

LAW OFFICES
JAMES H. M. SAVAGE, ESQ.
22 ROCKINGHAM COURT
GERMANTOWN, MD 20874
jsavagelaw@aim.com

Admitted to Practice
DC & New Jersey

Tel: (908) 361-7097
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January 21, 2015

237601

Ms. Cynthia T. 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
January 22, 2015
Part of
Public Record

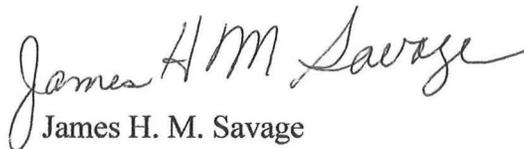
Re: FD 35900: CCET, LLC – Lease and Operation Exemption – Rail Line of Norfolk Southern Railway Company in Clermont County, Brown County, and Adams County Ohio

Dear Ms. Brown:

Enclosed are an original and ten (10) copies of a Verified Notice of Exemption (“Notice”) for an exemption under 49 C.F.R. § 1150.41, pursuant to which CCET, LLC (“CCET”) would lease and operate a portion of the CT Line owned and operated by Norfolk Southern Railway Company. Also enclosed are a caption summary as prescribed by 49 C.F.R. § 1150.44 and an electronic version of the Notice.

Pursuant to 49 C.F.R. § 1002.2(f)(14)(ii), enclosed is a check for \$1,800.00 covering the applicable filing fee. Also enclosed please find a duplicate copy of this letter and self-addressed stamped envelope to be stamped with the filing date and returned to the undersigned. If there are any questions about this matter, please contact me directly, either by telephone (908)-361-7097 or by email jsavagelaw@aim.com.

Respectfully submitted,



James H. M. Savage
Counsel for CCET, LLC

Enclosures **FEE RECEIVED**
January 22, 2015
SURFACE
TRANSPORTATION BOARD

FILED
January 22, 2015
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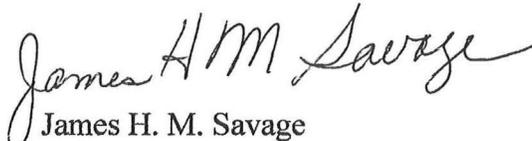
Re: FD 35900: CCET, LLC – Lease and Operation Exemption – Rail Line of Norfolk Southern Railway Company in Clermont County, Brown County, and Adams County Ohio

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Respectfully submitted,



James H. M. Savage
Counsel for CCET, LLC

Enclosures

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 35900

**CCET, LLC
—LEASE AND OPERATION EXEMPTION—
RAIL LINE OF NORFOLK SOUTHERN RAILWAY COMPANY
IN CLERMONT COUNTY, BROWN COUNTY, AND ADAMS COUNTY, OHIO**

VERIFIED NOTICE OF EXEMPTION PURSUANT TO 49 C.F.R. § 1150.41, ET SEQ.

Submitted By:
James H. M. Savage
22 Rockingham Court
Germantown, MD 20874
(908) 361-7097
jsavagelaw@aim.com
Counsel for CCET, LLC

Dated: January 21, 2015

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 35900

**CCET, LLC
—LEASE AND OPERATION EXEMPTION—
RAIL LINE OF NORFOLK SOUTHERN RAILWAY COMPANY
IN CLERMONT COUNTY, BROWN COUNTY, AND ADAMS COUNTY, OHIO**

VERIFIED NOTICE OF EXEMPTION PURSUANT TO 49 C.F.R. § 1150.41, ET SEQ.

CCET, LLC (“CCET”), an Ohio limited liability company and Class III carrier, hereby files this Verified Notice of Exemption pursuant to the class exemption at 49 C.F.R. § 1150.41, et seq., to lease and operate a line of railroad from Norfolk Southern Railway Company (“NSR”). CCET and NSR entered a Lease Agreement dated March 14, 2014 (“Lease Agreement”) pursuant to which CCET leases a 24 mile portion of NSR’s CT Line, extending between milepost CT 9.0 at Clare, Ohio, and milepost CT 32.83, west of Williamsburg, Ohio.¹ The parties now desire to amend the Lease Agreement to allow CCET to lease additional NSR trackage to the east, from milepost CT 32.83 to milepost CT 62.20, east of Seaman, Ohio (referred to as the “Line Extension”), to allow CCET to pursue additional commercial opportunities. NSR will retain limited overhead trackage rights over the Line Extension.

