

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 35921

238808

ENTERED

WESTERN WASHINGTON RAILROAD, LLC
-- LEASE AND OPERATION EXEMPTION --
CITY OF TACOMA, DEPARTMENT OF PUBLIC WORKS

Office of Proceedings
July 13, 2015
Part of Public Record

VERIFIED NOTICE OF EXEMPTION

WESTERN WASHINGTON RAILROAD, LLC

STINSON LEONARD STREET LLP

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July 13, 2015
SURFACE
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FILED
July 13, 2015
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Counsel for Western Washington Railroad, LLC

Date: July 10, 2015

Filing contains color images

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SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 35921

WESTERN WASHINGTON RAILROAD, LLC
-- LEASE AND OPERATION EXEMPTION --
CITY OF TACOMA, DEPARTMENT OF PUBLIC WORKS

VERIFIED NOTICE OF EXEMPTION

Western Washington Railroad, LLC (“WWRR”) files this Verified Notice of Exemption pursuant to 49 U.S.C. 10502 and the class exemption at 49 C.F.R. §§ 1150.41 *et seq.* to lease and operate a line of railroad from the City of Tacoma, Department of Public Works dba Tacoma Rail (“Tacoma Rail”) in Lewis and Thurston Counties, Washington.

WWRR submits the following information as required by 49 C.F.R. § 1150.43.

(a) Full name and address of applicant

Western Washington Railroad, LLC
P.O. Box 6720
Aloha, OR 97007

(b) Applicant’s representative

W. Karl Hansen
STINSON LEONARD STREET LLP
150 South Fifth Street, Suite 2300
Minneapolis, Minnesota 55402
(612) 335-7088

(c) Statement regarding agreement

WWRR and Tacoma Rail have entered into a lease and operation agreement dated January 5, 2015.

(d) The operator of the property

WWRR will be the operator of the leased line.

(e) Summary of the proposed transaction

WWRR and Tacoma Rail have renewed the lease authorized in Finance Docket No. 35694 and extended the trackage that WWRR will lease and operate to include approximately an additional 27 miles of the rail line between Mileposts 33C and 67.6. Tacoma Rail has retained trackage rights over a portion of the line between Milepost 33C and Blakeslee Junction to allow for interchange with WWRR, BNSF Railway Company, the Puget Sound and Pacific Railroad, and Union Pacific Railroad Company, and also over the entire line for emergency routing.

(1) Name and address of railroad transferring the subject property

City of Tacoma, Department of Public Works
2601 SR 509 North Frontage Road
Tacoma, WA 98421

(2) Proposed time schedule for consummation

The parties intend to consummate the transaction immediately after the effective date of this Notice.

(3) Mileposts of the subject property

WWRR will lease and operate the trackage owned by Tacoma Rail between Mileposts 33C and 67.6.

(4) Total route miles being acquired

Approximately 34.6 miles.

(f) A map of the area to be served

A map is attached as Exhibit A.

(g) Certificate that proposed revenues do not exceed those of a Class III carrier

WWRR hereby certifies that this transaction will not result in WWRR becoming a Class I or Class II rail carrier. The projected annual revenues of WWRR will not exceed \$5 million.

(h) Interchange commitments

The lease between WWRR and Tacoma Rail does not contain any provision that prohibits WWRR from interchanging traffic with a third party or that limits WWRR's ability to interchange with a third party.

A caption summary, as required by 49 C.F.R. § 1150.44, is attached as Exhibit B.

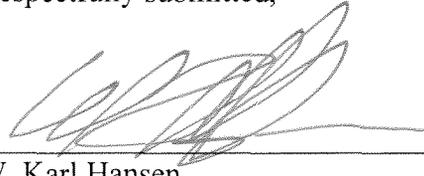
Environmental/Historic Preservation Data pursuant to 49 C.F.R. Part 1105

Under 49 C.F.R. § 1105.6(c)(2)(i), WWRR's lease and operation of the line is exempt from environmental reporting requirements because it will not result in significant changes in carrier operations (*i.e.*, changes which exceed the thresholds established in 49 C.F.R. §§ 1105.7(e)(4) or (5)).

Under 49 C.F.R. § 1105.8(b)(1), WWRR's lease and operation of the line is also exempt from historic preservation reporting requirements. WWRR will lease and operate the line for the purpose of continued rail operations. Further Board approval is required to abandon any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Dated: July 10, 2015

Respectfully submitted,



W. Karl Hansen
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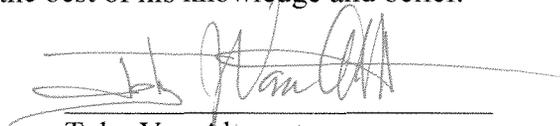
Counsel for Western Washington Railroad, LLC

VERIFICATION

STATE OF OREGON

COUNTY OF WASHINGTON

Toby Van Altvorst, being duly sworn, deposes and says that he is the Managing Member of Western Washington Railroad, LLC, that he has read the foregoing Notice of Exemption, and that the contents thereof are true and correct to the best of his knowledge and belief.



Toby Van Altvorst

Subscribed and sworn to before me this 7 day of July, 2015.



