

FILED

APR 25 2011

**SURFACE
TRANSPORTATION BOARD**

LAW OFFICES

JOHN D. HEFFNER, PLLC
1750 K STREET, N.W.
SUITE 200
WASHINGTON, D.C. 20006
PH: (202) 296-3333
FAX: (202) 296-3939

ORIGINAL



April 25, 2011

By Hand 229388

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 F Street, S.W.
Washington, D.C. 20423

FEE RECEIVED

APR 25 2011

**SURFACE
TRANSPORTATION BOARD**

**RE: STB Finance Docket No. 35501, Carolina Coastal
Railway, Inc., Acquisition and Operation Exemption-
Rocky Mount & Western Railroad Co., Inc. d/b/a
Nash County Railroad**

Dear Ms. Brown:

Pursuant to 49 CFR 1150.41, I am submitting on behalf of Carolina Coastal Railway, Inc., a Verified Notice of Exemption covering its acquisition and operation of a line of railroad currently owned and operated by Rocky Mount & Western Railroad Co., Inc., d/b/a Nash County Railroad.

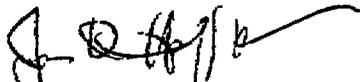
I am also enclosing a copy of this filing on a diskette and a check for \$1800 to cover the filing fee.

ENTERED
Office of Proceedings

APR 25 2011

Part of
Public Record

Respectfully submitted,


John D. Heffner
Counsel

cc: Mr. Douglas Golden
Rose-Michelle Nardi, Esq.

**BEFORE THE
SURFACE TRANSPORTATION BOARD**



FINANCE DOCKET NO. 35501

**CAROLINA COASTAL RAILWAY, INC.
—ACQUISITION AND OPERATION EXEMPTION—
ROCKY MOUNT & WESTERN RAILROAD CO., INC.
D/B/A NASH COUNTY RAILROAD**

**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 U.S.C. 10902 and 49 CFR 1150.41**

Submitted By:

John D. Heffner
John D. Heffner, PLLC
1750 K Street, N.W.
Suite 200
Washington, D.C. 20006
(202) 296-3334

Counsel for Petitioner

Dated: April 25, 2011

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35501

**CAROLINA COASTAL RAILWAY, INC.
—ACQUISITION AND OPERATION EXEMPTION—
ROCKY MOUNT & WESTERN RAILROAD CO., INC.
D/B/A NASH COUNTY RAILROAD**

**VERIFIED NOTICE OF EXEMPTION
PURSUANT TO 49 U.S.C. 10902 and 49 CFR 1150.41**

Carolina Coastal Railway, Inc. ("CLNA"), a class III short line railroad common carrier, files this Notice of Exemption, pursuant to 49 C.F.R. Part 1150. Subpart D – Exempt Transactions, with the Surface Transportation Board (the "Board") to permit it to purchase and operate about 14.9 miles of railroad line ("the Line") in Nash County, NC. The subject track and right of way are owned and operated by the Rocky Mount & Western Railroad Co., Inc. d/b/a Nash County Railroad ("NCR"). The Line extends between the connection with CSX Transportation, Inc. ("CSXT") at MP 119.9 at Rocky Mount, NC., and MP 134.8 at Momeyer, NC.

INFORMATION REQUIRED BY 49 CFR 1150.43

Name and Address of Applicant **49 CFR 1150.43(a)**
Carolina Coastal Railway, Inc.
116 North Bellevue Avenue,
Suite 206
Langhorne, PA 19047

Applicant's Representative **49 CFR 1150.43(b)**
John D. Heffner
John D. Heffner, PLLC
1750 K Street, N.W.
Suite 200
Washington, D.C. 20006
(202) 296-3334

Statement of Agreement **49 CFR 1150.43(c)**

CLNA has executed a purchase agreement with NCR.

Operator of the Property **49 CFR 1150.43(d)**

CLNA will hold itself out to provide common carrier rail freight service over the Line.

Brief Summary of Transaction **49 CFR 1150.43(e)**

CLNA is an existing class III short line railroad common carrier that leases and operates several lines of railroad in North Carolina owned by Norfolk Southern Railway Company as well as a line owned by the North Carolina State Ports Authority. CLNA will purchase NCR's rail assets including both the track and right of way. The purpose of this transaction is to take advantage of the

synergies, service efficiencies, and economies of scale made possible through CLNA's other nearby operations in North Carolina. This will enable CLNA to provide shippers with cost effective and efficient rail service while enabling NCR's owner to concentrate its energies on continuing to provide rail service over rail lines it owns in other locations.

Other information required

(1) The name and address of the railroad transferring the subject property:

Rocky Mount & Western Railroad Co., Inc.
d/b/a Nash County Railroad
422 West Cumberland Ave.,
Knoxville, TN 37902

(2) The proposed time schedule for consummation of the transaction:

CLNA intends to consummate this transaction 30 days from the effective date of this notice, probably around May 25, 2011.

