

RICHARD R. WILSON, P.C.

Attorney at Law

A Professional Corporation

**518 N. Center Street, Ste. 1
Ebensburg, PA 15931**

(814) 419-8152
888-454-3817 (Toll Free)
(814) 419-8156 FAX
rwilson@rrwilson.net – Email
www.rrwilsonesq.com - Website

851 Twelfth Street
Oakmont, PA 15139

Of Counsel to:
Vuono & Gray LLC
2310 Grant Building
Pittsburgh, PA 15219
(412) 471-1800
(412) 471-4477 FAX

December 30, 2013



The Honorable Cynthia T. Brown, Chief
Section of Administration
Surface Transportation Board
395 E Street, S.W., Ste. 1260
Washington, DC 20423-0001

ENTERED
Office of Proceedings
December 31, 2013
Part of
Public Record

Re: RMW Ventures, LLC – Change of Control Within Corporate Family
Finance Docket No. 35798

Dear Ms. Brown:

Enclosed please find an original and ten copies of RMW Ventures, LLC – Change of Control Within Corporate Family. A check in the amount of \$1,400 is enclosed for the filing fee.

Please time stamp the additional copy of this letter as proof of filing and return it to the undersigned in the enclosed self addressed stamped envelope provided for that purpose.

FEE RECEIVED
December 31, 2013
Surface Transportation Board

Very truly yours,

RICHARD R. WILSON, P.C.

A handwritten signature in cursive script that reads "Richard R. Wilson".

Richard R. Wilson, Esq.

RRW/bab
Enclosures
xc: RMW Ventures, LLC

FILED
December 31, 2013
Surface Transportation Board

Before the
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 35798

RMW VENTURES, LLC
CHANGE OF CONTROL WITHIN CORPORATE FAMILY

VERIFIED NOTICE OF EXEMPTION
OF
RWM VENTURES, LLC



RICHARD R. WILSON, P.C.
RICHARD R. WILSON, ESQ.
Attorney for RMW Ventures, LLC
Pa. I.D. #25661
518 N. Center Street
Ebensburg, PA 15931
(814) 419-8152
(814) 419-8156 - Fax

Dated: December 30, 2013

Before the
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 35798

RMW VENTURES, LLC
CHANGE OF CONTROL WITHIN CORPORATE FAMILY

VERIFIED NOTICE OF EXEMPTION
OF
RWM VENTURES, LLC

Applicant, RMW Ventures, LLC (“RMW”), pursuant to 49 C.F.R. §11802(d)(3), seeks the Board’s authorization to acquire the stock of Big Four Terminal Railroad Company (“BFTR”) which is currently owned by S.N. Wendelin who is also the owner of RMW Ventures, LLC.

1. Description of the proposed transaction.

(i) Brief summary of the proposed transaction. The stock of BFTR is subject to the jurisdiction of the Board, and currently is owned by Mr. Wendelin who also owns RMW. Subject to the approval of the Board, the stock of the BFTR will be transferred to RMW which will then control BFTR.

The name, address and telephone number of the applicant is as follows:

RMW Ventures, LLC
300 E. Walnut Street
Corydon, IN 47112
(812) 738-4230

The name, address and telephone number of BFTR is as follows:

Big Four Terminal Railroad Company
300 E. Walnut Street

Corydon, IN 47112
(812) 738-4230

The name, address and telephone number of Applicant's counsel is as follows:

Richard R. Wilson, P.C.
Richard R. Wilson, Esq.
518 N. Center Street, Ste. 100
Ebensburg, PA 15931
(814) 419-8152

(ii) Proposed consummation. The proposed transaction is expected to occur over 30 days after the date of filing of the Verified Notice of Exemption.

(iii) Proposed transaction's purpose. The proposed transaction is designed to permit S.N. Wendelin through RMW to retain indirect control of BFTR.

2. States in which the railroads are located.

The BFTR is located in Indiana.

3. Maps.

Maps of the railroad line of the BFRT is attached as Exhibit 1.

4. Agreements.

Copies of the draft Acquisition Agreement, Transfer and Assumption Agreement are attached as Exhibit 2. Their final versions will be filed with the Board when executed.

5. Level of labor protection.

Since BFTR is a Class III railroad, no labor protection need be provided, pursuant to the provisions of 49 U.S.C. §1132(c).

6. Environmental and historic consequences.

There will be no change in the operations of BFTR. Accordingly, the proposed transaction will result in no changes exceeding the thresholds of 49 C.F.R.

11057(e)(4) or (5) and, therefore, the proposed transaction is exempt from the need for providing further environmental documentation, pursuant to 49 C.F.R. §1105.6(c)(2) and (4). No structure 50 years old or older will be dismantled or disturbed. Hence, the proposed transaction is exempt from the historic preservation reporting requirements pursuant to 49 C.F.R. §1105.8(b)(2-3).

