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January 6, 2015

237384

VIA E-FILING

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

ENTERED
Office of Proceedings
January 6, 2015
Part of
Public Record

Re: **Genesee & Wyoming Inc. – Acquisition of Control Exemption
(including existing interchange commitment) --
Arkansas Midland Railroad Company, Inc., The Prescott and Northwestern
Railroad Company, and Warren & Saline River Railroad Company
STB Docket No. FD 35877**

Dear Ms. Brown:

Genesee & Wyoming Inc. (“GWI”) filed a Notice of Exemption (the “Notice”) in this proceeding to acquire control of the following Class III rail carriers: Arkansas Midland Railroad Company, Inc., The Prescott and Northwestern Railroad Company, and Warren & Saline River Railroad Company (collectively, the “Acquired Railroads”). Pursuant to the notice served by the Board on December 5, 2014, the exemption became effective on December 20, 2014.

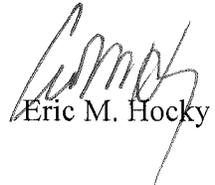
We are writing this letter to advise the Board that on January 5, 2015, GWI consummated the acquisition of control of the Acquired Railroads.

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Please let me know if there are any questions regarding the contents of this letter.

Respectfully,

CLARK HILL PLC



Eric M. Hocky

EMH/e

cc: William C. Sippel (by email)