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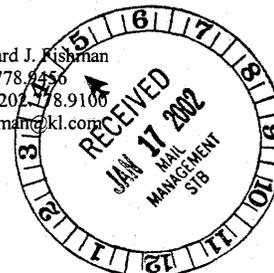
**ENTERED
Office of the Secretary**

January 17, 2001

JAN 22 2002

**Part of
Public Record**

Edward J. Fishman
202.778.9456
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efishman@kl.com



VIA HAND DELIVERY

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

**Re: Finance Docket No. 34165, R.J. Corman Equipment Company, LLC --
Acquisition Exemption – Line of CSX Transportation, Inc.**

**Finance Docket No. 34166, R.J. Corman Railroad Company/Bardstown Line –
Lease and Operation Exemption – Line of R.J. Corman Equipment Company, LLC 204471**

**Finance Docket No. 34167, Richard J. Corman – Continuance in Control Exemption
– R.J. Corman Equipment Company, LLC**

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceedings are an original and ten copies of the following: 1) **Verified Notice of Exemption of R.J. Corman Equipment Company, LLC**; 2) **Verified Notice of Exemption of R.J. Corman Railroad Company/Bardstown Line**; and 3) **Verified Notice of Exemption of Richard J. Corman**, all dated January 17, 2002. The filing fees (\$1300, \$1300 and \$950, respectively) and a 3.5-inch diskette containing the text of the Notices in WordPerfect 5.1 format also are enclosed.

Should any questions arise regarding this filing, please feel free to contact me. Thank you for your assistance on this matter.

Respectfully submitted,


Edward J. Fishman
Counsel for Richard J. Corman

Enclosures

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JAN 17 2002

FILED
JAN 17 2002

DC-484947 v1 0306339-0101

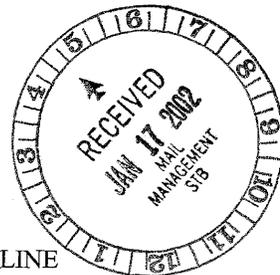
**SURFACE
TRANSPORTATION BOARD**

**SURFACE
TRANSPORTATION BOARD**

2044

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34166



R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
-- LEASE AND OPERATION EXEMPTION --
LINE OF R.J. CORMAN EQUIPMENT COMPANY, LLC.

VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
PURSUANT TO 49 C.F.R. § 1150.41

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SURFACE
TRANSPORTATION BOARD

FILED

JAN 17 2002

SURFACE
TRANSPORTATION BOARD

Kevin M. Sheys
Edward J. Fishman
Kirkpatrick & Lockhart LLP
1800 Massachusetts Avenue -- 2nd Floor
Washington, DC 20036
(202) 778-9000

ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/BARDSTOWN LINE

Dated: January 17, 2002

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 34166

R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
-- LEASE AND OPERATION EXEMPTION --
LINE OF R.J. CORMAN EQUIPMENT COMPANY, LLC

**VERIFIED NOTICE OF EXEMPTION
OF
R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
PURSUANT TO 49 C.F.R. § 1150.41**

Pursuant to 49 C.F.R. § 1150.41 et seq., R.J. Corman Railroad Company/Bardstown Line (“RJCR”), a Class III rail carrier, hereby files this Verified Notice of Exemption to lease and operate from R.J. Corman Equipment Company, LLC (“RJCE”) a rail line known as the Dawkins Subdivision between approximately Milepost 0.05 at or near Dawkins and approximately Milepost 36.13 at or near Evanston, in Johnson, Magoffing and Breathitt Counties, Kentucky (the “Subject Line”). The total distance of the Subject Line is approximately 36.08 route miles. Based on projected revenues for the Subject Line, RJCR expects to remain a Class III rail carrier after consummation of the transaction proposed herein.

This Notice is related to Finance Docket No. 34165, R.J. Corman Equipment Company, LLC – Acquisition Exemption – Line of CSX Transportation, Inc., in which RJCE is filing a notice of exemption under 49 C.F.R. § 1150.31 to acquire the Dawkins Subdivision from CSX Transportation, Inc. (“CSXT”), and Finance Docket No. 34167, Richard J. Corman – Continuance in Control Exemption – R.J. Corman Equipment Company, LLC, in which Richard J. Corman is filing a notice of exemption pursuant to 49 C.F.R. § 1180.2(d)(2) to continue in control of RJCE once RJCE acquires the Dawkins Subdivision and becomes a rail carrier.

