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SERVICE DATE - DECEMBER 6, 1999

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DEPARTMENT OF TRANSPORTATION

Surface Transportation Board

[STB Finance Docket No. 33825]

Wisconsin Chicago Link Ltd.--Acquisition Exemption--Wisconsin Central Ltd.

Wisconsin Chicago Link Ltd. (WCLL), a noncarrier, has filed a notice of exemption under 49 CFR 1150.31 to acquire from Wisconsin Central Ltd. (WCL) approximately 4.1 miles of rail line (the Forest Park Line) extending between milepost 10.9 in Forest Park, IL, and milepost 15.0 in Franklin Park, IL.¹ WCL will retain trackage rights over the Forest Park Line, which lies within the Chicago terminal district and connects at Forest Park with the west end of the Altenheim Subdivision of The Baltimore & Ohio Chicago Terminal Railroad Company (B&OCT), a subsidiary of CSX Transportation, Inc. WCL's primary Chicago-area yard facility, Schiller Park Yard, lies north of Franklin Park.

WCLL and WCL are wholly owned subsidiaries of Wisconsin Central Transportation Corporation (WCTC). WCLL previously filed a notice of exemption to lease approximately 1.9 miles of rail line (the Panhandle Line) of the former Pittsburgh Cincinnati, Chicago & St. Louis Railroad Company in Chicago, Cook County, IL. See Wisconsin Chicago Link Ltd.--Lease Exemption--Pennsylvania Lines LCC, STB Finance Docket No. 33810 (STB served Nov. 8, 1999). The Panhandle Line connects with the east end of the B&OCT Altenheim Subdivision.

¹ WCLL states that its revenues will not exceed those that would qualify it as a Class III rail carrier and its revenues are not projected to exceed \$5 million.

WCLL states in its notice that, due to unforeseen delays, execution of the Panhandle Line lease will not occur in accordance with the schedule previously contemplated. WCLL further states that, because it will become a carrier upon consummation of the Forest Park Line acquisition, the exemption that it obtained in STB Finance Docket No. 33810 to lease the Panhandle line as a noncarrier will no longer be appropriate. Accordingly, on November 19, 1999, WCLL concurrently filed with this notice, a letter of withdrawal of its verified notice of exemption in STB Finance Docket No. 33810.

At the time of filing of this notice, an asset purchase agreement between WCLL and WCL providing for WCLL's acquisition of the Forest Park Line and WCL's retention of trackage rights on that line was expected to be finalized and executed within a week.²

WCLL indicates that WCTC will shortly be filing a petition for exemption in a related proceeding in STB Finance Docket No. 33811, Wisconsin Central Transportation Corporation--Continuance in Control Exemption--Wisconsin Chicago Link Ltd., wherein WCTC will seek to continue in control of WCLL³ once it acquires the Forest Park Line and becomes a carrier.

The transaction was expected to be consummated on or shortly after November 26, 1999.

² WCL will initially continue to provide operations on the Forest Park Line pursuant to retained trackage rights.

³ Pending a Board decision granting WCTC's petition for exemption to control WCLL, the stock of WCLL will be placed in an independent voting trust established in accordance with 49 CFR 1013.

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.

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 33825, must be filed with the Surface Transportation Board, Office of the Secretary, Case Control Unit, 1925 K Street, N.W., Washington, DC 20423-0001. In addition, one copy of each pleading must be served on Janet H. Gilbert, 6250 North River Road, Suite 9000, Rosemont, IL 60018.

Board decisions and notices are available on our website at “WWW.STB.DOT.GOV.”

Decided: November 29, 1999.

By the Board, David M. Konschnik, Director, Office of Proceedings.

Vernon A. Williams

Secretary