The Board recently issued a decision authorizing NSR to discontinue its own common carrier obligation including the Line Extension, and the exemption should become effective on February 14,

¹ CCET was granted authority for its current lease and operations in *CCET, LLC--Lease & Operation Exemption--Rail Line of Norfolk Southern Railway*, Finance Docket No. 35810 (STB served April 4, 2014).

2015.² However, upon reaching agreement with CCET and approving the transaction giving rise to the within proceeding, NSR has informed the Board by letter filed January 20, 2015, that NSR will not effectuate discontinuance of the portion of the line between milepost CT 32.83 to milepost 62.20. See January 20, 2015 letter annexed hereto as Exhibit D.

In support of this Verified Notice of Exemption, CCET submits the following information as required by 49 C.F.R. § 1150.43:

(a) Full name and address of applicant.

CCET, LLC
337 Grain Terminal Road
Suite 2014
Burbank, Washington 99323

(b) Applicant's Representatives.

James H. M. Savage
22 Rockingham Court
Germantown, MD 20874
(908) 361-7097
jsavagelaw@aim.com
Counsel for CCET, LLC

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

NSR and CCET have entered into an Amendment to the Lease Agreement, dated December 9, 2014, under which CCET will lease and operate the Line Extension.

(d) Operator of the property.

In all cases anticipated by this Notice, and as described in the transaction summary provided below, CCET will hold itself out to provide all common carrier rail freight service over the subject rail property, with NSR retaining limited overhead trackage rights.

(e) Summary of Proposed Transaction.

² *Norfolk Southern Railway Company – Discontinuance of Service Exemption – in Clermont, Brown and Adams Counties, Ohio*, Docket No. AB 290 (Sub-No. 370X) (STB served January 15, 2015).

This exemption involves the lease and operation by CCET of certain rail property owned by NSR and which had previously been operated by NSR.

(1) The name and address of the railroad transferring operating interests in the subject Property:

Norfolk Southern Railway Company
Three Commercial Place
Norfolk, VA 23510

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

CCET's lease and operation of the Line Extension is to commence on or after February 21, 2015, more than 30 days after the filing of this Notice.

(3) The Mileposts of the subject property, including any branch lines:

CCET will lease and operate the portion of NSR's CT Line between milepost CT 32.83, west of Williamsburg, Ohio, and milepost CT 62.20, east of Seaman, Ohio and passing through Clermont County, Brown County and Adams County, Ohio.

(4) The total route miles being acquired:

CCET intends to lease and operate rail property comprising a total of approximately 29 additional route miles.

(f) Map.

A map that clearly indicates the area to be served, including origins, termini, stations, cities, counties, and states is attached as Exhibit A.

(g) Certificate of Compliance with the provisions of 49 C.F.R. § 1150.43(g).

Attached as Exhibit B is a certificate affirming that CCET's projected revenues as a result of the transaction will not result in the creation of a Class II or Class I rail carrier so as to require processing under 49 C.F.R. § 1150.45. The projected annual revenues of CCET from existing operations and new operations as a result of this transaction will not exceed \$5 million.

(h) Interchange commitments.

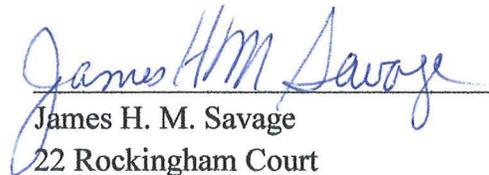
The lease between CCET and NSR does not contain any provision that prohibits, restricts, or would otherwise limit future interchange of traffic with any third-party carrier.

Other Information and Supporting Materials.

A caption summary, as required by 49 C.F.R. § 1150.34, is attached as Exhibit C to this notice. Pursuant to 49 C.F.R. § 1105.6(c)(2)(i), the proposed transaction is exempt from environmental review because the action proposed herein will not exceed any of the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5).

In addition, the transaction is exempt from historic review under 49 C.F.R. § 1105.8(b)(1), because CCET's lease and operation of the Line is for the purpose of continued rail operations. Further STB approval would be required to abandon any service, and there are no plans to dispose or alter properties subject to STB jurisdiction that are 50 years or older. This action will not significantly affect the quality of the human environment or energy conservation.

