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Office of Proceedings  
February 7, 2014  
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ATTORNEYS AT LAW

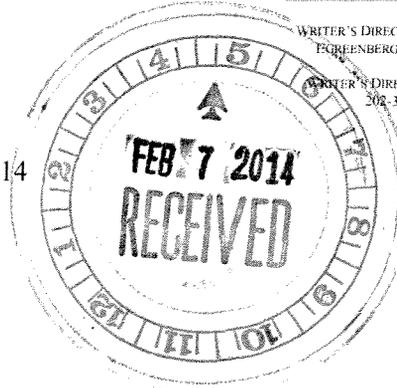
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February 7, 2014

Cynthia Brown  
Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

**Re: *Oakland Global Rail Enterprise, LLC – Acquisition and Operating Exemption – Lines of Railroad Within the Port of Oakland, California, Finance Docket No. 35807***

Dear Ms. Brown:

Enclosed for filing please find an original and ten copies of the Verified Notice of Exemption of Oakland Global Rail Enterprise, LLC, together with the filing fee of \$1,900.00.

If you have any questions regarding this filing, please do not hesitate to contact me.

Very truly yours,

Edward D. Greenberg

FILED  
February 7, 2014  
Surface Transportation Board

cc: Chris Stotka

Enclosures

276037

FEE RECEIVED  
February 7, 2014  
Surface Transportation Board



An International Association of Independent Law Firms in Major World Centers

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**FINANCE DOCKET NO. 35807**

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**OAKLAND GLOBAL RAIL ENTERPRISE, LLC – ACQUISITION AND  
OPERATING EXEMPTION – LINES OF RAILROAD WITHIN THE PORT OF  
OAKLAND, CALIFORNIA**

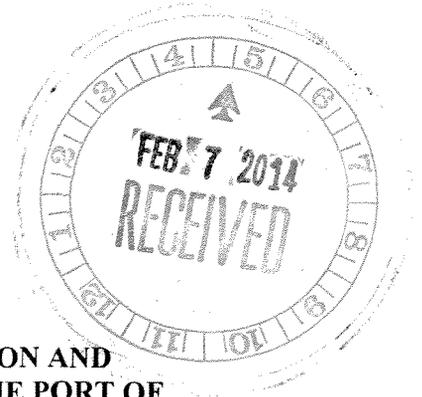
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**VERIFIED NOTICE OF EXEMPTION OF OAKLAND GLOBAL RAIL  
ENTERPRISE, LLC PURSUANT TO 49 C.F.R. §1150.31**

Edward D. Greenberg, Esq.  
GKG Law, P.C.  
1054 Thirty-First Street, NW  
Suite 200  
Washington, DC 20007-4492  
Phone: (202) 342-5277

Attorney for  
Oakland Global Rail Enterprise,  
LLC

Date: February 7, 2014



**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**FINANCE DOCKET NO. 35807**

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**OAKLAND GLOBAL RAIL ENTERPRISE, LLC – ACQUISITION AND OPERATING  
EXEMPTION – LINES OF RAILROAD WITHIN THE PORT OF OAKLAND,  
CALIFORNIA**

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**VERIFIED NOTICE OF EXEMPTION**

Oakland Global Rail Enterprise, LLC (“OGRE”), a non-railroad, hereby files this Verified Notice of Exemption, pursuant to 49 U.S.C. §10502 and 49 C.F.R. §1150.31, in order that OGRE may construct and operate over tracks it will own within the Port of Oakland, Alameda County, California (“Port”), and operate over tracks owned by the Port, the City of Oakland, California (“City”), the BNSF Railway Company (“BNSF”) and Union Pacific Railroad Company (“UP”), as more fully described below.

**a. Applicant’s Full Name and Address:**

The full name and address of the applicant, a non-carrier is as follows:

Oakland Global Rail Enterprise, LLC  
300 Frank H. Ogawa Plaza, Suite 340  
Oakland, CA 94612

**b. Name, Address, and Telephone Number of Applicant’s Representative:**

Applicant’s representative, to whom all communications regarding the transaction may directed, is:

Edward D. Greenberg  
GKG Law, P.C.  
Canal Square  
1054 Thirty-First Street, N.W.  
Washington, D.C. 20007  
Phone: 202-342-5277

**c. Agreement:**

Applicant has entered into a formal Agreement with the Port, the City, the BNSF and the UP by which OGRE will construct rail tracks within the Port on property owned by the City and provide common carrier rail service to various industries within the Port both over its own track, track owned by the Port, the City, BNSF and, on occasion, UP and various industry track owned by the shippers. All shippers are being notified of this transaction and OGRE's intention to provide the described service.