Respectfully submitted,

RICHARD R. WILSON, P.C.

A handwritten signature in cursive script that reads "Richard R. Wilson".

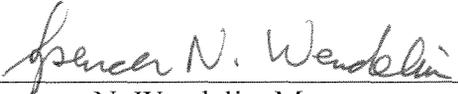
Richard W. Wilson, Esq.
Attorney for RMW Ventures, LLC
518 N. Center Street
Ebensburg, PA 15931
(814) 419-8152

Dated: December 30, 2013

VERIFICATION

I, Spencer N. Wendelin, Manager of RMW Ventures, LLC, declare under penalty of perjury, under the laws of the United States of America, that I have read the foregoing Verified Notice of Exemption and that its assertions are true and correct to the best of my knowledge, information and belief. I further declare that I am qualified and authorized to submit this verification on behalf of RMW Ventures, LLC. I know that willful misstatement or omission of material fact constitute Federal criminal violations punishable under 18 U.S.C. §1001 by imprisonment up to five years and fines up to \$10,000 for each offense. Additionally, these misstatements are punishable as perjury under 18 U.S.C. §1621, which provides for fines up to \$2,000 or imprisonment up to five years for each offense.

Dated this 27th day of December, 2013.



Spencer N. Wendelin, Manager
RMW Ventures, LLC

Before the
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 35798

RMW VENTURES, LLC
CHANGE OF CONTROL WITHIN CORPORATE FAMILY

VERIFIED NOTICE OF EXEMPTION
OF
RWM VENTURES, LLC

EXHIBIT 1

MAPS

Big Four Terminal Railroad, LLC

INDIANA

NEW CASTLE

ASHLAND

MILLVILLE

HAGARSTOWN

NS

GREENS FORK

ENRY

NEW LISBON

WAYNE

NS

CAMBRIDGE CITY

RICHMOND

MILTON

CNC

BOSTON

CSX

HCR

Beesons

BFTR

KITCHEL

BROWNSVILLE

LIBERTY

CSX

CSX GLENNWOOD

CONNERSVILLE

COTTAGE GROVE

WES COLLE CORN

FAYETTE

UNION

CSX

BATH

FRANKLIN

RAYMOND

METAMORA

BROOKVILLE

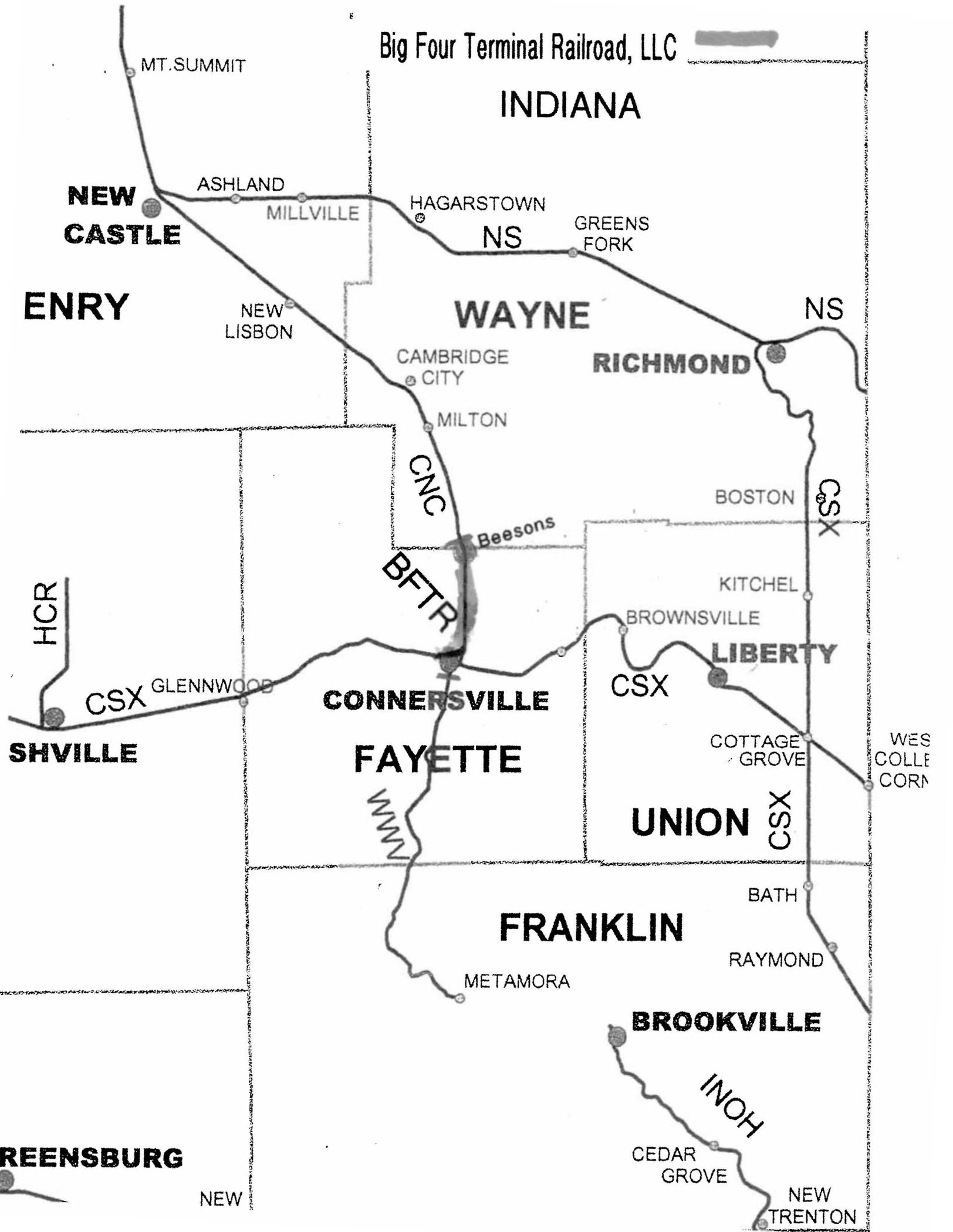
INOH

CEDAR GROVE

GREENSBURG

NEW

NEW TRENTON



Before the
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RMW VENTURES, LLC
CHANGE OF CONTROL WITHIN CORPORATE FAMILY

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OF
RWM VENTURES, LLC

EXHIBIT 2

DRAFT ACQUISITION AGREEMENT,
TRANSFER AND ASSUMPTION AGREEMENT

RMW VENTURES, LLC
Member's Resolution

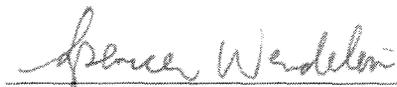
