange commitments.

(i) Existence of agreement and identification of affected interchange points:

The Perry Line and Metter Line lease agreements contain lease credits. GS interchanges Perry Line traffic with NSR at Ft. Valley, GA and Metter Line traffic with NSR at Dover.

(ii) Confidential complete version of the documents:

Confidential versions of the Perry Line and Metter Line lease agreements are filed separately under seal pursuant to 49 C.F.R. § 1104.14(a).

(iii) List of shippers that have used the Lines over the past two years:

<u>Perry Line</u>	<u>Metter Line</u>
Advanced Drainage Systems	Allied Scrap Partners
Agrowstar	Bulloch Fertilizer
Gilmer Warehouse & Logistics	Claude Howard Lumber Co. Inc.
Griffin's Warehouse	GAF Materials
Interfor Lumber	Nutrien Ag Solutions, Inc.
Southeast Emulsions	Reeves Construction Company
Utility Services	Tillman and Deal Farm Services, Inc.
	WL Plastics, Inc.

(iv) Aggregate number of carloads the shippers originated or terminated over the Line:

The aggregate number of carloads the named-above shippers originated or terminated within the last two years is filed separately under seal pursuant to 49 C.F.R. § 1104.14(a).

(v) Certification that shippers have been provided notice of the transaction and the interchange commitment:

A Certificate of Service, certifying that the above-named shippers have been served a copy of this Verified Notice of Exemption, is attached as Exhibit B.

(vi) List of third party railroads that could physically interchange with the Lines:

None.

- (vii) Estimate of the difference between the lease price with and without the interchange commitment:

An estimate of the difference between the lease price with and without the interchange commitment is filed separately under seal pursuant to 49 C.F.R. § 1104.14(a).

- (viii) Identification of existence of interchange commitment in case caption:

The case caption of this Verified Notice of Exemption identifies the existence of the interchange commitment.

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

GS's annual revenues are not anticipated to exceed \$5 million. Accordingly, the 60-day advance notice and posting requirements of 49 C.F.R. § 1150.42(e) are not applicable. Certification is made with the verification of this Notice.

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

Under 49 C.F.R. § 1105.6(c)(2), GS's proposed lease of the Leased Lines 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), GS's lease of the Leased Lines also is exempt from historic preservation reporting requirements. The proposed transaction is for the purpose of continued rail operations. Further Surface Transportation Board approval is required to discontinue 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. § 1150.42(a)

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

Respectfully submitted,

/s/ W. Karl Hansen
W. Karl Hansen
Stinson LLP
50 South Sixth Street, Suite 2600
Minneapolis, MN 55402
(612) 335-7088
karl.hansen@stinson.com

David F. Rifkind
Stinson LLP
1775 Pennsylvania Avenue NW
Suite 800
Washington, D.C. 20006
(202) 969-4218
david.rifkind@stinson.com

Attorneys for Georgia Southern Railway Co.

CERTIFICATION AND VERIFICATION

I, Alex Yeros, declare under penalty of perjury that I am the President and Chief Executive Officer of Georgia Southern Railway Co. ("GS") and am duly designated to verify and file this Notice of Exemption. I have knowledge of the matters contained herein, and the statements made herein are true and correct to the best of my knowledge, information and belief.

I certify that the annual rail revenues will not result in GS becoming Class I or II rail carrier under the thresholds set forth at 49 C.F.R. § 1201(1-1). I further certify that GS's annual revenue is not anticipated to exceed \$5 million.



ALEX YEROS

EXHIBIT A

SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 36324

**GEORGIA SOUTHERN RAILWAY CO.
—LEASE AND OPERATION EXEMPTION
CONTAINING INTERCHANGE COMMITMENTS—
THE SOUTH WESTERN RAIL ROAD COMPANY,
CENTRAL OF GEORGIA RAILROAD COMPANY, AND
NORFOLK SOUTHERN RAILWAY COMPANY**