**d. Operator of the Property:**

The OGRE will provide common carrier rail service over the lines of BNSF and UP.

**e. Brief Summary of the Proposed Transaction:**

**1. The Name and Address of the Entities that Own the Property:**

City of Oakland  
Oakland City Hall  
1 Frank H. Ogawa Plaza  
Oakland, CA 94612

Port of Oakland  
530 Water Street  
Oakland, CA 94607

BNSF Railway Company  
2600 Lou Menk Drive  
Fort Worth, Texas 76131

Union Pacific Railroad Company  
1400 Douglas Street  
Omaha, Nebraska 68179

**2. Proposed Time Schedule for Consummation of the Transaction:**

OGRE intends to consummate the transaction on or before January 1, 2015.

**3. Description of the Subject Property:**

The operations will be conducted over the following track:

(a) OGRE track:

OGRE is constructing 32,960 feet of track in the Port on property owned by the City. The track, which is designated in green on the map in Exhibit A, runs from the Northwest portion of the Port adjacent to West Burma Road to connections with tracks owned by the Port and/or the UP in an area referred to as the Martinez subdivision. This North end of rail yard is at UP's milepost number 3.5

(b) Port Track:

OGRE will also operate over 60,670 feet of track owned by the Port, which is designated in cobalt blue on the map in Exhibit A, which runs through the central Port area and is adjacent to the tracks owned by UP that are designated as the Martinez subdivision. The Port tracks connect to the UP at its milepost numbers 3.0 and 3.5.

(c) UP and BNSF track

OGRE will also operate over the tracks owned by BNSF (the tracks designated as dark blue on the map in Exhibit A), that are known as the Wood Street Yard, which are adjacent to Wood Street. In addition, OGRE may occasionally operate on small portions of the UP track, (shown as red on Exhibit A), which connect with the Port track.

OGRE will also operate over various industry track in this area. There are no milepost designations for any of this track.

**4. The Total Route Miles Being Acquired:**

OGRE will construct and operate approximately 6 1/4 miles of track and will operate over approximately 11.5 miles of track owned by the Port, 1.4 miles of track owned by BNSF, and, on occasion, approximately 500 track feet owned by UP.

**f. Map:**

A map of the line is attached as Exhibit A to this Notice.

**g. Projected Revenue Certification:**

OGRE hereby certifies that its projected revenues as a result of this transaction will not exceed the amount that would qualify it as a Class III railroad.

**h. Environmental and Historical Certification:**

Pursuant to 49 C.F.R. §1105.6(c)(2)(i), the proposed transaction is exempt from environmental review, because the actions proposed herein will not cause any operating changes that exceed the thresholds established in 49 C.F.R. §1105.7(e)(4) or (5).

Furthermore, this transaction is exempt from historic review under 49 C.F.R. §1105.8(b)(1). Under this section, a sale, lease or transfer of a rail line if rail operations will continue over the line. Further, Board approval is required for any of the parties to this transaction to abandon service, and there are no plans to dispose of or alter the properties subject to Board jurisdiction that are 50 years old or older.

**i. Caption Summary:**

A caption summary in the prescribed form is attached as Exhibit B to this Notice.

Respectfully submitted,

  
By

Edward D. Greenberg  
GKG Law, P.C.  
Canal Square  
1054 Thirty-First Street, N.W.  
Washington, D.C. 20007  
Telephone: 202-342-5277  
Facsimile: 202-342-2311

Attorney for  
Oakland Global Rail Enterprise, LLC

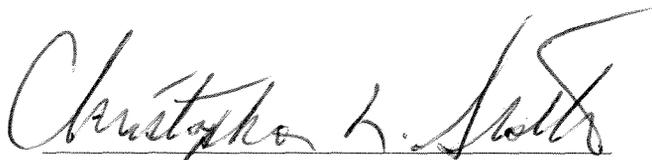
Dated: February 7, 2014

**VERIFICATION**

STATE OF CALIFORNIA            )  
  ) ss:  
COUNTY OF ALAMEDA         )

I, Christopher L. Stotka, Vice President of the Oakland Global Rail Enterprise, LLC declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing Verified Notice of Exemption and that its statements are true and correct to the best of my knowledge, information and belief. I further declare that I am qualified and authorized to submit this verification on behalf of Oakland Global Rail Enterprise, LLC. I know that willful misstatements or omissions of material facts constitute Federal criminal violations punishable under 18 U.S.C. §1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, any such misstatements are punishable as perjury under 18 U.S.C. §1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

Dated at Alameda County, California, this 5<sup>th</sup> day of February, 2014.

