

May 21, 2012

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**BY E-FILING**

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

ENTERED  
Office of Proceedings  
May 21, 2012  
Part of  
Public Record

**RE: FD 35623, Cleveland Commercial Railroad Company, LLC—  
Continuance-In-Control Exemption-Cleveland Harbor Belt Railroad**

**RE: FD 35624, Cleveland Harbor Belt Railroad-Operation Exemption-  
Cleveland-Cuyahoga County Port Authority**

Dear Ms. Brown:

On May 7, 2012, I filed two verified Notices of Exemption the above-captioned proceedings.

In FD 35623 Cleveland Commercial Railroad Company, LLC, seeks an exemption under 49 CFR §1180.2(d) (7) to continue in control of Cleveland Harbor Belt Railroad (“CHB”). In FD 35624 CHB seeks an exemption under 49 U.S.C. §10901 and 49 CFR §1150.31 to initiate common carrier rail service over trackage owned by the Cleveland-Cuyahoga County Port Authority (“the Port”). To date this trackage has been served by Norfolk Southern Railroad and CSX Transportation (“CSXT”) as “private industry track” exempt from Surface Transportation Board licensing jurisdiction under 49 U.S.C. §10906. As relevant here, I represented that CHB would be operating on about six miles of incidental trackage rights over CSXT’s line of railroad between its railroad and CSXT’s Collinwood Yard for the purpose of interchange.

Ms. Cheryl A. Brown

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Subsequently, the undersigned counsel learned that while the parties are negotiating the specific interchange arrangements, CSXT has not agreed to any grant of incidental trackage rights as of now. Accordingly, CHB desires to amend its notices to exclude any mention of incidental trackage rights. CHB will advise the Board should CSXT decide to grant such rights at a future date.

CHB appreciates the Board's indulgence on this correction. Please contact me if you have any other questions.

Sincerely yours,

A handwritten signature in black ink, appearing to read "John D. Heffner", with a long horizontal flourish extending to the right.

John D. Heffner

Cc: Mr. William Brown (CHB)  
Louis Gitomer, Esq. (CSXT)