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232455

JUN 15 2012

THOMAS F. MCFARLAND

June 14, 2012

By UPS overnight mail

Ms. Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024

ENTERED
Office of Proceedings
JUN 15 2012
Part of
Public Record

Re: STB Finance Docket No. 35640, *Wyoming Connect Railroad LLC -- Acquisition and Operation Exemption -- Rail Line of Union Pacific Railroad Company in Goshen County, WY*

Dear Ms. Brown:

Enclosed please find an original and 10 copies of Verified Notice of Exemption Under 49 C.F.R. § 1150.31. for filing with the Board in the above referenced matter.

Also enclosed is a check in the amount of \$1,800 for the filing fee

FEE RECEIVED
JUN 15 2012
SURFACE
TRANSPORTATION BOARD

Very truly yours,

Tom McFarland

Thomas F. McFarland
Attorney for Applicant

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FILED
JUN 15 2012
SURFACE
TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

WYOMING CONNECT RAILROAD LLC)
-- ACQUISITION AND OPERATION)
EXEMPTION -- RAIL LINE OF UNION) FINANCE DOCKET
PACIFIC RAILROAD COMPANY IN) NO. 35640
GOSHEN COUNTY, WY)

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

ENTERED
Office of Proceedings

JUN 15 2012

Part of
Public Record

FILED
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SURFACE
TRANSPORTATION BOARD

WYOMING CONNECT RAILROAD LLC
1306 South Main Street
Torrington, WY 82240

Applicant

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SURFACE
TRANSPORTATION BOARD

THOMAS F. McFARLAND
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mcfarland@aol.com

Attorney for Applicant

Date Filed: June 15, 2012

BEFORE THE
SURFACE TRANSPORTATION BOARD

WYOMING CONNECT RAILROAD LLC)
-- ACQUISITION AND OPERATION) FINANCE DOCKET
EXEMPTION -- RAIL LINE OF UNION) NO. 35640
PACIFIC RAILROAD COMPANY IN)
GOSHEN COUNTY, WY)

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

Pursuant to 49 U.S.C. § 10502(a) and the class exemption at 49 C.F.R. § 1150.31 *et seq.*, WYOMING CONNECT RAILROAD LLC (WCR), a noncarrier, hereby provides notice of its exemption from 49 U.S.C. § 10901 for its acquisition by lease from Union Pacific Railroad Company (UP) and operation of a rail line between Milepost 0.0 at or near Yoder and Milepost 18.5 at or near South Torrington, a distance of approximately 18.5 miles in Goshen County, Wyoming (the Rail Line). The Rail Line is depicted in a map that is attached to this Notice as Appendix 1.

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

(a) The full name and address of the applicant;

Applicant is Wyoming Connect Railroad LLC (WCR), 1306 South Main Street, Torrington, WY 82240.

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

Applicant's representative is Thomas F. McFarland, Thomas F. McFarland, P.C. 208 South LaSalle Street, Suite 1890, Chicago, IL 60604-1112, ph (312) 236-0204, fax (312) 201-9695, mcfarland@aol.com.

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

An agreement between UP and WCR is imminent for WCR's lease from UP and operation of the Rail Line.

(d) The operator of the property;

The operator of the property will be WCR.

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

(1) The name and address of the railroad transferring the subject operating authority,

The entity leasing the Rail Line to WCR is Union Pacific Railroad Company, 1400 Douglas Street, Omaha, NE 68179.

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

The lease and operation will be consummated no sooner than 30 days after filing of this notice with the Board.

(3) The mile-posts of the subject property, including any branch lines, and

The Rail Line extends between Milepost 0.0 at or near Yoder and Milepost 18.5 at or near South Torrington.

(4) The total route miles being acquired,

A total of approximately 18.5 miles of rail line will be leased and operated.

(f) A map that clearly indicates the area to be served, including origins, termini, stations, cities, counties, and States; and

Attached to this notice as Appendix 1 is a map on which the rail line has been shaded in yellow.

(g) A certificate that applicant's projected revenues do not exceed those that would qualify it as a Class III carrier.

Attached to this notice as Appendix 2 is a verification that WCR's projected revenues do not exceed those that would qualify it as a Class III rail carrier.

VERIFICATION

The verification attached to this notice as Appendix 2 includes a verification of all facts contained in this notice.

REVENUES LESS THAN \$5 MILLION PER YEAR

The verification attached as Appendix 2 includes a verification that the projected revenues of WCR will not exceed \$5 million per year.

ENVIRONMENTAL AND HISTORIC CONSIDERATIONS

Pursuant to 49 C.F.R. § 1105.6(c)(2), no environmental documentation or report is required for the proposed transaction. Pursuant to 49 C.F.R. § 1105.8(b)(2), no historic documentation or report is required for the proposed transaction.

LABOR PROTECTION

Pursuant to 49 U.S.C. § 10901(c), no labor protection is required for the proposed transaction.

CAPTION SUMMARY

Attached to this notice as Appendix 3 is a caption summary required by 49 C.F.R. § 1150.34.

LAND GRANT RIGHT-OF-WAY

Applicant is not aware of any land grant right-of-way in the Rail Line.

CONCLUSION

WHEREFORE, the Board should publish notice of the exemption in the *Federal Register* within 16 days of its filing.

