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Pittsburgh, PA 15219

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December 18, 2012



233599

The Honorable Cynthia T. Brown, Chief
Section of Administration
Surface Transportation Board
395 E Street, S.W., Ste 1260
Washington, DC 20423-0001

Re: Finance Docket No. 35703; Ohio Terminal Railway Company – Operation
Exemption – Hannibal Real Estate, LLC, Monroe County, Ohio

Dear Ms. Brown:

Enclosed for filing please find the original and ten copies of a Verified Notice of
Exemption under 49 C.F.R. §1150.31 in the above captioned matter. Also enclosed is a check in
the amount of \$1,800.00 for the filing fee. This notice is related to the Continuance in Control
Exemption Notice in Finance Docket No. 35704.

Please acknowledge receipt and filing of the enclosed on the duplicate copy of this letter
and return it to the undersigned in the self-addressed, stamped envelope provided for that
purpose.

Very truly yours,

RICHARD R. WILSON, P.C.

Richard R. Wilson, Esq.

Attorney for Ohio Terminal Railway Co.

FEE RECEIVED

DEC 28 2012

**SURFACE
TRANSPORTATION BOARD**

RRW/bab

Enclosures

cc: Ohio Terminal Railway Company

FILED

DEC 28 2012

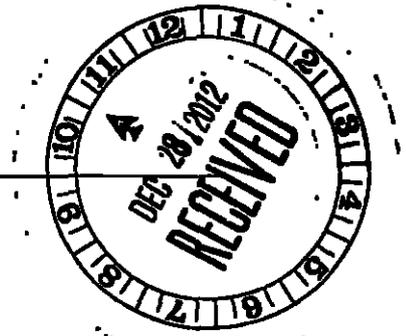
**SURFACE
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Office of Proceedings

DEC 28 2012

Part of
Public Record

Before the
SURFACE TRANSPORTATION BOARD



DOCKET NO. 35703

OHIO TERMINAL RAILWAY COMPANY
- OPERATION EXEMPTION -
HANNIBAL REAL ESTATE, LLC, MONROE COUNTY, OHIO

VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. §1150.31

OHIO TERMINAL RAILWAY COMPANY
519 Cedar Way, Bldg 1, Ste 100
Oakmont, PA 15139

RICHARD R. WILSON, ESQ
Attorney for Applicant
518 N. Center Street, Ste. 100
Ebensburg, PA 15931
(814) 419-8152- PHONE
(814) 419-8156- FAX

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DOCKET NO. 35703

**OHIO TERMINAL RAILWAY COMPANY
- OPERATION EXEMPTION -
HANNIBAL REAL ESTATE, LLC, MONROE COUNTY, OHIO**

**VERIFIED NOTICE OF EXEMPTION
UNDER 49 C.F.R. §1150.31**

INTRODUCTION

Pursuant to 49 C.F.R. §1150.31 et seq. and 49 U.S.C. §10502(a) Ohio Terminal Railway Company ("OTRC") a wholly owned corporate subsidiary of Carload Express, Inc ("CEI") hereby files this Verified Notice of Exemption from 49 U.S.C. §10901 for its operation of the deregulated Omal Secondary Track extending between M.P. 60.5 at or near Powhatan Point, Ohio and M.P. 72.7 at or near Hannibal, Ohio, a distance of 12.2 miles in Monroe County, Ohio. In Finance Docket No. 35704, CEI has filed a Continuance in Control Exemption Notice related to this transaction.

This rail line was acquired from Conrail by ORMET Railroad Corporation in 1996 in Finance Docket No. 32907 and was subsequently exempted from 49 U.S.C. Subtitle IV in Finance Docket No. 32908. In 2007, ORMET Railroad Corporation granted an Easement for Use of Railway to Hannibal Real Estate, LLC in connection with the development of an industrial park for the provision of rail service to a steel service center and a plate rolling mill located in the industrial park and for other shippers on the line. Hannibal Real Estate, LLC

has now entered into an Operating Agreement with OTRC under which OTRC will provide common carrier rail service on the Omal Secondary Track and interchange with Norfolk Southern Railway at or near Powhatan Point, Ohio

INFORMATION REQUIRED BY 49 C.F.R. §1150.33

In accordance with 49 C.F.R. §1150.33, OTRC submits the following in support of this Notice of Exemption:

(a) Full Name and Address of Applicant:

The full name and address of Applicant is Ohio Terminal Railway Company, 519 Cedar Way, Bldg. 1, Ste 100, Oakmont, PA 15139.