In accordance with the requirements of 49 C.F.R. § 1150.43, RJCR submits the following information:

Name and Address of Applicant: **49 C.F.R. § 1150.43(a)**

The full name and address of the applicant is as follows:

R.J. Corman Railroad Company/Bardstown Line
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

Applicant's Representative: **49 C.F.R. § 1150.43(b)**

RJCR's representative to whom correspondence regarding this transaction should be addressed is as follows:

Kevin M. Sheys
Kirkpatrick & Lockhart LLP
1800 Massachusetts Avenue – 2nd Floor
Washington, DC 20036
(202) 778-9000

Statement Concerning Agreement: **49 C.F.R. § 1150.43(c)**

RJCR and RJCE will enter into an agreement providing for RJCR's lease and operation of the Subject Line upon RJCE's acquisition of the Subject Line from CSXT.

Operation of the Property: **49 C.F.R. § 1150.43(d)**

RJCR will be the operator of the Subject Line.

Summary of the Transaction: **49 C.F.R. § 1150.43(e)**

Pursuant to an agreement to be entered into by and between RJCR and RJCE, RJCR will lease and operate the railroad line known as the Dawkins Subdivision that extends between approximately Milepost 0.05 at or near Dawkins and approximately Milepost 36.13 at or near Evanston in Johnson, Magoffing and Breathitt Counties, Kentucky upon RJCE's acquisition of the Dawkins Subdivision from CSXT. The total distance of the Subject Line is approximately 36.08 route miles. The parties

intend to consummate this transaction on or soon after the date this Notice of Exemption, and the related notices of exemption referenced herein, become effective.

The name and address of the lessor of the Subject Line is as follows:

R.J. Corman Equipment Company, LLC
One Jay Station, P.O. Box 788
Nicholasville, KY 40356

Map: **49 C.F.R. § 1150.43(f)**

A map indicating the area served by the Subject Line, including origins, termini, stations, cities and counties, is attached as Exhibit A to this Notice.

Certification of Class III Status: **49 C.F.R. § 1150.43(g)**

A certificate complying with the provisions of 49 C.F.R. § 1150.43(g) is attached as Exhibit B to the Notice. Based on projected revenues for the Subject Line, RJCR will remain a Class III rail carrier after consummation of the transaction proposed herein.

Environmental/Historic Preservation Data: **49 C.F.R. Part 1105**

Under 49 C.F.R. § 1105.6(c)(2)(i), the proposed lease and operation of the Subject Line by RJCR is exempt from environmental reporting requirements because it will not result in significant changes in carrier operations (i.e. changes which exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5)).

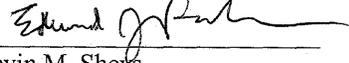
Under 49 C.F.R. § 1105.8(b)(3), the proposed lease and operation of the Subject Line by RJCR also is exempt from historic preservation reporting requirements. RJCR's lease of the Subject Line is for the purpose of providing rail operations thereon. Further Surface Transportation Board approval is required to abandon any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Caption Summary:

49 C.F.R. § 1150.34

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

Respectfully submitted,

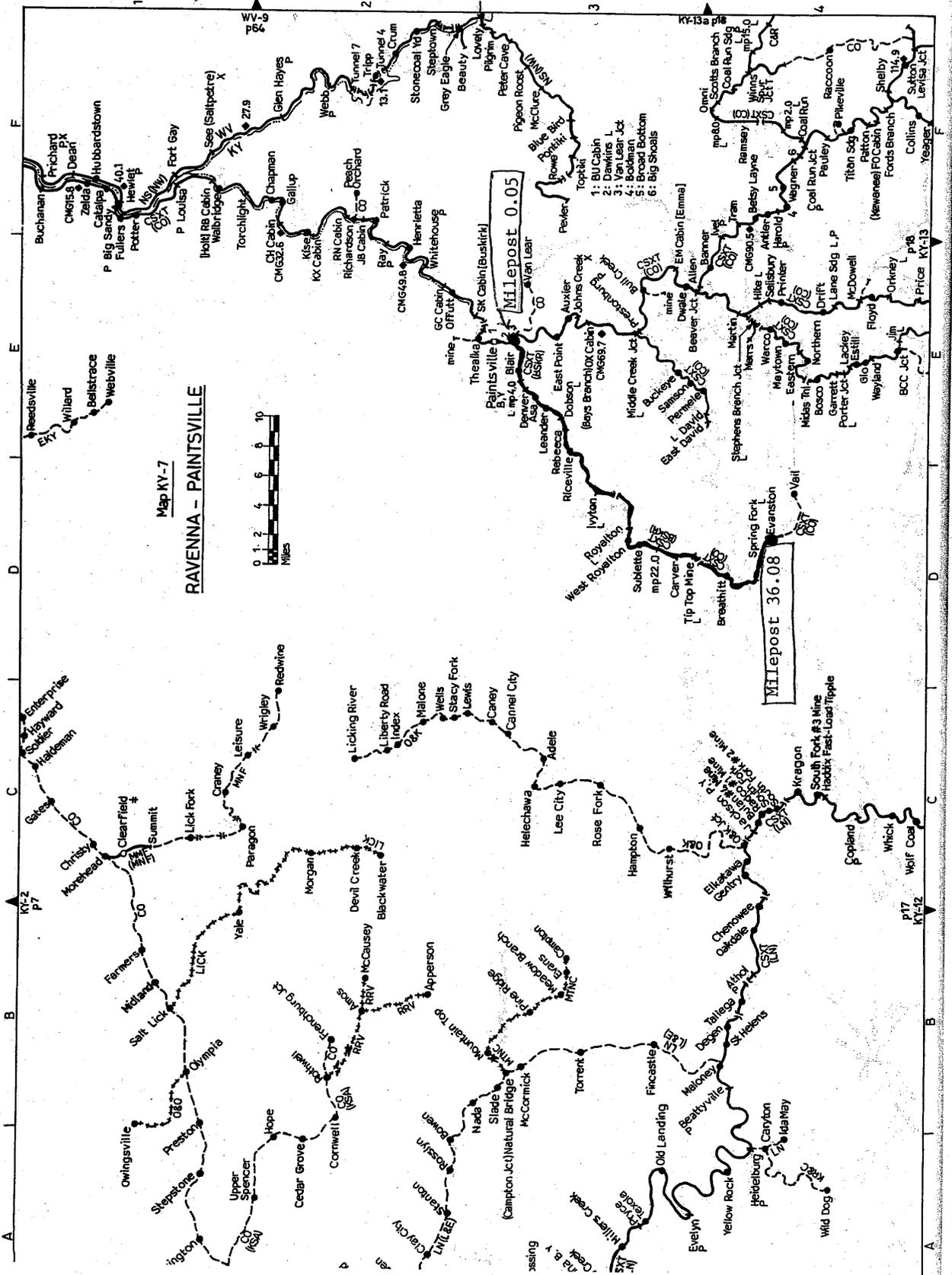
By: 

