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ENTERED

Office of Proceedings

February 12, 2014

Part of

Public Record

February 6, 2014

Of Counsel to:

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851 Twelfth Street

Oakmont, PA 15139

Ms. Cynthia T. Brown

Chief of the Section of Administration, Office of Proceedings

Surface Transportation Board

395 E. Street, S.W.

Washington, DC 20423

Re: Finance Docket No. 35801 - Spencer N. Wendelin – Continuance in Control –
RMW Ventures, LLC – Verified Notice of Exemption Nunc Pro Tunc Under
49 C.F.R. §1180.2(d)(2)

Dear Ms. Brown:

Enclosed for filing are the original and 10 copies of RMW Ventures, LLC Verified Notice of Exemption Nunc Pro Tunc Under 49 C.F.R. §1180.2(d)(2). A check in the amount of \$1,400 for the filing fee is also enclosed.

Please time and date stamp the extra copy of this letter and the Verified Notice of Exemption and return them in the enclosed self addressed, stamped envelope. Thank you for your assistance. If you have any questions, please call or email me.

Very truly yours,

RICHARD R. WILSON, P.C.



Richard R. Wilson, Esq.

Attorney for Big Four Terminal Railroad, LLC

FEE RECEIVED
February 12, 2014
SURFACE
TRANSPORTATION BOARD

RRW/bab

Enclosure

xc: RWM Ventures, LLC

FILED
February 12, 2014
SURFACE
TRANSPORTATION BOARD



Before the
SURFACE TRANSPORTATION BOARD

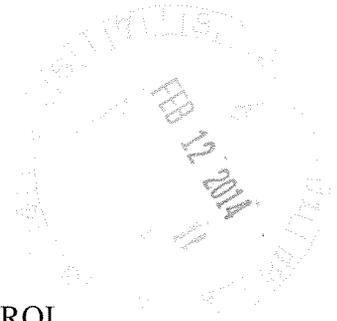
STB Finance Docket No. 35801

SPENCER N. WENDELIN – CONTINUANCE IN CONTROL

RMW VENTURES, LLC – VERIFIED NOTICE OF EXEMPTION
NUNC PRO TUNC UNDER 49 C.F.R. §1180.2(d)(2)

RICHARD R. WILSON, P.C.
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Dated: February 6, 2014



Before the
SURFACE TRANSPORTATION BOARD



STB Finance Docket No. 35801

SPENCER N. WENDELIN – CONTINUANCE IN CONTROL

RMW VENTURES, LLC – VERIFIED NOTICE OF EXEMPTION
NUNC PRO TUNC UNDER 49 C.F.R. §1180.2(d)(2)

Spencer N. Wendelin files this Verified Notice of Exemption Nunc Pro Tunc and in support thereof states as follows:

1. Pursuant to the provisions of §1180 of the Board’s railroad consolidation rules, 49 C.F.R. §1180 et. seq. Mr. Wendelin gives notice of a transaction which qualified for exemption under §1180.2 of those rules.

2. In 2010, Mr. Wendelin incorporated Big Four Terminal Railroad, LLC (“BFTR”), to be the operating railroad which he owned and controlled, for the purpose of operating 5.2 track miles of rail line owned by RWM Ventures, LLC (See STB Finance Docket No. 35454). In 2010, Mr. Wendelin also owned and controlled RMW Ventures, LLC (“RMW”), a nonoperating common carrier rail line owner of three rail lines operated by three Class III common carrier railroads: Wabash Central Railroad Corporation, Maumee & Western Railroad Corporation and C&NC Railroad Corporation¹. In 2010, Mr. Wendelin was the Manager of Wabash, Maumee and C&NC but did not own a majority stock ownership of those companies and did not exercise

¹ Subsequently, these three operating railroad corporations were reincorporated as Indiana Limited Liability Companies.

control over those companies. These railroad lines did not connect with each other and were not intended to connect with each other.