The mileposts of the subject property, including any branch lines:

The track and right of way extends between the connection with CSXT at MP 119.9 at Rocky Mount, NC., and MP 134.8 at Momeyer, NC.

The total route miles to be acquired and operated:

About 14.9 miles of rail line.

Map

49 CFR 1150.43(f)

A map depicting the railroad trackage to be operated is attached as Exhibit A.

Certificate of Carrier Classification **49 CFR 1150.43(g)**

CLNA certifies that with this transaction its projected annual revenues will be less than \$5,000,000 annually. A certificate complying with the provisions of 49 CFR 1150.43(g) is attached as Exhibit B to this notice.

Transactions Imposing Interchange Commitments **49 CFR 1150.43(h)**

Not applicable. This rail line does not connect with any active rail line other than that of CSXT. In addition, the transaction documents do not contain any language limiting CLNA's ability to interchange with other carriers.

Disclosure of Intent to Transport Waste

CLNA does not presently intend to provide facilities for the collecting, sorting, loading, unloading, transferring, or transporting of municipal solid waste ("MSW") or construction and demolition ("C&D") material.

Labor Protection

Labor protective conditions are not applicable to transactions under 49 U.S.C. 10902.

Caption Summary **49 CFR 1150.44**

A caption summary in the prescribed form is attached as Exhibit C to this Notice.

Environmental and Historic Preservation Data **49 CFR 1105**

Pursuant to 49 CFR 1105.6(c) (2), the proposed transaction is exempt from environmental review under 49 CFR 1105(c) (2) (i), because the actions proposed herein will not cause any operating changes that exceed the thresholds established in 1105.7(e) (4) or (5).

In addition, this transaction is exempt from historic review under 1105.8(b) (1). Under this section, a sale, lease or transfer of a rail line is exempt if rail operations will continue. Further Board approval is required for the parties to abandon service, and there are no plans to dispose of or alter the properties subject to Board jurisdiction.

Submitted By:



John D. Heffner
John D. Heffner, P.L.L.C.
1750 K Street, N.W.
Suite 200
Washington, D.C. 20006
(202) 296-3334