(b) The name, address and telephone number of the representative of the Applicant who should receive correspondence:

Applicant's representative to receive correspondence is Richard R. Wilson, Esq., 518 N. Center Street, Ste. 100, Ebensburg, PA 15931, Telephone: 814-419-8152, Facsimile 814-419-8156; email. rwilson@rrwilson.net.

(c) A statement that an agreement has been reached or details about when an agreement will be reached.

An Agreement has been reached whereby OTRC will operate the line as a Class III common carrier railroad in interstate commerce

(d) The operator of the line will be

Ohio Terminal Railway Company, 519 Cedar Way, Bldg. 1, Ste. 100, Oakmont, PA 15139

(e) A brief summary of the proposed transaction including:

(1) the name of the owner of the subject property:

Hannibal Real Estate, LLC, 711 West Chester Avenue, White Plains, NY

10604;

(2) the proposed time schedule for consummation of the transaction

The proposed operation of the subject rail line will commence on or after the effective date of this Notice of Exemption.

(3) The subject property includes no branch lines and extends from M.P. 60.5 at or near Powhatan Point, Ohio and M.P. 72.7 at or near Hannibal, Ohio in Monroe County, Ohio;

(4) The total route miles being operated.

A total of 12.2 route miles will be operated by OTRC

(f) A map that clearly indicates the area to be served including origins within the counties and states

The required map is attached at Appendix 1

(g) A certificate that Applicant's projected revenues as a result of the transaction will not result in the creation of a Class I or Class II rail carrier so as to require processing under §1150.35 OTRC so certifies. See Verification attached as Appendix 2

(h) Transaction imposing interchange commitments

Not applicable, the transaction does not impose any interchange commitments

(i) Verification

See Appendix 2.

(j) Environmental and historical considerations

The proposed transaction does not require environmental or historical reporting or assessment. See 49 C.F.R. §1150.6(c)(2)(i) and 49 C.F.R. §1105.8(b)(1)

(k) Notice under 49 C F R. §1150.32(c)

OTCR hereby certifies that its annual revenues will not exceed \$5 million

(l) Labor Protection:

Pursuant to 49 U S C §10901, labor protection requirements do not apply to the proposed transaction

CAPTION SUMMARY

The caption summary required by 49 C F R. §1105.34 is attached hereto as Appendix 3

CONCLUSION AND RELIEF REQUESTED

WHEREFORE, within sixty (60) days of filing this Notice it is respectfully requested that the Director of the Office of Proceedings publish this Notice of Exemption in the Federal Register See 49 C F R §1150.32(b)

Respectfully submitted,

RICHARD R WILSON, P.C

By: 
Richard R Wilson, Esq,
Attorney for Ohio Terminal Railway Co

APPENDIX 2

VERIFICATION

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF ALLEGHENY)

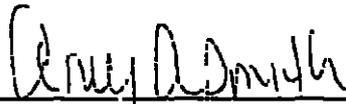
Russell A. Peterson, being duly sworn, states that he is an authorized representative of Ohio Terminal Railway Company, that he familiar with the facts asserted in the foregoing Notice of Exemption, that all of these facts are true and correct, that the proposed annual revenues of OTRC as a result of this transaction will not result in the creation of a Class I or Class II rail carrier, that OTRC's projected annual revenues will not exceed \$5 million, and that OTRC is not required to post a notice required by 49 C F R. §1150.32(e)



Russell A. Peterson

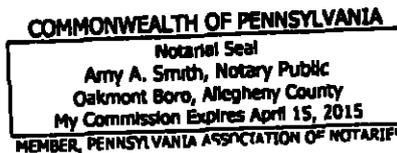
Sworn to and subscribed before me

this 13th day of December, 2012



Notary Public

My Commission expires:



APPENDIX 3

Before the
SURFACE TRANSPORTATION BOARD

DOCKET NO. 35703

**OHIO TERMINAL RAILWAY COMPANY
- OPERATION EXEMPTION -
HANNIBAL REAL ESTATE, LLC, MONROE COUNTY, OHIO**

**VERIFIED NOTICE OF EXEMPTION UNDER
49 C.F.R. §1150.31**

Ohio Terminal Railway Company ("OTRC") has filed a Notice of Exemption for its operation of a rail line between M.P. 60.5 at Powhatan Point, Ohio and M.P. 72.7 at or near Hannibal, Ohio a distance of 12.2 miles in Monroe County, Ohio. The rail line which will be operated constitutes OTRC's entire length of rail line.

Comments must be filed with the Board and served on OTRC's representative, Richard R. Wilson, Esq., 518 N. Center Street, Ste. 100, Ebensburg, PA 15931; Telephone 814-419-8152, Facsimile 814-419-8156, email: rwilson@rrwilson.net

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. The filing of a Petition to Revoke will not automatically stay the transaction.

By the Board:
