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November 26, 2013

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Hand Delivery

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 Office of Proceedings

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

NOV 26 2013

Part of
 Public Record

Re: Finance Docket No. 35787, Mark W. Dobronski and Susan K. Dobronski – Acquisition of Control Exemption – Adrian & Blissfield Rail Road Company, Charlotte Southern Railroad Company, Detroit Connecting Railroad Company, Lapeer Industrial Railroad Company and Jackson & Lansing Railroad Company

Dear Ms. Brown:

Attached for filing are the Original and ten copies of a Verified Notice of Exemption under 49 C.F.R. § 1180.2(d)(2), and a check covering the \$1,400 filing fee.

If you have any questions, please call me.

Sincerely,

Karl Morell

Karl Morell
 Of Counsel

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Enclosures

**SURFACE
 TRANSPORTATION BOARD**

**SURFACE
 TRANSPORTATION BOARD**



BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35787

MARK W. DOBRONSKI AND SUSAN K. DOBRONSKI
-- ACQUISITION OF CONTROL EXEMPTION --
ADRIAN & BLISSFIELD RAIL ROAD COMPANY, CHARLOTTE SOUTHERN
RAILROAD COMPANY, DETROIT CONNECTING RAILROAD COMPANY, LAPEER
INDUSTRIAL RAILROAD COMPANY AND JACKSON & LANSING RAILROAD
COMPANY

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1180.2(d)(2)

KARL MORELL
Of Counsel
BALL JANIK LLP
Suite 225
655 Fifteenth Street, N.W.
Washington, D.C. 20005
(202) 638-3307

Attorney for:
MARK W. DOBRONSKI AND SUSAN K.
DOBRONSKI

Dated: November 26, 2013

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 35787

MARK W. DOBRONSKI AND SUSAN K. DOBRONSKI
-- ACQUISITION OF CONTROL EXEMPTION --
ADRIAN & BLISSFIELD RAIL ROAD COMPANY, CHARLOTTE SOUTHERN
RAILROAD COMPANY, DETROIT CONNECTING RAILROAD COMPANY, LAPEER
INDUSTRIAL RAILROAD COMPANY AND JACKSON & LANSING RAILROAD
COMPANY

VERIFIED NOTICE OF EXEMPTION
Pursuant to 49 C.F.R. § 1180.2(d)(2)

Mark W. Dobronski and Susan K. Dobronski (“Mr. and Mrs. Dobronski”) file this Notice of Exemption, pursuant to 49 C.F.R. § 1180.2(d)(2), for Mr. and Mrs. Dobronski to indirectly control Adrian & Blissfield Rail Road Company (“ADBF”), a Class III railroad, and ADBF’s four Class III railroad subsidiaries: Charlotte Southern Railroad Company (“CHS”), Detroit Connecting Railroad Company (“DCON”), Lapeer Industrial Railroad Company (“LIRR”) and Jackson & Lansing Railroad Company (“JAIL”). In support of this Notice of Exemption, Mr. and Mrs. Dobronski submit the following information as required by 49 C.F.R. § 1180.4(g):

Section 1180.6(a)

- (1) A description of the proposed transaction.
 - (i) A brief summary of the proposed transaction, the name of applicants, their business address, telephone number, and the name of counsel to whom questions regarding the proposed transaction can be addressed.

Mr. and Mrs. Dobronski are individuals and non-carriers and control Ferrovia, L.L.C. (“Ferrovia”), also a non-carrier and a limited liability company. Up until very recently, Ferrovia

owned 50 percent of the outstanding shares of ADBF. On November 15, 2013, a court in Michigan ordered two minority shareholders, owning 14.2857 percent of the outstanding shares of ADBF, to sell their shares back to ADBF. As a consequence, Ferrovia now owns 58.33 percent of the outstanding shares of ADBF. Therefore, Ferrovia now directly controls ADBF and indirectly controls CHS, DCON, LIRR and JAIL. Mr. and Mrs. Dobronski, in turn, now indirectly control ADBF, CHS, DCON, LIRR and JAIL.

The rail lines operated by ADBF, CHS, DCON, LIRR and JAIL do not connect with each other. ADBF operates a 20-mile rail line between Adrian and Riga, Michigan. CHS operates a 3.5-mile rail line near Charlotte, Michigan. DCON operates a 2.5-mile rail line in Detroit, Michigan. LIRR operates a 1.5-mile rail line in LaPeer, Michigan. JAIL operates a 47-mile rail line between Jackson and Lansing Michigan.

Also, the involved transaction is not part of a series of anticipated transactions that would connect the rail lines operated by ADBF, CHS, DCON, LIRR and JAIL with any of their affiliated railroads. Finally, neither ADBF nor any of its subsidiary carriers are Class I rail carriers. Accordingly, this transaction falls within the class of transactions described at 49 C.F.R. § 1180.2(d)(2), and is exempt from prior approval by the Surface Transportation Board ("Board").