  
\_\_\_\_\_  
Christopher L. Stotka

SUBSCRIBED AND SWORN TO before me this \_\_\_\_\_ day of \_\_\_\_\_, 2014.

Witness my hand and official seal.

\_\_\_\_\_  
Notary Public

My commission expires: \_\_\_\_\_

\* CALIFORNIA All Purpose Certificate (attached) \*

State of California )  
County of Contra Costa )

# CALIFORNIA ALL-PURPOSE CERTIFICATE OF ACKNOWLEDGMENT

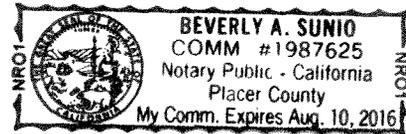
On 2/5/14 before me, Beverly A. Sunio,  
(here insert name and title of the officer)

personally appeared CHRISTOPHER L. STOTKA

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature Beverly A. Sunio

(Seal)

## OPTIONAL INFORMATION

*Although the information in this section is not required by law, it could prevent fraudulent removal and reattachment of this acknowledgment to an unauthorized document and may prove useful to persons relying on the attached document.*

### Description of Attached Document

The preceding Certificate of Acknowledgment is attached to a document titled/for the purpose of \_\_\_\_\_

NOTICE OF EXEMPTION

containing 11 pages, and dated 2/5/14

The signer(s) capacity or authority is/are as:

- Individual(s)  
 Attorney-in-Fact  
 Corporate Officer(s) Vice President  
Title(s)

- Guardian/Conservator  
 Partner - Limited/General  
 Trustee(s)  
 Other: \_\_\_\_\_

representing: \_\_\_\_\_  
Name(s) of Person(s) or Entity(ies) Signer is Representing

### Additional Information

#### Method of Signer Identification

Proved to me on the basis of satisfactory evidence:  
 form(s) of identification     credible witness(es)

Notarial event is detailed in notary journal on:

Page # 9    Entry # 4

Notary contact: Beverly Sunio

#### Other

- Additional Signer(s)     Signer(s) Thumbprint(s)  
 \_\_\_\_\_

# EXHIBIT A



# EXHIBIT B

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**FINANCE DOCKET NO.**

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**OAKLAND GLOBAL RAIL ENTERPRISE, LLC – ACQUISITION AND OPERATING  
EXEMPTION – LINES OF RAILROAD WITHIN THE PORT OF OAKLAND,  
CALIFORNIA**

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**VERIFIED NOTICE OF EXEMPTION OF OAKLAND GLOBAL RAIL ENTERPRISE,  
LLC PURSUANT TO 49 C.F.R. §1150.31**

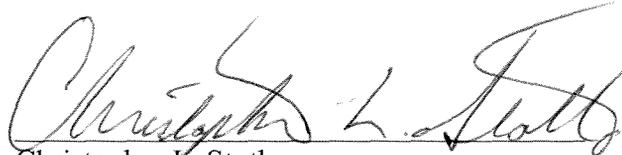
Oakland Global Rail Enterprise, LLC (“OGRE”), a non-carrier, has filed a verified Notice of Exemption to operate over approximately 19.1 miles of yard and industry tracks located in the Port of Oakland, Alameda County, California (“Port”). In addition to tracks it owns, OGRE's operations will be conducted over tracks owned by the Port, the City of Oakland, the Union Pacific Railroad Company and the Burlington Northern Santa Fe Railway Company, all of which are located within the Port. Comments must be filed with the Board and served on Edward D. Greenberg, GKG Law, P.C., 1054 31<sup>st</sup> Street, NW, Washington, D.C. 20007 (tel. 202-342-5277). The Verified Notice of Exemption is filed pursuant to 49 U.S.C. §10502 and 49 C.F.R. §1150.31

This notice is filed under §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.

**CERTIFICATION**

I hereby certify that the projected revenues as a result of this transaction will not exceed the amount that will qualify it as a Class III railroad. I also certify that the projected revenues will not exceed \$5 million.

Dated at Alameda County, California, this 5 day of February, 2014.

  
Christopher L. Stotka