

# FLETCHER & SIPPEL LLC

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Public Record

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August 14, 2015

## VIA ELECTRONIC FILING

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

Re: ***Massachusetts Department of Transportation – Acquisition Exemption –  
Certain Assets of Pan Am Southern LLC, STB Docket No. FD 35943***

Dear Ms. Brown:

Today, the Massachusetts Department of Transportation (“MassDOT”) tendered under separate cover the following two filings in the above-referenced proceeding: (1) a verified notice of exemption (the “Notice”) encompassing MassDOT’s acquisition of certain railroad assets in the Commonwealth of Massachusetts owned by Pan Am Southern LLC (“PAS”); and (2) MassDOT’s motion (the “Motion”) to dismiss the concurrently-filed Notice as involving a transaction that does not require Board authorization.

In connection with those filings, MassDOT has taken the added step of notifying the two active freight customers located along the line in question of the proposed railroad assets transaction and corresponding Board proceeding by mailing today to representatives of each customer (identified in the attached appendix) a copy of the Notice and Motion via USPS first class service, postage prepaid. An example of the cover letter included in the package to each customer is also enclosed herewith.

If there are any questions about this matter, please contact me directly, either by telephone: (312) 252-1504 or by email: [rwimbish@fletcher-sippel.com](mailto:rwimbish@fletcher-sippel.com).

Respectfully submitted,



Robert A. Wimbish  
Attorney for Massachusetts  
Department of Transportation

Attachments

## **APPENDIX**

### **ACTIVE ADAMS BRANCH CUSTOMERS**

Holland Company  
Attention: Dan Holland  
153 Howland Ave.  
Adams, MA 01220

Specialty Minerals, Inc.  
Attention: Bill Hudson, Director of Global Logistics & Sourcing  
35 Highland Ave.  
Bethlehem, PA 18017

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August 14, 2015

**VIA U.S. MAIL**

Bill Hudson  
Director of Global Logistics & Sourcing  
Specialty Minerals Inc.  
35 Highland Ave.  
Bethlehem, PA. 18017

**Re: *Massachusetts Department of Transportation – Acquisition Exemption –  
Certain Assets of Pan Am Southern LLC, STB Docket No. FD 35943***

Dear Mr. Hudson:

Today, the Massachusetts Department of Transportation (“MassDOT”) submitted filings to the U.S. Surface Transportation Board (“STB”) in connection with MassDOT’s proposed acquisition of certain railroad assets in Massachusetts owned by Pan Am Southern LLC (“PAS”). The railroad assets consist of a rail route commonly referred to as the Adams Branch extending from Engineering Station 739+20 in Adams, MA, and Engineering Station 981+45 in North Adams, MA. MassDOT hopes to consummate the asset transaction by or shortly after September 28, 2015.

The subject railroad asset sale will not involve a transfer of freight operating rights. PAS will retain its existing freight carrier rights and obligations, and the transaction parties do not foresee a material change in service arrangements for PAS customers following transfer of the railroad assets.

The enclosed materials, provided to you as information and as a courtesy, are the regulatory filings submitted to the STB today in connection with this transaction. *You are not expected or obligated to participate in the STB proceeding, but you are entitled to do so if you wish.*

If you have any questions, you are welcome to contact the undersigned counsel for MassDOT, or you may direct inquiries directly to PAS. Should you decide to contact PAS, please direct your inquiries to Robert B. Culliford, 1700 Iron Horse Park, North Billerica, MA 01862, (978) 663-1126, rculliford@panam.com.

Sincerely,



Robert A. Wimbish  
Attorney for Massachusetts  
Department of Transportation

Enclosures