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**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB FINANCE DOCKET NO. 34641

**NICHOLAS B. TEMPLE AND ERIC TEMPLE
- CONTROL EXEMPTION -
CENTRAL WASHINGTON RAILROAD COMPANY**

FILED
DEC 22 2004
SURFACE
TRANSPORTATION BOARD

VERIFIED NOTICE OF EXEMPTION

Pursuant to 49 CFR Part 1180.2(d)(2), Nicholas B. Temple and Eric Temple (together, the "Petitioners") file this Notice of Exemption from the prior approval requirements of 49 U.S.C. § 11323.

ENTERED
Office of Proceedings

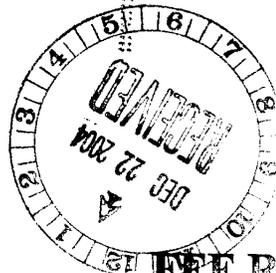
Applicant's full name and current mailing address:

DEC 23 2004

Nicholas B. Temple and Eric Temple
111 South 33rd Street, Suite 200
Yakima, WA 98901
(509) 453-9166

Part of
Public Record

Applicant's representative to receive correspondence:



Rose-Michele Weinryb
Weiner Brodsky Sidman Kider PC
1300 19th Street, NW
Fifth Floor
Washington, D.C. 20036-1609
(202) 628-2000

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DEC 22 2004

Description of the proposed transaction:

SURFACE
TRANSPORTATION BOARD

Petitioners, each non-carrier individuals, seek authority to control Central Washington Railroad Company ("CWA") upon its becoming a class III railroad in a related proceeding. See STB Docket No. 34640, -- Lease and Operation Exemption - The Burlington Northern and Santa Fe Railway Company (the "Related Proceeding"). Currently, CWA is a non-carrier, but it will become a class III rail common carrier upon consummation of the proposed transaction with The Burlington Northern and Santa Fe Railway Company described in the Related Proceeding.

Petitioners also control the Columbia Basin Railroad Company, Inc. ("CBRW"), which

leases and operates property in Washington State.¹

CWA will not connect with CBRW, nor is this transaction part of a series of anticipated transactions that would connect CWA with CBRW. There are no class I carriers involved.

Proposed consummation date:

The transaction is expected to be consummated on or after December 29, 2004.

Purpose of the transaction:

By establishing a separate non-carrier entity to consummate the transaction described in the Related Proceeding, Petitioners intend to insulate CBRW from the financial, legal, and operational risks associated with the transactions contemplated in that proceeding. Petitioners are unwilling to expose themselves or CBRW's existing assets and operations to the potential losses that may arise in connection with the transactions described in the Related Proceeding; accordingly, CWA has been established as a separate corporate entity.

States where property is located:

CWA is wholly located within the State of Washington.

Maps of lines:

Maps of the lines of CWA and CBRW are attached as Exhibit A. In addition, twenty unbound copies of the maps are also included.

Labor protection:

No labor protection may be imposed in this case, as it involves only class III rail carriers. *See* 49 U.S.C. § 11326(c).

Environmental issues:

A control transaction is not the type of transaction for which an environmental impact statement or an environmental assessment is typically prepared. *See* 49 CFR § 1105.6(a) and (b). A control transaction also is not the type of transaction for which a historic report is required. *See* 49 CFR § 1105.8(a). In addition, neither control of CWA by Petitioners, nor the transaction described in the Related Proceeding, will result in traffic diversions or operating changes exceeding the quantitative thresholds set forth in 49 CFR §§

¹ Each Petitioner has a fifty percent ownership interest in CBRW.

1105.7(e)(4) and (5), and CWA does not plan on disposing or altering 50-year old properties or older, over which the Board has jurisdiction. Accordingly, the proposed control transaction would not have a significant impact on the quality of the human environment or on energy conservation.

Respectfully submitted,



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Attorneys for Petitioners

Dated: December 22, 2004

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SURFACE TRANSPORTATION BOARD**

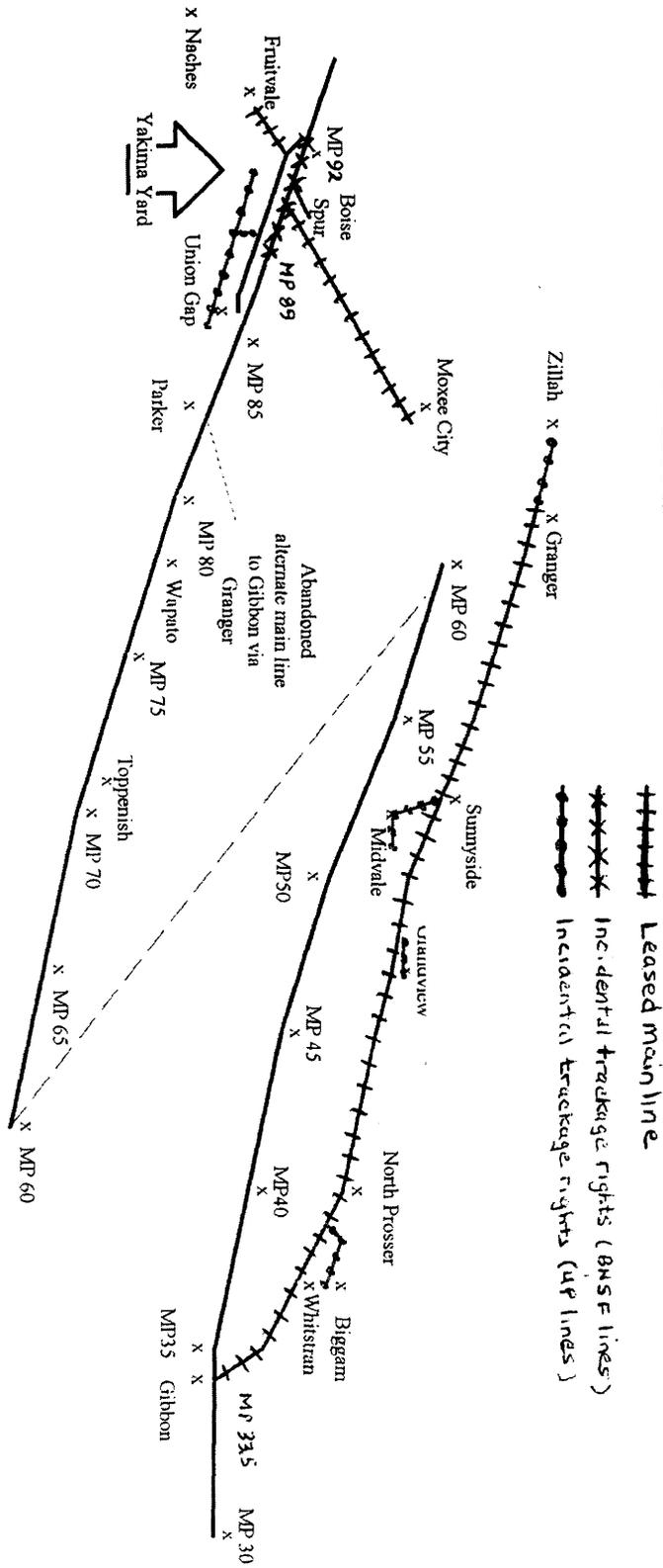
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EXHIBIT A

