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October 13, 2015

BY HAND DELIVERY

Cynthia Brown
Chief, Section of Administration
Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423

Re: Finance Docket No. 35947, Cicero Central Railroad, L.L.C. –
Lease Exemption – Illinois Central Railroad Company

Dear Ms. Brown:

Attached for filing are the original and ten copies of a Verified Notice of Exemption under 49 C.F.R. § 1150.31 and two checks covering the \$1,900 filing fee. Also enclosed is a CD containing the Notice and Summary.

If you have any questions, please contact me.

Sincerely,

Karl Morell

Enclosures

FEE RECEIVED
October 19, 2015
SURFACE
TRANSPORTATION BOARD

FILED
October 19, 2015
SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35947

CICERO CENTRAL RAILROAD, L.L.C.
-- LEASE EXEMPTION--
ILLINOIS CENTRAL RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1150.31, Et Seq.



KARL MORELL
KARL MORELL & ASSOCIATES
Suite 225
655 Fifteenth Street, N.W.
Washington, D.C. 20005
(202) 595-9045

Attorney for:
CICERO CENTRAL RAILROAD,
L.L.C.

Dated: October 13, 2015

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35947

CICERO CENTRAL RAILROAD, L.L.C.
-- LEASE EXEMPTION--
ILLINOIS CENTRAL RAILROAD COMPANY

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1150.31, Et Seq.

Cicero Central Railroad, L.L.C. ("CCR"), a non-carrier, files this Notice of Exemption pursuant to 49 C.F.R. Part 1150, Subpart D--Exempt Transactions, to permit CCR to lease from Illinois Central Railroad Company ("IC") a rail line located in Illinois.

In support of this Notice of Exemption, CCR submits the following information as required by 49 C.F.R. § 1150.33:

- (a) Full name and address of applicant:

Cicero Central Railroad, L.L.C.
315 W. 3rd Street
Pittsburg, Kansas 66762

- (b) Applicant's Representative:

Karl Morell
Karl Morell & Associates
Suite 225
655 Fifteenth Street, N.W.
Washington, DC 20005
(202) 595-9045

(c) Statement of Agreement:

CCR and IR have entered into a Track Lease and Operating Agreement.

(d) The operator of the property:

CCR will be the non-exclusive operator of the leased rail line.

(e) Summary of proposed transaction:

CCR is a new, wholly owned, non-carrier subsidiary of Watco Holdings, Inc. ("Watco").

In this proposed transaction, CCR seeks authority to lease approximately Five Thousand Six Hundred Seventy Five (5,675) feet of rail line.

(1) The name and address of the railroad leasing the subject property:

Illinois Central Railroad Company
17641 South Ashland Avenue
Homewood, Illinois 60430

(2) The involved transaction is expected to be consummated on or shortly after the effective date of this Notice of Exemption.

(3) CCR will lease and operate the rail line located between the western edge of Cicero Avenue and the eastern edge of the Central Avenue overpass at or near the Town of Stickney, Illinois (the "Line").

(4) The length of the Line is approximately Five Thousand Six Hundred Seventy Five (5,675) feet.

(f) A map of the rail line being leased is attached as Exhibit A.

(g) CCR hereby certifies that this transaction will not result in CCR becoming a Class II or Class I rail carrier. Upon consummation of this transaction, CCR will become a Class III carrier. The projected annual revenue of CCR will not exceed \$5 million. Consequently, CCR does not need to comply with the notice requirements of 49 C.F.R. § 1150.32(e).

(h) The Agreement between CCR and IC does not contain any provision that prohibits CCR from interchanging traffic with a third party or limits CCR's ability to interchange with a third party.

A caption summary, as required by 49 C.F.R. § 1150.34, is attached.

ENVIRONMENTAL AND HISTORIC IMPACTS

CCR is leasing the rail line from IC for continued rail operations. Further Board approval is required for CCR 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).

CCR's lease of the rail line will not result in significant changes in carrier operations. There will not be a diversion of: (1) more than 1,000 rail carloads a year to motor carriage; or (2) an average of 50 carloads per mile per year for any part of these lines to motor carriage. This transaction will not result in: (1) an increase in rail traffic of at least 100 percent or an increase of at least eight trains a day on any segment of the lines; (2) an increase of rail yard activity of at least 100 percent; or (3) an average increase in truck traffic of more than 10 percent of the average daily traffic or 50 vehicles a day. CCR's lease and operation of the rail line will not affect a Class I or nonattainment area under the Clean Air Act. In any event, the thresholds of 49 C.F.R. § 1105.7(e)(5)(ii) will not be exceeded. Finally, the transportation of ozone depleting materials is not contemplated. Therefore, no environmental documentation is required under 49 C.F.R. § 1105.6(c)(2).

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

Respectfully submitted,



KARL MORELL
KARL MORELL & ASSOCIATES
Suite 225
655 Fifteenth Street, N.W.
Washington, DC 20005
(202) 595-9045

Attorney for:
CICERO CENTRAL RAILROAD, L.L.C.

Dated: October 13, 2015

EXHIBIT A

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 35947

CICERO CENTRAL RAILROAD, L.L.C.
--LEASE EXEMPTION--
ILLINOIS CENTRAL RAILROAD COMPANY

Cicero Central Railroad, L.L.C. (“CCR”), a non-carrier, has filed a notice of exemption to lease a rail line in Illinois from Illinois Central Railroad Company.

CCR will lease and operate the rail line located between the western edge of Cicero Avenue and the eastern edge of the Central Avenue overpass at or near the Town of Stickney, Illinois. The length of the line being leased is approximately Five Thousand Six Hundred Seventy Five (5,675) feet.

This transaction is related to Finance Docket No. 35948, Watco Holdings, Inc. -- Continuance In Control Exemption – Cicero Central Railroad, L.L.C., wherein Watco Holdings, Inc., has concurrently filed a verified notice to continue in control of CCR upon CCR becoming a Class III carrier.

Comments must be filed with the Board and served on Karl Morell, Karl Morell & Associates, Suite 225, 655 Fifteenth Street, N.W., Washington, DC 20005, (202) 595-9045, counsel for CCR.

This notice is filed under 49 C.F.R. 1150.31. If the notice contains false or misleading information, the exemption is void ab initio. Petitions 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.

VERIFICATION

STATE OF KANSAS

)

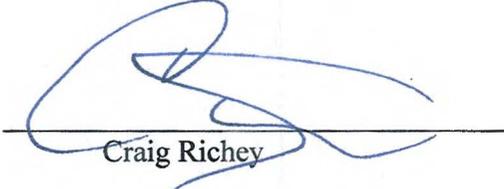
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ss.

COUNTY OF CRAWFORD

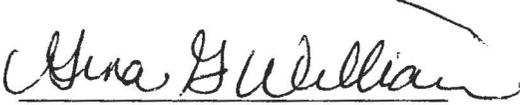
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I, Craig Richey, being duly sworn depose and state that I am Executive Vice President, General Counsel of Cicero Central Railroad, L.L.C., that I am authorized to make this verification, and that I have read the foregoing Notice of Exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information, and belief.


Craig Richey

SUBSCRIBED AND SWORN TO before me this 30th day of July, 2015, in the County of Crawford, State of Kansas.

My Commission Expires: 3/31/2018


Notary Public

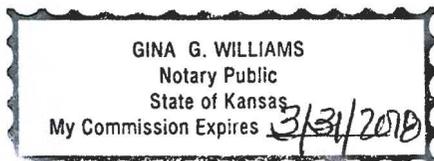


Exhibit A