Kevin M. Sheys
Edward J. Fishman
Kirkpatrick & Lockhart LLP
1800 Massachusetts Avenue – 2nd Floor
Washington, DC 20036
(202) 778-9000

Dated: January 17, 2002

**ATTORNEYS FOR R.J. CORMAN RAILROAD
COMPANY/BARDSTOWN LINE**

EXHIBIT A



Map KY-7
RAVENNA - PAINTSVILLE

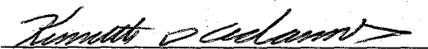


- 1: BU Cabin
- 2: Dawkins L
- 3: Van Lear L
- 4: Boldman
- 5: Broad Bottom
- 6: Big Shoals

EXHIBIT B

CERTIFICATION

Kenneth D. Adams, being duly sworn, certifies that the projected revenues of R.J. Corman Railroad Company/Bardstown Line upon consummation of the proposed transaction will not result in the creation of a Class I or Class II rail carrier under the provisions of 49 C.F.R. § 1201 (1-1).



Kenneth D. Adams
Secretary/Treasurer
R.J. Corman Railroad Company/Bardstown Line

SUBSCRIBED AND SWORN TO

before me this 15th day

of January, 2002



Notary Public

My Commission expires:

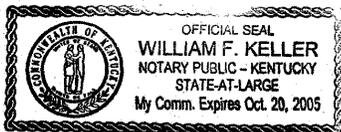


EXHIBIT C

SURFACE TRANSPORTATION BOARD

NOTICE OF EXEMPTION

FINANCE DOCKET NO. 34166

R.J. CORMAN RAILROAD COMPANY/BARDSTOWN LINE
-- LEASE AND OPERATION EXEMPTION --
LINE OF R.J. CORMAN EQUIPMENT COMPANY, LLC

R.J. Corman Railroad Company/Bardstown Line ("RJCR") has filed a Verified Notice of Exemption to lease and operate from R.J. Corman Equipment Company, LLC ("RJCE") a rail line known as the Dawkins Subdivision located between approximately Milepost 0.05 at or near Dawkins and approximately Milepost 36.13 at or near Evanston, in Johnson, Magoffing and Breathitt Counties, Kentucky (the "Subject Line") upon RJCE's acquisition of the Subject Line from CSX Transportation, Inc. The total distance of the Subject Line is approximately 36.08 route miles.

The Notice of Exemption is related to Finance Docket No. 34165, R.J. Corman Equipment Company, LLC – Acquisition Exemption – Line of CSX Transportation, Inc., and Finance Docket No. 34167, Richard J. Corman – Continuance in Control Exemption – R.J. Corman Equipment Company, LLC.

Comments must be filed with the Board and served on Kevin M. Sheys, Kirkpatrick & Lockhart LLP, 1800 Massachusetts Avenue, N.W., 2nd floor, Washington, DC 20036; (202) 778 –9000.

This notice is filed under 49 C.F.R. § 1150.41. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. §

10505(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

Date: January __, 2002

By the Board

Vernon A. Williams

Secretary