Notary Public

My Commission expires:

June 11, 2017

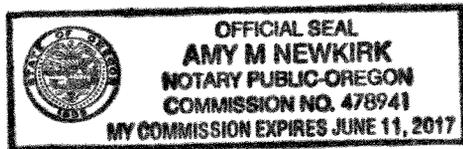


EXHIBIT A

Map

EXHIBIT A

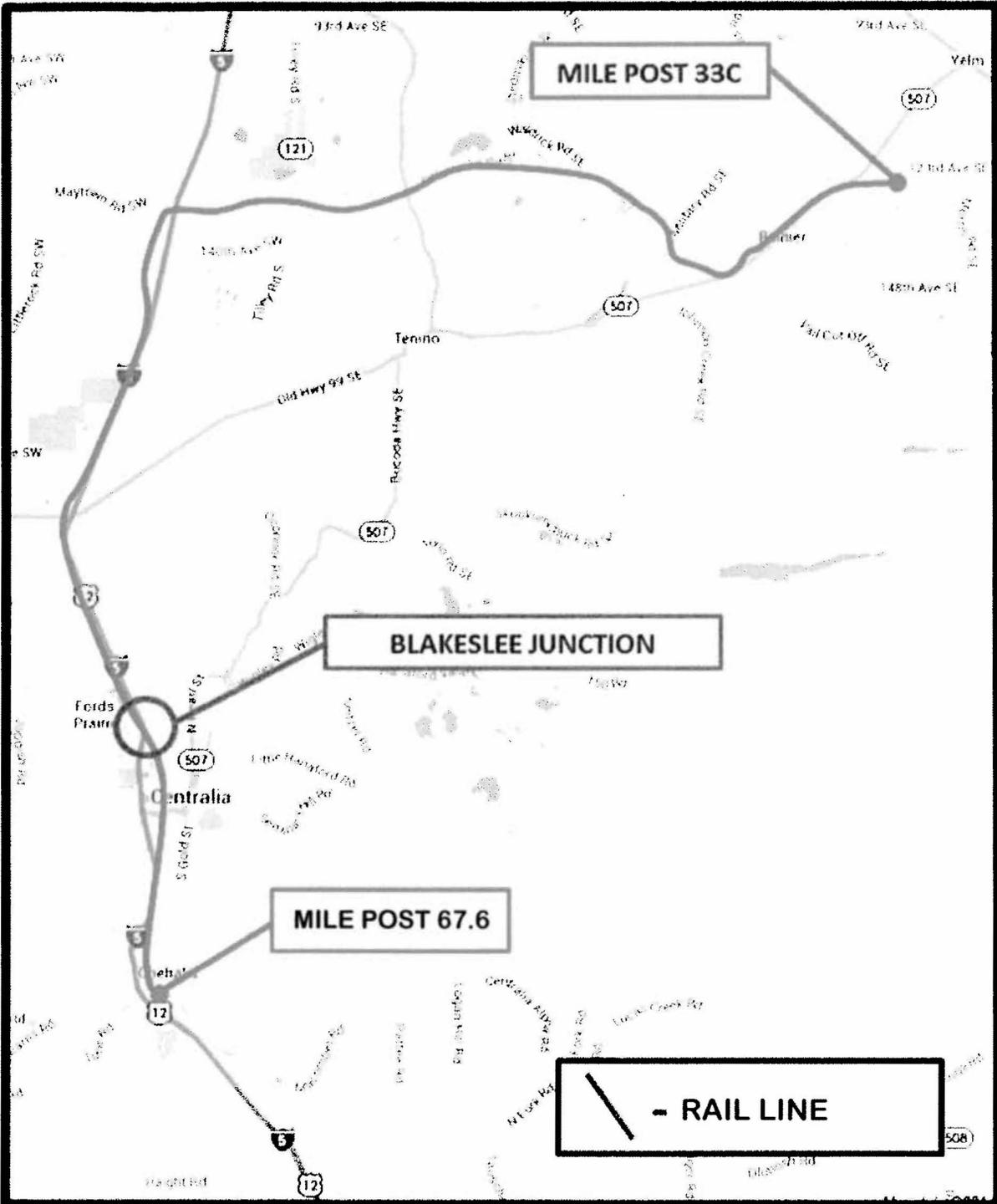


EXHIBIT B
Caption Summary

CAPTION SUMMARY

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION
FINANCE DOCKET NO. 35921

WESTERN WASHINGTON RAILROAD, LLC
-- LEASE AND OPERATION EXEMPTION --
CITY OF TACOMA, DEPARTMENT OF PUBLIC WORKS

Western Washington Railroad, LLC (“WWRR”) has filed a notice of exemption to exempt its amended lease agreement extending the term and including additional trackage that WWRR will operate of the City of Tacoma, Department of Public Work’s rail line between Milepost 33C and Milepost 67.6 in Lewis and Thurston Counties, Washington.

Comments must be filed with the Board and served on W. Karl Hansen, Stinson Leonard Street LLP, 150 South Fifth Street, Suite 2300, Minneapolis, MN 55402.

This Notice is filed under 49 C.F.R. § 1150.41, *et seq.* 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.

Dated:

By the Board,