The name and business address of Applicants are as follows:

Mark W. Dobronski and Susan K. Dobronski
38235 N. Executive Drive
Westland, Michigan 48185-1971

Ferrovia, L.L.C.
38235 N. Executive Drive
Westland, Michigan 48185-1971

Adrian & Blissfield Rail Road Company
38235 N. Executive Drive

Westland, Michigan 48185-1971

Charlotte Southern Railroad Company
38235 N. Executive Drive
Westland, Michigan 48185-1971

Detroit Connecting Railroad Company
38235 N. Executive Drive
Westland, Michigan 48185-1971

Lapeer Industrial Railroad Company
38235 N. Executive Drive
Westland, Michigan 48185-1971

Jackson & Lansing Railroad Company
38235 N. Executive Drive
Westland, Michigan 48185-1971

Applicants' representative:

Karl Morell
Of Counsel
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(ii) The proposed time schedule for consummation of the proposed transaction.
On the effective date of this Notice of Exemption.

(iii) The purpose sought to be accomplished by the proposed transaction.

Mr. and Mrs. Dobronski inadvertently gained indirect control of ADBF and its four carrier subsidiaries when a court ordered minority shareholders to sell their shares to ADBF. The five railroads will continue to be operated as in the recent past.

(5) A list of the State(s) in which any part of the property of each applicant carrier is situated.

Michigan.

(6) Map.

Maps illustrating the rail lines of ADBF, CHS, DCON, LIRR and JAIL are attached as Exhibit 1.

(7)(ii) Agreement.

There is no Agreement rendering Mr. and Mrs. Dobronski in indirect control of ADBF and its four carrier subsidiaries.

Because ADBF, CHS, DCON, LIRR and JAIL are Class III carriers, no labor protection applies to this transaction pursuant to 49 U.S.C. § 11326.

ENVIRONMENTAL AND HISTORIC IMPACTS

Mr. and Mrs. Dobronski will indirectly control ADBF, CHS, DCON, LIRR and JAIL for the purpose of continued rail operations where further Board approval is required to abandon or discontinue any service, and there are no plans to dispose of or alter properties subject to the Board's jurisdiction that are 50 years old or older. Hence, this Notice of Exemption does not require an historic report under 49 C.F.R. § 1105.8(b)(1).

Mr. and Mrs. Dobronski's indirect control of ADBF, CHS, DCON, LIRR and JAIL will not result in any significant changes in carrier operations. There will not be a diversion of: (1) more than 1,000 rail carloads a year to motor carriage; or (2) an average of 50 carloads per mile per year for any part of these lines to motor carriage. This transaction will not result in: (1) an increase in rail traffic of at least 100 percent or an increase of at least eight trains a day on any segment of the lines; (2) an increase of rail yard activity of at least 100 percent; or (3) an average increase in truck traffic of more than 10 percent of the average daily traffic or 50 vehicles a day. This transaction

will not affect a Class I or nonattainment area under the Clean Air Act. In any event, the thresholds of 49 C.F.R. § 1105.7(e)(5)(ii) will not be exceeded. Finally, this transaction does not contemplate the transportation of any ozone depleting materials. Therefore, no environmental documentation is required under 49 C.F.R. § 1105.6(c)(2).

This action will not significantly affect either the quality of the human environment or energy conservation.

Respectfully submitted,



KARL MORELL
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BALL JANIK LLP
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Washington, D.C. 20005
(202) 638-3307

Attorney for:
MARK W. DOBRONSKI AND SUSAN K.
DOBRONSKI

Dated: November 26, 2013

VERIFICATION

STATE OF MICHIGAN)
) ss.
COUNTY OF WAYNE)

I, Mark W. Dobronski, being duly sworn depose and state that I am a Director and President of Adrian & Blissfield Rail Road Company and a manager/member of Ferrovia, L.L.C., that I am authorized to make this verification, and that I have read the foregoing Notice of Exemption and know the facts asserted therein are true and accurate as stated to the best of my knowledge, information, and belief.



Mark W. Dobronski

SUBSCRIBED AND SWORN TO before me this 25th day of November, 2013, in the County of Wayne, State of Michigan.



Notary Public

BARBARA A. LASATER
Notary Public, State of Michigan
County of Lenawee
My Commission Expires Dec. 21, 2013
Acting in the County of WAYNE

RAIL LINES OPERATED BY **ADRIAN & BLISSFIELD RAILROAD COMPANY**

38235 North Executive Drive, Westland, MI 48185-1971 • 734-641-2300 • www.abrailroad.com

Contacts: Hon. Mark W. Dobronski, *President*

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-----, *General Manager*
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Barbara A. Lasater, *Ch. Admin. Off.*
734-641-2300

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Robert A. Michalka, *Supt. - CHS/LIRR*
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