Respectfully submitted,

WYOMING CONNECT RAILROAD LLC
1306 South Main Street
Torrington, WY 82240

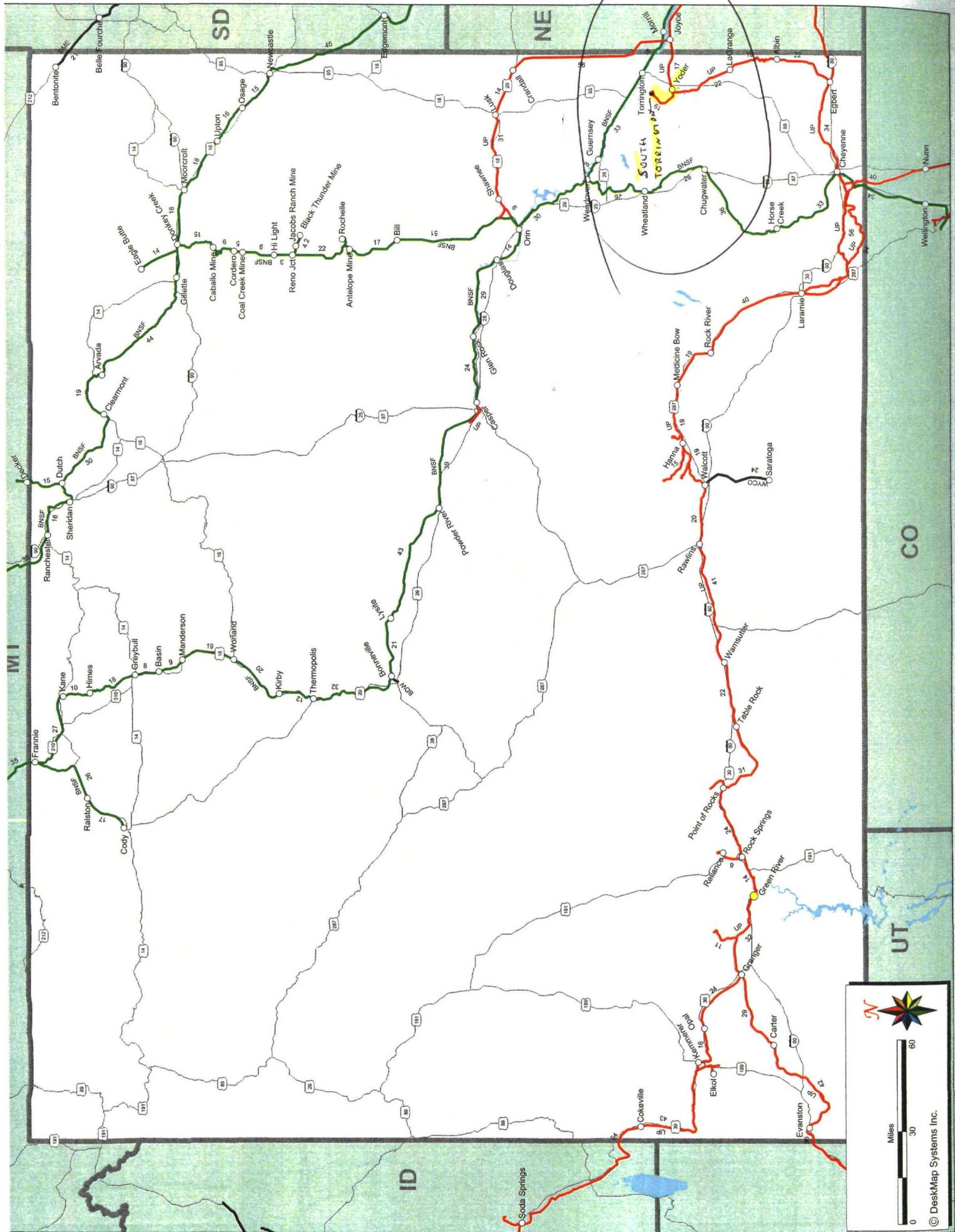
Applicant

Thomas F. McFarland

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mcfarland@aol.com

Attorney for Applicant

Date Filed: June 15, 2012



CAPTION SUMMARY

**SURFACE TRANSPORTATION BOARD
NOTICE OF EXEMPTION**

(Finance Docket No. 35640)

**WYOMING CONNECT RAILROAD LLC -- ACQUISITION AND OPERATION
EXEMPTION -- RAIL LINE OF UNION PACIFIC RAILROAD COMPANY
IN GOSHEN COUNTY, WY**

Wyoming Connect Railroad LLC (WCR), a noncarrier, has filed a notice of its exemption from 49 U.S.C. § 10901 for its acquisition by lease from Union Pacific Railroad Company (UP) and operation of a rail line between Milepost 0.0 at or near Yoder and Milepost 18.5 at or near South Torrington, a distance of approximately 18.5 miles in Goshen County, Wyoming. The transaction was to be consummated no sooner than 30 days after the filing of the notice of exemption.

Any comments must be filed with the Board and must be served on applicant's representative, Thomas F. McFarland, Thomas F. McFarland, P.C., 208 South LaSalle Street, Suite 1890, Chicago, IL 60604-1112, ph (312) 236-0204, fax (312) 201-9695, mcfarland@aol.com.

This notice of exemption is filed under 49 C.F.R. § 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.

(SEAL)

By the Board