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BEFORE THE  
SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C.



**FEE RECEIVED**  
DEC 13 2012  
**SURFACE  
TRANSPORTATION BOARD**

Finance Docket No. 35705

JAMES RIFFIN AND ERIC STROHMEYER – ACQUISITION AND OPERATION  
EXEMPTION – IN RIO GRANDE AND MINERAL COUNTIES, CO

VERIFIED NOTICE OF EXEMPTION

James Riffin and Eric Strohmeyer, (Applicants), non-carriers, provide the following as their verified exemption notice to acquire and operate over approximately 7 miles of Denver & Rio Grande Railway Historical Foundation line within Rio Grande and Mineral Counties, CO. This action comes within the class of transactions which are exempt from regulation under 49 U.S.C. §10901.

**FILED**  
DEC 13 2012

1. The following 49 CFR §1150.33 details are provided:

**SURFACE  
TRANSPORTATION BOARD**

(a) and (b): **APPLICANT** and representative to whom correspondences should be sent:

James Riffin  
1941 Greenspring Drive  
Timonium, MD 21093  
(443) 414-6210

Eric Strohmeyer  
81 Century Lane  
Watchung, NJ 07069  
(908) 361-2435

**ENTERED  
Office of Proceedings**  
DEC 13 2012  
**Part of  
Public Record**

- (c): A tentative agreement has been reached. The Applicants expect to file under seal a copy of the final executed agreement sometime before the date this Notice of Exemption becomes effective.
- (d): James Riffin and Eric Strohmeyer, or their designee, will be the operators of the line.
- (e): The following is a brief summary of the proposed activity:

The Applicants propose to acquire non-exclusive local commodity-specific trackage rights over approximately 7 miles of the line of railroad owned by the Denver & Rio Grande Railway Historical Foundation line (“D&RGHF”), between the beginning of the Line in Derrick (South Fork), CO, at Milepost 299.30, and ending about 10 feet before the first railroad trestle bridge that crosses the Rio Grande River, near Milepost 306.38, approximately 7 miles north of

South Fork, CO, and to operate (carry) specific commodities. The Applicants propose to interchange with the San Luis and Rio Grande Railroad in Derrick, CO.

Presently, the D&RGHF is the sole common carrier operator on the Line. The D&RGHF will remain the sole common carrier operator on the Line between the south side of the trestle bridge and Creede, CO. Between South Fork, CO and the south side of the trestle bridge, the Applicants will become the primary common carrier on the Line. The D&RGHF will retain its residuary common carrier rights and obligations over this portion of the Line, including the obligation to carry Toxic by Inhalation (“TIH”) commodities. In *Eric Strohmeier and James Riffin – Acquisition and Operation Application – Valstir Industrial Track in Middlesex and Union Counties, NJ*, Finance Docket No. 35527, Served May 14, 2012, slip op. at 4, the STB made the following statements, which the Applicants rely upon in electing to transport all non-exempt commodities other than TIH commodities: “But the fact that a host carrier can grant another carrier commodity-specific trackage rights over the host’s line ... . Under a trackage rights arrangement, a grant or exchange of trackage rights does not extinguish the granting carrier’s broad underlying common carrier obligation. In such situations, the granting rail carrier retains the § 11101 common carrier obligation to provide transportation for commodities that have not been exempted from regulation, even if it has granted another carrier the right to conduct commodity-specific operations on its line.” The Applicants expressly disavow any obligation to carry TIH commodities, and expressly limit their common carrier obligations to carrying non-TIH commodities, such as, but not limited to, coal, cement and lumber.

Applicants propose to consummate the transaction on or about January 15, 2013. The grantor of the trackage rights will be the Denver and Rio Grande Railway Historical Foundation, the present owner and operator of the Line. Acquisition of the trackage rights will be pursuant to an operating and trackage rights agreement. Pursuant to the Board’s prior decisions, this Notice will merely authorize the Applicants to consummate the acquisition of the trackage rights and will allow the Applicants to operate over the designated portion of the Line once the Applicants have acquired non-exclusive local commodity-specific trackage rights over the line from the present owner of the line.

- (f):** A map is attached hereto.
- (g):** The Applicants certify that the projected annual revenues of the line of railroad the Applicants seek to acquire via this Verified Notice of Exemption, will not exceed the limits for a Class III railroad (will not exceed \$5,000,000.00).

2. Caption Summary required by 49 CFR §1150.34, is attached.

3. Environmental and Historical Impact:

Per 49 CFR §1105.6 (c) (2) no environmental documentation need be prepared. (The thresholds in §1105.7 (e) (4) or (5) will not be exceeded. The Applicants propose to operate only one or two trains per day.) The proposed activities will not affect any historic structures.

Respectfully submitted,



James Riffin



Eric Strohmeyer

Date: December 13, 2012

VERIFICATION

We, James Riffin and Eric Strohmeyer, both being over the age of 21, and both being competent and authorized to execute this Verified Notice of Exemption, state, under the penalties of perjury, that we have read the foregoing Notice of Exemption, and that its contents are true and correct to the best of our personal knowledge and belief.



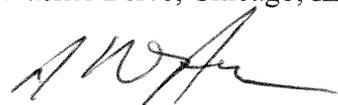
James Riffin



Eric Strohmeyer

CERTIFICATE OF SERVICE

I hereby certify that on the 13<sup>th</sup> day of December, 2012, a copy of the foregoing Notice of Exemption was served via first class mail on Mack Shumate, Jr., Senior General Attorney for the Union Pacific Railroad, Law Department, Room 1920, 101 N. Wacker Drive, Chicago, IL 60606-1718, telephone number (312) 777-2055.



James Riffin

NOTICE OF EXEMPTION

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Finance Docket No. 35705

CAPTION SUMMARY

JAMES RIFFIN AND ERIC STROHMEYER – ACQUISITION AND OPERATION  
EXEMPTION – IN RIO GRANDE AND MINERAL COUNTIES, CO

James Riffin and Eric Strohmeyer, both non-carriers, have filed a Notice of Exemption under 49 U.S.C. §10901 to acquire non-exclusive local commodity-specific trackage rights from the Denver and Rio Grande Railway Historical Foundation, to operate approximately 7 miles of line in Rio Grande and Mineral Counties, CO, between Derrick (South Fork), CO, at Milepost 299.30, and the south side of the trestle bridge near Milepost 306.38. This action comes within the class of transactions which are exempt from regulations under 49 U.S.C. §10901.

Comments must be filed with the Surface Transportation Board and served on James Riffin, 1941 Greenspring Drive, Timonium, MD 21093, and upon Eric Strohmeyer, 81 Century Lane, Watchung, NJ, 07069.

This Notice is filed under 49 CFR §1150.31. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemptions under 49 U.S.C. §10505 (d) may be filed at any time. Filing petitions to revoke will not automatically stay the transaction.

Dated:

By the Board

