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January 6, 2004

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Suite 700
Washington, DC 20423

ENTERED
Office of Proceedings
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Public Record



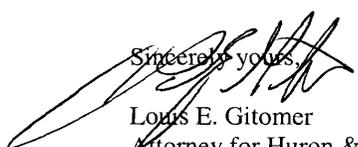
RE: Finance Docket No. 34438, *Huron & Eastern Railway Company, Inc.—Acquisition and Operation Exemption—Central Michigan Railway Company*

Dear Secretary Williams:

Enclosed for filing are the original and ten copies of this letter and a revised caption summary that is in Exhibit B of the Verified Notice of Exemption (the "Notice") filed in the above-entitled proceeding yesterday, along with three diskettes with the file Summary.doc.

In reviewing the Notice, we discovered an error in the length of a portion of the description of the lines on page 3 of the Notice, in section 1150.43(e)(3), and the caption summary described as "the HECLA Belt line between the east line of Patterson Street in West Bay City, MI, milepost 1.9, and the end of the line at milepost 2.8, a distance of 1,750 feet." The 1,750 feet distance is from a certain north/south dimension, but is not the length of the segment. As can be seen from the milepost designations, the proper length of this segment is 0.9 miles. Please amend the description to read "the HECLA Belt line between the east line of Patterson Street in West Bay City, MI, milepost 1.9, and the end of the line at milepost 2.8, a distance of 0.9 miles." The attached Revised Caption Summary contains this correction.

Please time and date stamp the extra copy of this letter and the Revised Caption Summary and return them with our messenger. If you have any questions, please call or email me.

Sincerely yours,

Louis E. Gitomer
Attorney for Huron & Eastern Railway
Company, Inc.

Enclosure

SURFACE TRANSPORTATION BOARD

Notice of Exemption

STB FINANCE DOCKET NO. 34438



HURON & EASTERN RAILWAY COMPANY, INC.—ACQUISITION AND OPERATION
EXEMPTION—CENTRAL MICHIGAN RAILWAY COMPANY

The Huron & Eastern Railway Company, Inc. (“HESR”), a Class III rail carrier has filed a notice of exemption to acquire from the Central Michigan Railway Company (“CMRY”) and to operate the railroad line consisting of the Midland Sub, between milepost 0.0 and milepost 15.0; between Durand, milepost 0.0, and Wheeler, milepost 3.5; between Genesee, milepost 101.3, and Paines, milepost 96.0; between I-75, milepost 17.21, and CSX Yard, milepost 18.07; between Durand, milepost 69.2, and M21, milepost 80.8; the Anderson Lead between milepost 79.2 and milepost 81.4; the Owosso Industrial Track between milepost 80.1 and milepost 0.7; between Marquette, milepost 0.0, and Prairie, milepost 1.7; between Essexville CMR Bridge, milepost 0.0, and Pine St., milepost 2.87; and between Wheeler, milepost 3.5, and MDOT ownership, milepost 5.0, and acquiring the right to operate between the South End of North Bay City Yard, milepost 55.77, the North End of North Bay City Yard at the Centerline of Bangor Road, milepost 2.62; and the HECLA Belt line between the east line of Patterson Street in West Bay City, MI, milepost 1.9, and the end of the line at milepost 2.8, a distance of 0.9 miles, a total distance of about 99.87 miles; and to acquire and operate trackage rights over about 16.55 miles, as follows: (1) over Grand Trunk Western Railroad Company (a) over the Saginaw subdivision between milepost 0.00 and milepost 0.60, and (b) over the Holly-Grand Rapids subdivision between milepost 65.50 and milepost 69.00, (c) the Flint Subdivision between milepost 253.0 and milepost 255.4; (2) over Detroit & Mackinac Railway Company (“D&M”) a distance of about 5.75 miles from D&M’s junction with CMRY near Total Refinery in Bay City, MI, north

to a point near milepost 3.4 and the Kawkawlin River in Kawkawlin, MI; (3) over CSX Transportation, Inc. ("CSXT") for overhead trackage rights over approximately 2.9 miles of rail line owned by CSXT from milepost BBO 7 at or near the Mershon Switch east to milepost CB 1 near the Saginaw Yard (a distance of approximately 1.7 miles), then from milepost CB 1 southeast to milepost CC 2.2, at or near the Hoyt Diamond (a distance of approximately 1.2 miles), at which point HESR would connect with the former CMRY main line; and (4) over CSXT for about 4.0 miles in Saginaw, MI, from the clearance point at the intersection of the CMRY/CSXT connection track of the Grand Rapids Wye Track, through CSXT's Saginaw main yard, and connection trackage to CSXT's ownership point at the connection with HESR at Saginaw (milepost CBB 2.0) on CSXT's Bad Axe Subdivision. HESR is accepting assignment of trackage rights over the lines of CMRY that have been granted to CSXT, Lake State Railway Company, Tuscola and Saginaw Bay Railway Company, and any other agreed upon trackage rights that have received appropriate regulatory approval or exemption.

Comments must be filed with the Board and served on Louis E. Gitomer, Of Counsel, Ball Janik LLP, Suite 225, 1455 F Street, N.W., Washington, DC 20005, (202) 638-3307.

The notice is filed under 49 CFR 1150.41. If the notice contains false or misleading information, the exemption is void *ab initio*. The filing of a petition to revoke will not automatically stay the transaction.