

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Part of

Public Record

GENESEEE & WYOMING INC. –
CONTROL – RAILAMERICA, INC.
ET AL.

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Docket No. FD 35654

**PETITION FOR LEAVE TO FILE RESPONSE TO APPLICANTS’ RENEWED
REQUEST FOR EXPEDITED CONSIDERATION BY CENTRAL CALIFORNIA
RAIL SHIPPERS & RECEIVERS ASSOCIATION**

Central California Rail Shippers & Receivers Association (“CCRSRA”)

hereby requests the Board grant it leave, to the extent such leave is deemed necessary, to
file the appended Response to Applicants’ Renewed Request for Expedited

Consideration, and in support hereby states as follows:

(1) On October 5, 2012 CCRSRA filed its Comments and Request for
Conditions.

(2) On October 26, 2012 Applicants filed their Reply to Comments,
including to those of CCRSRA.

(3) As part of their Reply, Applicants filed a request for expedited
consideration of their transaction, seeking a final Board decision by December 10, 2012,
with an effective date of December 20, 2012.

(4) CCRSRA seeks leave to file the appended response to Applicants’
renewed request for expedited consideration¹ to the extent the Board believes such leave

¹ The Board declined to adopt a previous request by Applicants for an expedited
decision. See STB Decision served Sept. 5, 2012 at 6.

is necessary. This pleading responds to a number of proffered bases for expedition, first made by Applicants on Reply, including new claims and supporting factual information that a recent “significant increase” and “serious trend” in RailAmerica employee safety injuries support expedition; claims that “[no] commenting party contested the evidence” on competitive impacts; claims that no legitimate concerns have been raised that need to be carefully considered by the Board, and that those concerns that are connected merely “predate the Transaction” and are “historical”; claims that expedition is necessary to “minimize uncertainty,” and claims that “complicated” financial reporting would be avoided through expedited consideration. *See* Reply at 1, 3-4, 15, 34.

(5) CCRSRA believes that it is entitled to file a response to Applicants’ request for expedited consideration made on Reply as a matter of right. However, to the extent the Board believes that leave is required for any part of CCRSRA’s reply, CCRSRA believes that this Response is necessary and proper given the scope and size of this transaction and the important public interest issues at stake, as it will assist the Board in clarifying the arguments and in obtaining a fair and complete record, and it will not prejudice any party or unduly prolong the proceeding. *See, e.g., Tongue River R.R. – Constr. & Operation – W. Alignment*, STB Docket No. FD 30186 (Sub-No. 3) (STB served June 15, 2011) at 4 (reply-to-reply accepted to provide complete record); *Philadelphia Belt Line R.R. – Petition for Declaratory Order*, STB Docket No. FD 35345 (STB served Aug. 4, 2010) at 3 n.10 (Board’s reply-to-reply rules “are to be construed liberally to ensure a just determination of the issues presented,” and “[i]n the interest of

compiling a full and complete record”); *BNSF Ry. – Discontinuance of Trackage Rights Exemption – in Peoria & Tazewell Cntys., Ill.*, STB Docket No. AB 6 (Sub-No. 470X) (STB served Apr. 26, 2011) at 5 n.9 (replies-to-replies made by the parties accepted as they would “provide a more complete record, clarify the arguments, will not prejudice any party, and do not unduly prolong the proceeding”).

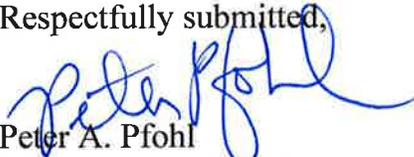
WHEREFORE, CCRSRA respectfully requests leave to file the appended Response.

OF COUNSEL:
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Dated: November 15, 2012

Respectfully submitted,

By:


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CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing were served this 15th day of November, 2012, by first-class mail, postage pre-paid, or by more expeditious means, upon all Parties of Record in this Proceeding.


Stephanie M. Archuleta