RESOLVED, that at the Member's meeting of RMW Ventures, LLC, held December 20, 2013, the Member, being that sole person, whose signature is hereafter affixed, does authorize, approve and accept, the additional capital contribution of Spencer Wendelin, in the form of 100 Units of Ownership in Big Four Terminal Railroad, LLC. Said Units of Ownership representing the entire Ownership of the said Big Four Terminal Railroad, LLC;

AND, IT IS FURTHER RESOLVED, that, Spencer Wendelin, as Manager of RMW Ventures, LLC, is authorized and directed to make whatsoever filings with and issue such notification to State, Federal and Local governmental authorities, as may be required or prudent to memorialize the transfer of ownership of Big Four Terminal Railroad, LLC to RMW Ventures, LLC from Spencer Wendelin, and/or to register such ownership of Big Four Terminal Railroad, LLC, as a single member Limited Liability Corporation, with RMW Ventures, LLC as the single Member owning the entirety of Big Four Terminal Railroad, LLC;

AND, IT IS FURTHER RESOLVED, that, RMW Ventures, LLC, shall, immediately accept the transfer of all of said Units of Ownership in Big Four Terminal Railroad, LLC from Spencer Wendelin, and shall hold such Units of Ownership, in escrow, until such time as all of such filings and notifications, as contemplated in this Resolution hereinabove, shall have been completed and, further, to credit, as of today's date, the Capital Account of Spencer Wendelin in RMW Ventures, LLC, in accordance with the valuation of such Units of Ownership, as the RMW Ventures, LLC corporate Certified Accountants shall establish; all in accordance with Sections 2.2. (a); 3.6.c.; 4.1; 4.6, and; 6.4 of the RMW Ventures, LLC Operating Agreement, and Sections 1.(b); 1.(d) of the RMW Ventures, LLC Revised Founders Agreement;

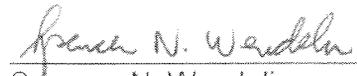
AND, IT IS FURTHER RESOLVED, that, the lease agreement between RMW Ventures, LLC and the Big Four Terminal Railroad, LLC, date January 1, 2011, for the purpose of leasing certain real property, railroad tracks and rail appurtenances to Big Four Terminal Railroad, LLC to hold and utilize the same for railroad common carrier operating purposes, shall remain in force and effect as originally written.

APPROVED this 20th day of December, 2013:



Spencer Wendelin, Member

Certified as entered into the as part of the minutes of the Members meeting Minutes on
December 20th, 2013:



Spencer N. Wendelin,
LLC Corporate Manager