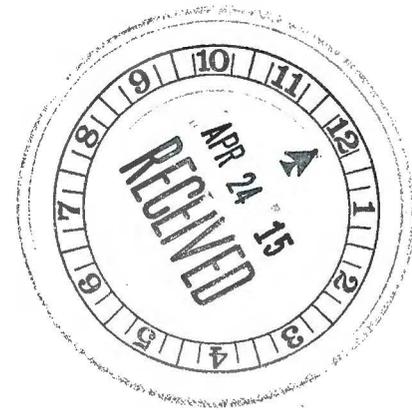


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ENTERED
Office of Proceedings
April 24, 2015
Part of
Public Record

CHARLES H. MONTANGE
ATTORNEY AT LAW
426 NW 162ND STREET
SEATTLE, WASHINGTON 98177
(206) 546-1936
FAX: (206) 546-3739



23 April 2015
By Federal Express, expedited delivery

Hon. Cynthia T. Brown
Chief, Section of Administration
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20024

Re: Boot Hill & Western Railway Holding Co., Inc.
- Acquisition and Control Exemption, F.D. 35924

and

Boot Hill & Western Railway, LC, AB 927X

Dear Ms. Brown:

Enclosed for filing please find the original and ten copies of a Verified Notice of Exemption pursuant to 49 C.F.R. 1150.31 et seq. on behalf of Boot Hill & Western Railway Holding Co., Inc. ("Holding") for (a) acquisition and operation of the remaining approximately 10.2 miles of the Boot Hill & Western Railway ("BHWR") in Ford County, Kansas and (b) acquisition of the right to reactivate approximately 15.8 miles of contiguous rail line previously railbanked by BHWR in Ford County, Kansas in STB Docket AB 927X. Also enclosed please find a check in the amount of \$ 1800 for the filing fee for this Notice of Exemption.

In addition, enclosed please find the original and ten copies of a motion to substitute interim trail managers pursuant to 49 C.F.R. 1152.29(f) for filing in Boot Hill & Western Railway, LC - Abandonment Exemption, AB 927X. Exhibit B of that motion is a "statement of willingness" on behalf of Holding to become interim trail manager for the previously railbanked portion of the BHWR. Holding is authorized to state that BHWR joins in the motion to substitute. Finally, enclosed please find a check in the amount of \$300 for the filing fee for Holding's "statement of willingness."

FEE RECEIVED
April 24, 2015
SURFACE
TRANSPORTATION BOARD

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FILED
April 24, 2015
SURFACE
TRANSPORTATION BOARD

The documents are marked for filing no later than April 27, 2015. Inasmuch as the undersigned will be abroad from April 25 to May 14, I request that if possible the documents be filed no later than April 24, if received by that date, and/or that the undersigned be advised immediately if there is some matter for which further information is required or a correction necessary before filing may be completed.

The filings in this docket are related to contemporaneous filings in a related docket: F.D. 35925 (control exemption).

Thank you for your assistance in this matter.

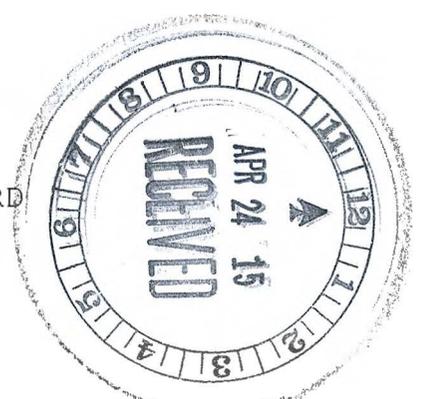
Respectfully,



Charles H. Montange
Counsel for Boot Hill & Western
Railway Holding Co., Inc.

Encls: original and ten copies of notice of exemption
for acquisition and control
check in the amount of \$1800 for filing fee for
said notice
original and ten copies of motion to substitute
interim trail managers, including "statement of
willingness"
check in the amount of \$300 for filing fee for said
"statement of willingness"

BEFORE THE SURFACE TRANSPORTATION BOARD



Boot Hill & Western Railway Holding Co., Inc.)
- Acquisition and Operation Exemption -) F.D. 35924
Boot Hill & Western Railway Co., LC)

Verified Notice of Exemption
Pursuant to 49 C.F.R. 1150.31, et seq.

Boot Hill & Western Railway Holding Co., Inc. ("Holding"), a non-carrier, files this Notice of Exemption pursuant to 49 C.F.R. 1150.31, et seq. (Part 1150, Subpart D) to permit Holding (a) to acquire and to operate a rail line in Kansas approximately 10.2 miles in length and (b) to acquire the right to reactivate service upon a railbanked (16 U.S.C. 1247(d)) rail line in Kansas approximately 15.8 miles in length from the Boot Hill & Western Railway Co., LC. ("BHWR").¹ In a separate but related filing pursuant to 49 C.F.R. 1152.29(f), Holding is seeking to become interim trail manager for the railbanked portion of line indicated above.²

In support of this Notice of Exemption, Holding submits the following information specified by 49 C.F.R. 1150.33:

¹ The relevant Decision and Notice of Interim Trail Use is Boot Hill & Western Railway Co., L.C. - Abandonment Exemption - in Ford County, Kansas, AB 927X, served Feb. 13, 2006.

² Another separate and related filing is Michael Williams - Control Exemption - Boot Hill & Western Railway, F.D. 35925.