Incident to the incorporation of the BFTR in 2010, Mr. Wendelin inadvertently did not seek a continuance in control exemption notice for his ownership and control of RMW. Accordingly, this exemption notice is now filed nunc pro tunc to correct that oversight and to expedite Board consideration of a corporate family exemption in Finance Docket No. 35798. As a result of this transaction, Mr. Wendelin's continuance in control over RMW will be authorized.

3. In order to claim the §1180.2(d)(2) exemption, §1180.4(g) requires the filing of a verified notice of exemption furnishing the following information:

(a) Applicant:

Spencer N. Wendelin
300 E. Walnut Street
Corydon, IN 47112
(812)738-4230

Legal counsel to whom legal questions should be addressed:

Richard R. Wilson, Esq.
518 N. Center Street, Ste. 1
Ebensburg, PA 15931
(814)419-8152

(b) Schedule of Consummation:

On or after the effective date of this exemption.

(c) Purpose to be accomplished by the transaction:

To exempt from STB authorization, Mr. Wendelin's continued control of BFTR and RMW

(d) States where proposed operations will be conducted:

Indiana

- (e) Maps showing the location of the Class III railroad lines owned by RMW:

Attached hereto as Exhibit 1.

- (f) Copy of an Agreement:

Not Applicable

4. This continuance in control proceeding is exempt from environmental reviews under 49 C.F.R. §1105.6(c)(2)(i) because the proposed action will not cause any operating changes that exceed the thresholds established under the Board's regulations. In addition, this proceeding is exempt from historic review under 49 C.F.R. §1105.8(b)(i) because there are no plans to dispose of or alter property subject to Board jurisdiction that are fifty years old or older. Accordingly, no historic report is required.

- 5. Labor protection required:

None. Under 49 U.S.C. §11326, transaction between Class III carriers are not subject to labor protection.

Respectfully submitted,

RICHARD R. WILSON, P.C.

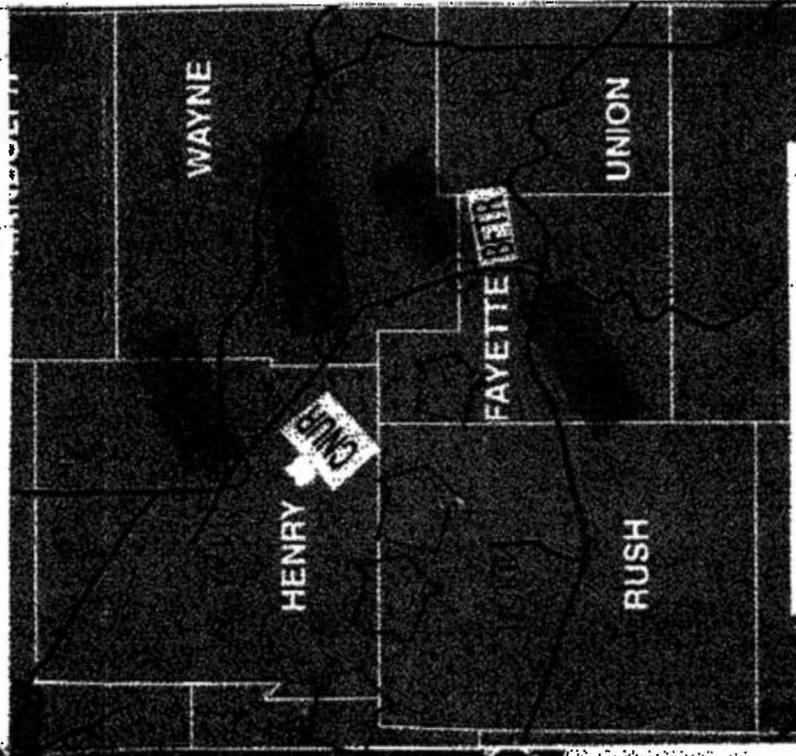


Richard R. Wilson, Esq.
Attorney for Spencer N. Wendelin
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Dated: February 6, 2014