Respectfully submitted,



James H. M. Savage
22 Rockingham Court
Germantown, MD 20874
(908) 361-7097
jsavagelaw@aim.com
Counsel for CCET, LLC

Dated: January 21, 2015

EXHIBIT A

Line Map of CCET, LLC

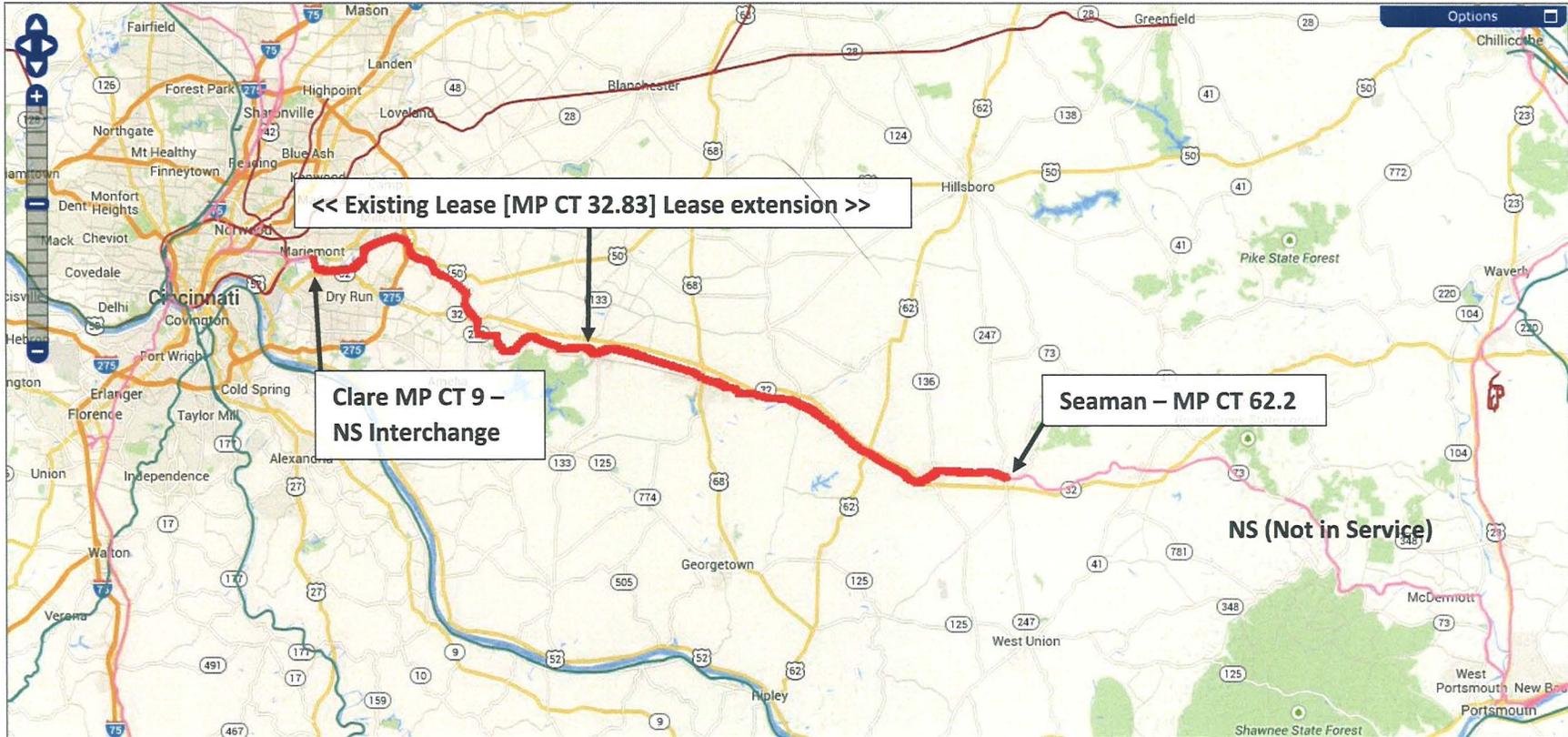


EXHIBIT B

VERIFICATION AND CERTIFICATE OF COMPLIANCE

I, Paul Didelius, declare under penalty of perjury that I am the Owner of CCET, LLC, that I have read the foregoing Notice of Exemption, know the facts asserted therein, and that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this notice.

I also hereby certify that CCET's projected annual revenues will not as a consequence of this transaction result in CCET becoming a Class II or Class I rail carrier so as to require processing of the foregoing notice of exemption under 49 C.F.R. § 1150.45, and that CCET's projected annual revenue for the lines to be operated pursuant to this notice, combined with CCET's projected annual revenue from other operations, do not exceed \$5 million dollars.



