



Eric M Hocky
Direct Dial 215 640 8523
Email ehocky@thorpreed.com

224415

ATTORNEYS AT LAW SINCE 1895

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Hon Anne K Quinlan
Acting Secretary
Surface Transportation Board
395 E Street SW
Washington, DC 20024

January 26, 2009

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JAN 26 2009

**SURFACE
TRANSPORTATION BOARD**

Re STB Docket No, AB-290 (Sub-No 305X)
Norfolk Southern Railway Company
- Abandonment Exemption -
In Somerset County, Pennsylvania
Offer of Financial Assistance

Dear Secretary Quinlan

Enclosed for filing please find the original and 10 copies of the Offer of Financial Assistance of Kiski Junction Railroad, Inc Also enclosed is our check in the amount of \$1500 representing the filing fee for this Notice

Because the due date for the filing is today, and both the offeror and counsel are located outside of Washington DC, we have filed a copy of this letter, the OFA and the filing fee, by e-filing, and request that the OFA be considered filed today

Please time stamp the extra copy of the Notice to indicate receipt and return it to me in the self-addressed stamped envelope provided for your convenience

Please let know if there are any questions about the filing Thank you for your assistance

Respectfully,

Eric M Hocky

EMH/e

Enclosures

cc John Scheib (w/encl , via email)

Pittsburgh

Philadelphia

Princeton

Washington

Thorpe Reed & Armstrong LLP
One Commerce Square
2005 Market Street
Suite 1910
Philadelphia PA 19103
215 640 8500
215 640 8501 Fax

P0054491

Before the
SURFACE TRANSPORTATION BOARD

STB Docket No AB-290 (Sub-No 305X)

NORFOLK SOUTHERN RAILWAY COMPANY

- ABANDONMENT EXEMPTION -

IN SOMERSET COUNTY, PENNSYLVANIA

**OFFER OF FINANCIAL ASSISTANCE OF
KISKI JUNCTION RAILROAD, INC.**

Eric M. Hocky
Thorp Reed & Armstrong, LLP
One Commerce Square
2005 Market Street, Suite 1910
Philadelphia, PA 19103

Attorneys for
Kiski Junction Railroad, Inc

Dated January 26, 2009

**Before the
SURFACE TRANSPORTATION BOARD**

STB Docket No. AB-290 (Sub-No 305X)

**NORFOLK SOUTHERN RAILWAY COMPANY
- ABANDONMENT EXEMPTION -
IN SOMERSET COUNTY, PENNSYLVANIA**

**OFFER OF FINANCIAL ASSISTANCE OF
KISKI JUNCTION RAILROAD, INC.**

Kiski Junction Railroad, Inc ("KJR") hereby makes an offer of financial assistance ("OFA") to purchase the 1.80 mile railroad that is the subject of this abandonment exemption proceeding

Background

Norfolk Southern Railway Company ("NSR") commenced this proceeding by filing a petition for exemption seeking authority to abandon the line of railroad between milepost QS 14.40 and QS 16.20 (the "Line"). As NSR explained, the line serves a single customer Rosebud Mining. The Line was recently reopened after having been dormant for over six years. Following abandonment, NSR proposed to sell the Line for use as a private track to serve Rosebud Mining. Accordingly, NSR sought to have the abandonment be exempt from the offer of financial assistance procedures.

In a decision served January 16, 2009, the Board granted the abandonment exemption, but refused to grant an exemption from the OFA procedures. Pursuant to the January 16 decision, OFA's are due by January 26, 2009.

KJR is a railroad that shares common ownership with Rosebud Mining. KJR and Rosebud Mining prefer to have the Line abandoned, and to operate it as private track. However, since the Board did not exempt the abandonment from the OFA procedures, KJR is filing this OFA as a protective measure, to ensure that if the Line were to be sold as an active line of railroad, KJR could be the operator.

Offer of Financial Assistance

Pursuant to 49 USC 10904 and 49 CFR 1152.27(c)(1), KJR provides the following information:

Identity of Line

The OFA is for the 1.80 mile line of railroad between milepost QS 14.40 and QS 16.20 (the "Line") in Somerset County, Pennsylvania.

Financial Responsibility

KJR is an existing Class III railroad subject to the jurisdiction of the Board. As such it has equipment and personnel to be able to operate as a carrier. Based on the offer as set forth below, KJR should be found to be financially responsible. Further, based on discussions with Rosebud Mining, KJR believes that there will be sufficient traffic to enable it to operate for at least two years.

Description and Explanation of Offer

KJR offers to purchase the Line for \$10.00. KJR understands that the purchase price for the Line would generally be net liquidation value ("NLV"). NSR did not set forth an NLV in its Petition for Exemption. Based on the ongoing discussions between the parties, KJR believes that KJR and NSR would be able to agree on NLV. However, KJR is entitled to credits against the

purchase price for amounts that have been contributed to NSR towards the rehabilitation and reopening of the Line, which would reduce the purchase price for KJR to a nominal amount

If the parties were unable to agree on NLV, then KJR reserves the right to request additional information from NSR with respect to the value of the Line

Respectfully submitted,



**Eric M. Hocky
Thorp Reed & Armstrong, LLP
One Commerce Square
2005 Market Street, Suite 1910
Philadelphia, PA 19103**

**Attorneys for
Kiski Junction Railroad, Inc**

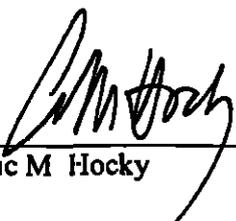
Dated January 26, 2009

Certificate of Service

I hereby certify that on this date a copy of the foregoing Office of Financial Assistance
was served electronically on the following

John M Scheib
General Attorney
Norfolk Southern Corporation
Three Commercial Place
Norfolk, VA 23510
John.Scheib@nscorp.com

Dated. January 26, 2009


Eric M Hocky

VERIFICATION

I, J. CLIFFORD FOREST, President of Kiski Junction Railroad, Inc.,
verify under penalty of perjury that the foregoing is true and correct. Further, I certify that I am
qualified and authorized to file the foregoing document.

Executed on January 26, 2009.