Georgia Southern Railway Co., (“GS”) a carrier, has filed a notice of exemption (“the Notice”) to renew its leases of three lines of railroad, the Perry Line, Roberta Line, and Metter Line. The Perry Line is owned by Norfolk Southern Railway Company's (“NSR”) wholly-owned subsidiary Central of Georgia Railroad Company (“CGR”) and CGR's subsidiary The South Western Rail Road Company (“SWRR”), and extends approximately 12.9 miles from milepost N-219.7 at or near Fort Valley, GA to milepost N-232.6 at or near Perry, GA in Peach and Houston Counties, GA. The Roberta Line is owned by NSR and extends approximately 9.8 miles from milepost 95.5-FV at or near Roberta, Georgia to milepost 105.3-FV at or near Fort Valley, GA in Peach and Crawford Counties, GA. The Metter Line is owned by CGR and extends approximately 30.1 miles from milepost W-57.5 at or near Dover, GA to milepost W-87.6 at or near Metter, GA in Candler, Bulloch and Screven Counties, GA. Comments must be filed with the Board and served on W. Karl Hansen, Stinson LLP, 50 South Sixth Street, Suite 2600, Minneapolis, MN 55402.

The notice is filed under 49 C.F.R. § 1150.41. If the notice contains false or misleading information, the exemption is void *ab initio*. The filing of a petition to revoke will not automatically stay the transaction.

EXHIBIT B
Certificate of Service

I, W. Karl Hansen, hereby certify that on January 15, 2020, pursuant to 49 C.F.R.
§ 1150.43(h)(1)(v), a true copy of Georgia Southern Railway Co.'s verified notice of exemption
was served by first-class mail, postage prepaid, on the following:

Perry Line

Advance Drainage Systems
Agrowstar
Gilmer Warehouse
Griffins Warehouse
Interfor Lumber
Southeast Emulsions
Utility Services

Metter Line

Allied Scrap Partners
Bulloch Fertilizer
Claude Howard Lumber Co. Inc.
GAF Materials
Nutrien Ag Solutions, Inc.
Reeves Construction Company
Tillman and Deal Farm Services, Inc.
WL Plastics, Inc.

/s/ W. Karl Hansen

Counsel for Georgia Southern Railway Co.