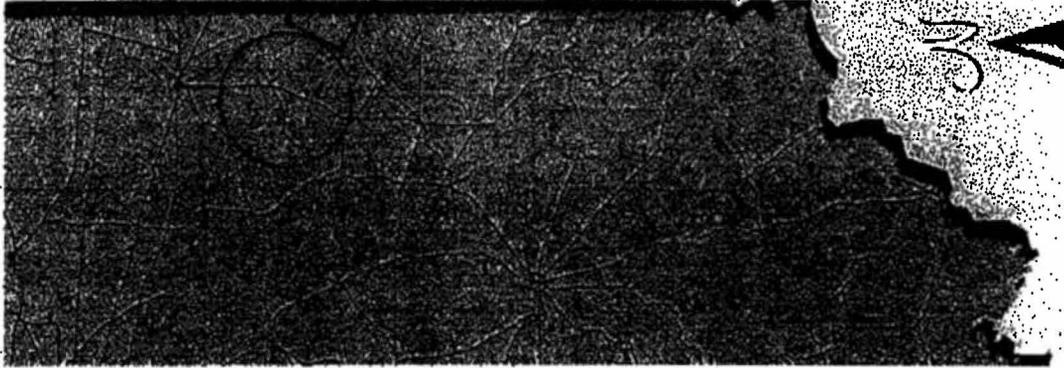
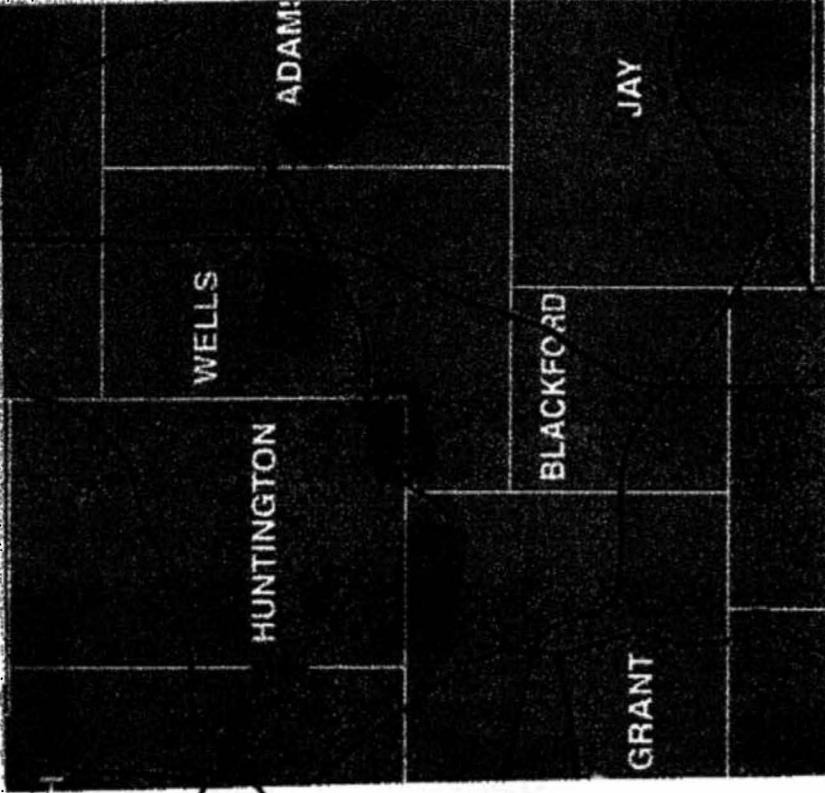
EXHIBIT 1

C&NC Railroad



Big 4 Terminal Railroad

EXHIBIT 1
Wabash Central Railroad



VERIFICATION

I, Spencer N. Wendelin, under penalty of perjury, state that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file the foregoing Verified Notice of Exemption - Continuance in Control Nunc Pro Tunc executed on January 20, 2014.

Dated this 20th day of January, 2014.

Spencer N. Wendelin
Spencer N. Wendelin