(a) Full name and address of applicant:

Boot Hill & Western Railway Holding Co., Inc.
10100 N. Ambassador Drive, Suite 105
Kansas City, MO 64153
Attn: Ivory Beggs

(b) Applicant's representative:

Charles H. Montange
Law Offices of Charles H. Montange
426 NW 162d St.
Seattle, WA 98177
(206) 546-1936
c.montange@frontier.com

(c) Statement of agreement:

 Holding has entered into an agreement with BHWR, subject to
STB authorization.

(d) Operator of the property.

Holding.

(e) Summary of proposed transaction.

- (1) The name and address of the railroad transferring the subject property is Boot Hill & Western Railway Co., LC, PO Box 38, Wright, KS 67882 attn: Kyle Eberle
- (2) The transaction is expected to be consummated on or about the later of (a) May 27, 2015, or (b) the effective date of this notice of exemption.
- (3) The rail line being acquired by Holding is located between MP 15.8 at or near Wilroads, Kansas, and MP 26.0 at Dodge City, Kansas. The right to reactivate

As to the rail line acquisition, Holding is acquiring the rail line from BHWR for continued rail operations. Further Board approval is required for Holding to abandon any service and there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 year old or older. This Notice of Exemption accordingly does not require an historic report under 49 C.F.R. 1105.8(b) (1).

Holding's acquisition will not result in significant changes to carrier operations. There will not be a diversion of (1) more than 1000 rail carloads a year to motor carriage; or (2) an average of 50 carloads per mile per year for any part of this line to motor carriage. This transaction will not result in: (1) an increase in rail traffic of at least 100 percent or an increase of at least eight trains a day on any segment of the line, (2) an increase of rail yard activity of at least 100 percent; or (3) an average increase in truck traffic of more than 10 percent of the average daily traffic or 50 vehicles a day. Holding's acquisition of the rail lines will not affect a Class I or nonattainment area under the Clean Air Act. The thresholds of 49 C.F.R. 1105.7(e) (5)(ii) will not be exceeded. The transportation of ozone depleting products is not anticipated. Therefore no environmental documentation is required under 49 C.F.R. 1105.6(c) (2).

This action will not significantly affect either the quality of the human environment or energy conservation.

Verification. A verification is attached as Exhibit C.

Respectfully submitted,



Charles H. Montange
Law Offices of Charles H. Montange
426 NW 162d St.
Seattle, WA 98177
(206) 546-1936
Attorney for Boot Hill &
Western Railway Holding Co, Inc.

For filing no later than April 27, 2015

Attachments:

Exhibit A - Map

Exhibit B - Summary Caption

Exhibit C - Verification

Exhibit A

MAP

Exhibit B

Summary Caption

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 35924

BOOT HILL & WESTERN RAILWAY HOLDING CO., INC.

- ACQUISITION AND OPERATION EXEMPTION -

BOOT HILL & WESTERN RAILWAY CO., LC

Boot Hill & Western Railway Holding Co., Inc. ("Holding"), a non-carrier, has filed a verified notice of exemption under 49 C.F.R. 1150.31 to acquire and to operate approximately 10.2 miles of rail line from the Boot Hill & Western Railway Co., LC ("BHWR"). The line is located between MP 15.8 at or near Wilroads and MP 26.0 at Dodge City, in Ford County, Kansas. In addition, Holding will acquire the right to reactivate rail service on approximately 15.8 miles of contiguous line (MP 0.0 at or near Bucklin to MP 15.8 at or near Wilroads) in Ford County, Kansas.

Comments must be filed with the Board and served upon Charles H. Montange, counsel for Holding, Law Offices of

Charles H. Montange, 426 NW 162d St., Seattle, WA 98177,
(206) 546-1936.

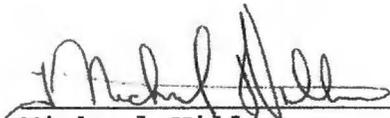
This notice is filed under 49 C.F.R. 1150.31. If the notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

Exhibit C

VERIFICATION

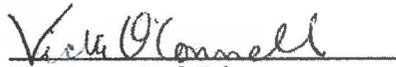
State of Missouri)
) ss.
County of ~~Barry~~ ^{Jackson})

I, Michael Williams, being duly sworn do depose and state that I am President of the Boot Hill & Western Railway Holding Co., Inc., that I am authorized to make this verification, and that I have read the foregoing Notice of Exemption and know the facts asserted therein are true and accurate to the best of my knowledge, information and belief.


Michael Williams

Subscribed and Sworn to before me this 23th day of April, 2015.

VICKI O'CONNELL
Notary Public - Notary Seal
State of Missouri
Commissioned for Jackson County
My Commission Expires: November 24, 2018
Commission Number: 14631669


Notary Public

My commission expires: November 24, 2018.

BEFORE THE SURFACE TRANSPORTATION BOARD

Boot Hill & Western Railway Holding Co., Inc.)
- Acquisition and Operation Exemption -) F.D. 35924
Boot Hill & Western Railway Co., LC)

Boot Hill & Western Railway Co., LC)
- Abandonment Exemption -) AB 927X
in Ford County, Kansas)

Michael Williams - Control Exemption) F.D. 35925

Certificate of Service

I hereby certify service of (a) the notices of exemption in F.D. 35924 and F.D. 35925, (b) the motion to substitute trail managers in AB 927X, (c) the motion for a protective order in F.D. 35925 and (d) the relevant cover letters by U.S. Mail, postage prepaid first class, on 23 April 2015 upon Marc E. Kliever, KLIEWER, CHARTERED, 1811 East Mary Street, Suite B, P.O. Box 411, Garden City, Kansas 67846, counsel for Boot Hill & Western Railway Co., LC.