EXHIBIT C-1
Perry Line

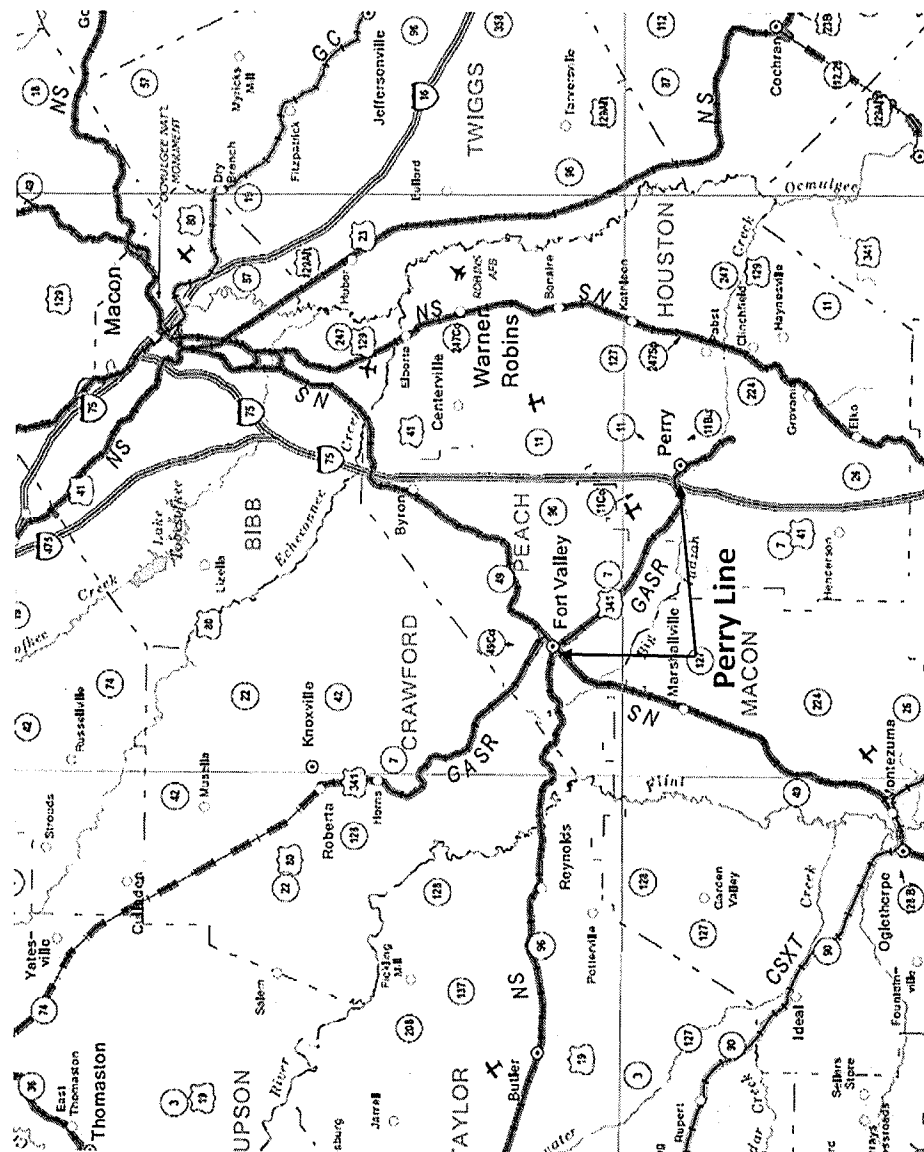


EXHIBIT C-2
Roberta Line

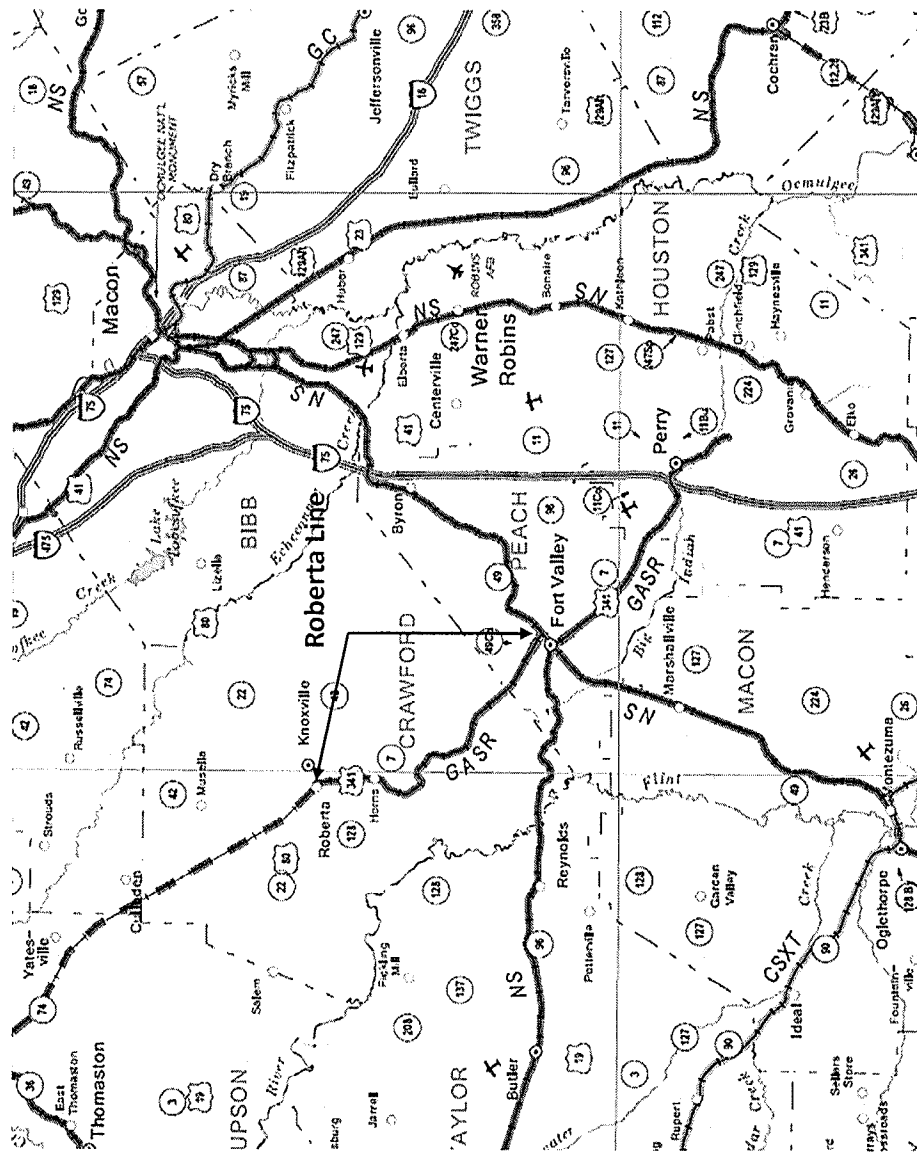


EXHIBIT C-3
Metter Line