Paul Didelius
Owner, CCET, LLC

Dated: Jan 19, 2015

EXHIBIT C

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

STB Finance Docket No. 35900

CCET, LLC

—LEASE AND OPERATION EXEMPTION—

**RAIL LINE OF NORFOLK SOUTHERN RAILWAY COMPANY
IN CLERMONT COUNTY, BROWN COUNTY, AND ADAMS COUNTY, OHIO**

CCET, LLC (“CCET”), a Class III, has filed a Notice of Exemption, pursuant to 49 C.F.R. Section 1150.41 *et seq.*, to lease and operate a portion of Norfolk Southern Railway Company’s (“NSR’s”) CT Line of railroad, extending a distance of approximately 29 miles between milepost CT 32.83, west of Williamsburg, Ohio, and milepost CT 62.20, east of Seaman, Ohio, and passing through Clermont County, Brown County, and Adams County, Ohio (the “Line Extension”).

CCET currently leases a 24 mile portion of NSR’s CT Line, extending between milepost CT 9.0 at Clare, Ohio, and milepost CT 32.83.¹ The parties now desire to amend their lease agreement to permit CCET to lease the Line Extension to the east to allow CCET to pursue additional commercial opportunities. NSR will retain limited overhead trackage rights over the Line Extension.

¹ CCET was granted authority for its current lease and operations in *CCET, LLC--Lease & Operation Exemption--Rail Line of Norfolk Southern Railway*, Finance Docket No. 35810 (STB served April 4, 2014).

Comments must be filed with the Board and served on CCET's representative:

James H. M. Savage
22 Rockingham Court
Germantown, MD 20874
(908) 361-7097
jsavagelaw@aim.com
Counsel for CCET, LLC

The notice of exemption is filed under 49 C.F.R. § 1150.41. 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 effectiveness of the transaction.

Dated:

By the Board.

EXHIBIT D

BAKER & MILLER PLLC

ATTORNEYS and COUNSELLORS
2401 PENNSYLVANIA AVENUE, NW
SUITE 300
WASHINGTON, DC 20037

TELEPHONE: (202) 663-7820
FACSIMILE: (202) 663-7849

WILLIAM A. MULLINS

(202) 663-7823 (Direct Dial)
E-Mail: wmullins@bakerandmiller.com

January 20, 2015

VIA E-FILING

Cynthia T. Brown, Chief
Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

Re: *Norfolk Southern Railway Company – Discontinuance of Service
Exemption – In Clermont, Brown and Adams Counties, Ohio, STB Docket
No. AB-290 (Sub-No. 370X)*

Dear Ms. Brown:

By petition filed on September 30, 2014, Norfolk Southern Railway Company (NSR) sought an exemption under 49 U.S.C. § 10502 from the provisions of 49 U.S.C. § 10903 to discontinue service over an approximately 40.7-mile rail line, extending from milepost CT 32.83 at Williamsburg, Ohio, to milepost CT 73.50 at Plum Run, in Clermont, Brown, and Adams Counties, Ohio (the Line). By a decision served January 15, 2015, NSR's petition for exemption was granted, subject to standard employee protective conditions. The exemption will become effective on February 14, 2015.

NSR is writing to inform the Board that it will not effectuate discontinuance of the portion of the Line between milepost CT 32.83 and milepost CT 62.20. NSR has reached an agreement with CCET, LLC (CCET), who already leases a portion of the track connecting to the Line,¹ for CCET to lease the portion of the Line between milepost CT 32.83 to milepost 62.20. CCET will file separately for authority to lease and operate the line. The remaining portion of the Line subject to this discontinuance proceeding, between milepost CT 62.20 and milepost CT 73.50, will be discontinued when the exemption becomes effective on February 14, 2015.

¹ See CCET, LLC—Lease and Operation Exemption—Rail Line of Norfolk Southern Railway Company, FD 35810 (STB served April 4, 2014).

Baker & Miller PLLC

Cynthia T. Brown, Chief

January 20, 2015

Page 2

If there are any questions about this matter, please contact me directly, either by telephone: 202-663-7823 or by e-mail: wmullins@bakerandmiller.com.

Respectfully submitted,



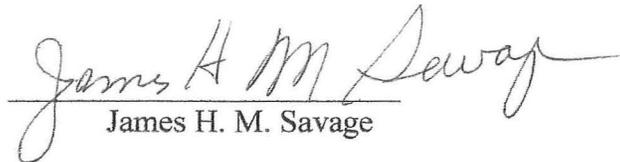
William A. Mullins

cc: Marc Kirchner
Garrett Urban

CERTIFICATION OF SERVICE

I, James H. M. Savage, an attorney-at-law of the District of Columbia, certify that I have served this day by First Class Mail a true copy of the within pleading upon the following persons:

Aubrey Parsley
Manager, Strategic Planning
Norfolk Southern Corporation
3 Commercial Place, 12th Floor
Norfolk, VA 23510


James H. M. Savage

Dated: January 21, 2015