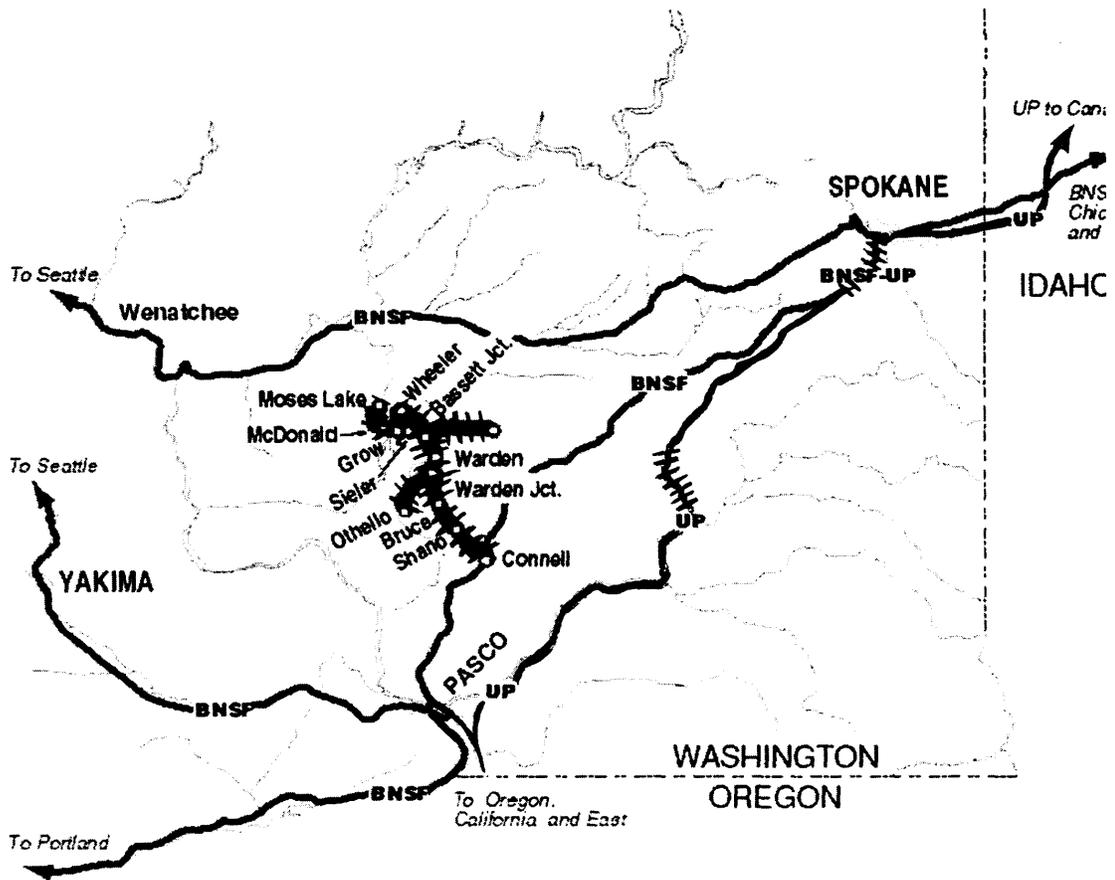
MAPS OF THE LINES

**YAKIMA -FRUITVALE-MOXEE CITY
GIBBON-GRANGER WA LEASE
EXHIBIT A**



----- Leased main line
 -x-x-x-x- Incidental trackage rights (BNSF lines)
 -o-o-o-o- Incidental trackage rights (UP lines)

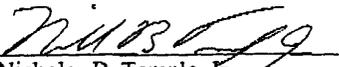
+++ CBRW



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VERIFICATION

I certify under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief. Further, I certify that I am qualified and authorized to cause this Verified Notice of Exemption to be filed.


Nicholas B. Temple, Jr.

Eric Temple

December 21, 2004

VERIFICATION

I certify under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief. Further, I certify that I am qualified and authorized to cause this Verified Notice of Exemption to be filed.

Nicholas B. Temple, Jr.



Eric Temple

December 21st, 2004