Counsel for Petitioner

Dated: April 25, 2011

EXHIBIT A

Google maps Address Nashville, NC

Get Google Maps on your phone
Text the word "GMAPS" to 466453

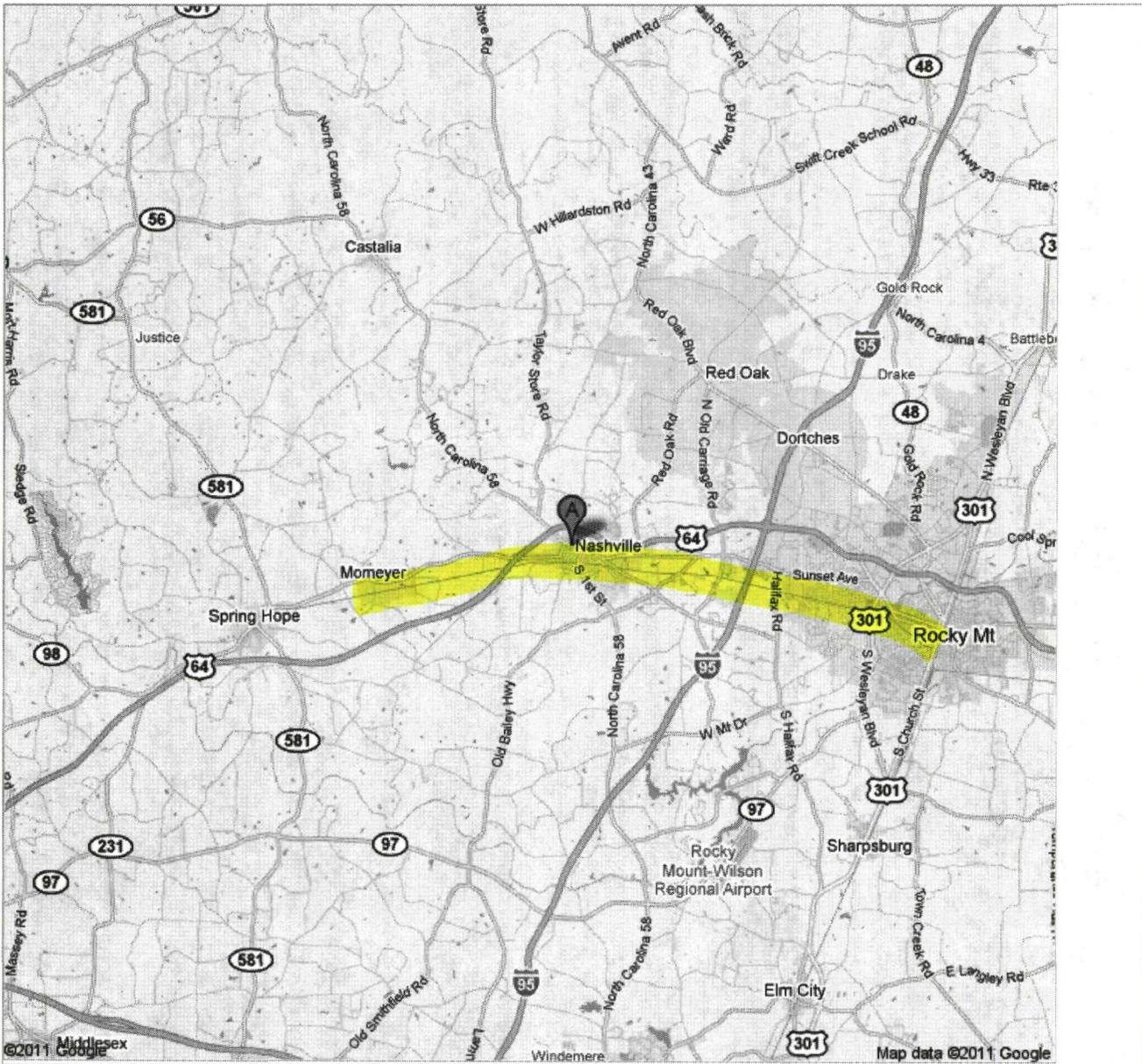


Exhibit B

Certification

I, Douglas Golden, certify that I am President (state position) of Caroline Coastal Railway Co (name of carrier) and that applicant's projected revenues will not exceed \$5 million annually and will not result in the applicant becoming a Class I or Class II carrier under the provisions of 49 CFR 1201(1-1).

Dated: 4/21, 2011

Signature

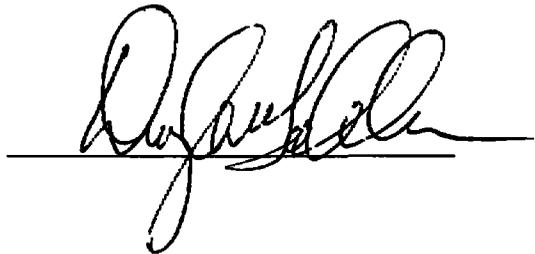
A handwritten signature in black ink, appearing to read "Douglas Golden", is written over a horizontal line.

EXHIBIT C

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35501

**CAROLINA COASTAL RAILWAY, INC.
—ACQUISITION AND OPERATION EXEMPTION—
ROCKY MOUNT & WESTERN RAILROAD CO., INC.
D/B/A NASH COUNTY RAILROAD**

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PURSUANT TO 49 U.S.C. 10902 and 49 CFR 1150.41**

Carolina Coastal Railway, Inc. (“CLNA”) an existing class III short line rail carrier, has filed a Verified Notice of Exemption under 49 CFR 1150.41 to permit it to purchase and operate about 14.9 miles of railroad line (“the Line”) in Nash County, NC. The Line is owned and operated by the Rocky Mount & Western Railroad Co., Inc., d/b/a Nash County Railroad (“NCR”) and extends between the connection with CSX Transportation, Inc., at MP 119.9 at Rocky Mount, NC., and MP 134.8 at Momeyer, NC.

This transaction involves approximately 14.9 route miles of track.

CLNA plans to consummate this transaction on or about 30 days from the date of filing this notice, approximately May 25, 2011.

CLNA certifies that its projected annual revenues as a result of this transaction would not exceed those that would qualify it as a Class III rail carrier and further certifies that its projected annual revenues will not exceed \$5 million.

If the verified 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 effectiveness of the exemption. Petitions for stay must be filed no later than May 18, 2011 (at least 7 days before the exemption becomes effective).

An original and 10 copies of all pleadings, referring to Finance Docket No. 35501, must be filed with the Surface Transportation Board, 395 E Street, S.W., Washington, DC 20423-0001. In addition, one copy of each pleading must be served on John D. Heffner, Esq., John D. Heffner, PLLC, 1750 K Street, N.W. – Suite 200, Washington, D.C. 20006, Telephone: (202) 296-3334 and Rose-Michelle Nardi, Weiner Brodsky Sidman Kider, 1300 Nineteenth Street, N.W. – Suite 500, Washington, D.C. 20036-1609, Telephone: (202) 628-2000.

Board decisions and notices are available on our website at WWW.STB.DOT.GOV.

Decided:

By the Board. Rachel D. Campbell, Director, Office of Proceedings.

VERIFICATION

STATE OF)
)
CITY OF) SS

Douglas Golden, being duly sworn according to law,
hereby deposes and states that (s)he is holds the position of _____
with petitioner, is authorized to make this Verification, has read the
foregoing document, and knows the facts asserted therein are true an
accurate as stated, to the best of (her) his knowledge, information, and
belief.

Douglas Golden

Subscribed to and sworn to before me, a Notary Public, in and for the City of
LANGHORNE in the State of PA., this 21ST day of APRIL.

Larry Kauffman
Notary Public

My commission expires:

