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June 12, 2012

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

ENTERED
Office of Proceedings
June 13, 2012
Part of
Public Record

RE: Finance Docket No. 35622, *SteelRiver Infrastructure Partners, LP*,
SteelRiver Infrastructure Associates LLC, *SteelRiver Infrastructure Fund*
North America LP, and *Patriot Funding LLC—Control Exemption—Patriot*
Rail Corp. et al.

Dear Ms. Brown:

SteelRiver Infrastructure Partners LP (“SteelRiver Partners”), SteelRiver Infrastructure Associates LLC (“SteelRiver Associates”), SteelRiver Infrastructure Fund North America LP (“SteelRiver Fund”), and Patriot Funding LLC (“Patriot Funding”) (collectively “SteelRiver”) and Patriot Rail Corp. (“Patriot Rail”)¹ respond to the letter filed by Congressman John Garamendi on June 13, 2012 in the above-entitled proceeding (the “Letter”).

First, the Letter is procedurally defective. It was late filed based on the Board’s decision served on May 25, 2012. The Letter was also not served on the representatives of the parties as required by 49 C.F.R. §1104.12. Because of the serious procedural defects in the Letter, Applicants respectfully request that the Board to reject the Letter. *Watco Holdings, Inc. and Watco Transportation Services, L.L.C.—Acquisition of Control Exemption—Wisconsin & Southern Railroad, L.L.C.*, STB Docket No. 35573 (STB served January 6, 2012) (the Board denied an untimely stay request from elected representatives).

As far as the substance of the Letter is concerned, the Letter does not contain any arguments that were not made in the Petition to Reject Notice of Exemption and Request for Stay of Effective Date of Exemption filed on June 8, 2012 (the “Petition”) by Sierra Railroad Company and Sierra Northern Railway. Applicants responded to and fully rebutted all of the arguments made in the Petition in the Response filed on June 11, 2012. Applicants adopt the Response to the Petition in order to refute all of the erroneous claims in the Letter.

¹ SteelRiver and Patriot Rail are jointly referred to as “Applicants.”

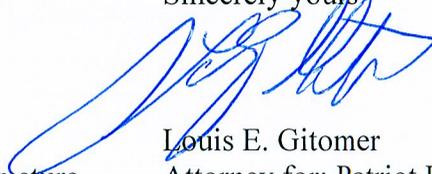
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Finally, Applicants reiterate that the proposed change of control of Patriot Rail from Patriot Holdings, LLC to Patriot Funding will not result in any anticompetitive effect. Only the shareholder of Patriot Rail will change. The litigation before United States District Court Eastern District of California, No. 2:09-cv-0009-MCE-EFB will be unaffected by the acquisition of control of Patriot Rail and its railroad subsidiaries by Patriot Funding.

Applicants respectfully request the Board to deny the relief requested in the Petition and the Letter.

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

Sincerely yours



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Fund North America LP and Patriot
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Cc: Congressman Garamendi
Mr. Litland