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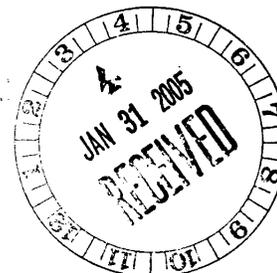
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\*NOT ADMITTED IN D.C.

ENTERED  
Office of Proceedings

JAN 31 2005

Part of  
Public Record

January 31, 2005



**BY HAND**

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

Re: STB Finance Docket No. 34659, South Buffalo Railway Company –  
Trackage Rights Exemption – Buffalo & Pittsburgh Railroad, Inc.

Dear Secretary Williams:

Enclosed for filing in the above-referenced proceedings are an original and 10 copies of the verified notice of exemption of South Buffalo Railway Company, pursuant to 49 C.F.R. § 1180.2(d)(7). Also enclosed are 20 additional copies of the maps attached as Exhibit A to the filing, pursuant to 49 C.F.R. § 1180.6(a)(6). In addition, enclosed is a check in the amount of \$1,000 to cover the cost of the filing.

Please acknowledge receipt of this letter by date-stamping the enclosed acknowledgment copy and returning it to our messenger.

Very truly yours,

Rose-Michele Weinryb

**FILED**  
JAN 31 2005  
TRANSPORTATION BOARD

213139



BEFORE THE  
SURFACE TRANSPORTATION BOARD

SOUTH BUFFALO RAILWAY COMPANY  
- TRackage RIGHTS EXEMPTION -  
BUFFALO & PITTSBURGH RAILROAD, INC.

STB FINANCE DOCKET NO. 34659

FILED  
JAN 31 2005  
SURFACE TRANSPORTATION BOARD

VERIFIED NOTICE OF EXEMPTION  
PURSUANT TO 49 C.F.R. § 1180.2(d)

ENTERED  
Office of Proceedings  
JAN 31 2005  
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Public Record

**Brief Summary of the proposed transaction:**  
49 C.F.R. §1180.6(a)(1)(i)

South Buffalo Railway Company ("SB"), a class III rail carrier, files with the Surface Transportation Board ("Board") this Verified Notice of Exemption, under 49 C.F.R. §1180.2(d)(7), concerning SB's acquisition of overhead trackage rights over a certain line that extends for approximately two miles from on or near the Buffalo City line up to (but not including) the Control Point Draw Bridge, in the City of Buffalo, Erie County, NY ("Subject Line").

**Applicant's name, address and telephone number:**  
49 C.F.R. § 1180.6(a)(1)(i)

South Buffalo Railway Company  
1200-C Scottsville Road, Suite 200  
Rochester, New York 14624  
(585) 463-3304

***Applicant's counsel to receive correspondence:***

*49 C.F.R. § 1180.6(a)(1)(i)*

Rose-Michele Weinryb  
Weiner Brodsky Sidman Kider PC  
Fifth Floor  
1300 19<sup>th</sup> Street, N.W.  
Washington, D.C. 20036-1609  
(202) 628-2000

***Proposed time schedule for consummation:***

*49 C.F.R. §1180.6(1)(ii)*

The trackage rights will be effective on or after February 7, 2005.

***Purpose sought to be accomplished:***

*49 C.F.R. §1180.6(a)(iii)*

The Subject Line, owned by SB, is also the subject of a related lease transaction with Buffalo & Pittsburgh Railroad, Inc. (BPRR).<sup>1</sup> That lease is designed to promote operational and administrative efficiencies. The trackage rights proposed here will permit SB to continue to interchange with BPRR and other carriers accessible from the Subject Line.

***States in which applicant's property is located:***

*49 C.F.R. §1180.6(a)(5)*

SB owns and operates rail property located in the State of New York.

***A map of SB's rail line:***

*49 C.F.R. §1180.6(a)(6)*

A map of the Subject Line and maps of SB's rail lines are attached hereto as Exhibit A.

Twenty unbound copies of the maps are also included.

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<sup>1</sup> See STB Finance Docket No. 34563, *Buffalo & Pittsburgh Railroad, Inc. – Lease and Operation Exemption* – South Buffalo Railway Company, served December 23, 2004.

***A copy of the relevant agreement:***

*49 C.F.R. §1180.6(a)(7)(ii)*

A copy of the executed Trackage Rights Agreement between SB and BPRR regarding the Subject Line will be filed with the Board within 10 days after the date on which that agreement is executed by both parties.

***Labor Protection:***

*49 C.F.R. §1180.4(g)(i)*

SB is a class III carrier, and BPRR is a class II carrier. Although SB does not anticipate the creation or elimination of jobs as a result of this transaction, SB expects that the Board will impose on the transaction the level of labor protection set forth in 49 U.S.C. § 11326(b).

***Environmental and historic reporting requirements:***

*49 C.F.R. §§ 1105.6, 1105.7, 1105.8*

Environmental documentation normally need not be prepared for an acquisition of trackage rights. 49 CFR § 1105.6(c)(4).

Historic reports are normally not required in connection with a carrier's acquisition of trackage rights, if the maintenance level of the rail property will not be substantially changed. 49 C.F.R. § 1105.8(b)(3). As SB's acquisition of trackage rights will not substantially lower the maintenance levels of the pertinent rail line, no historic report is required.

Respectfully submitted,



Rose-Michele Weinryb  
Weiner Brodsky Sidman Kider PC  
1300 19<sup>th</sup> Street, NW, Fifth Floor  
Washington D.C. 20036-1609

Attorneys for:

SOUTH BUFFALO RAILWAY COMPANY

Dated: January 31, 2005

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**SOUTH BUFFALO RAILWAY COMPANY  
– TRACKAGE RIGHTS EXEMPTION –  
BUFFALO & PITTSBURGH RAILROAD, INC.**

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**STB FINANCE DOCKET NO. 34659**

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**VERIFIED NOTICE OF EXEMPTION  
PURSUANT TO 49 C.F.R. § 1180.2(d)**

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**EXHIBIT A**

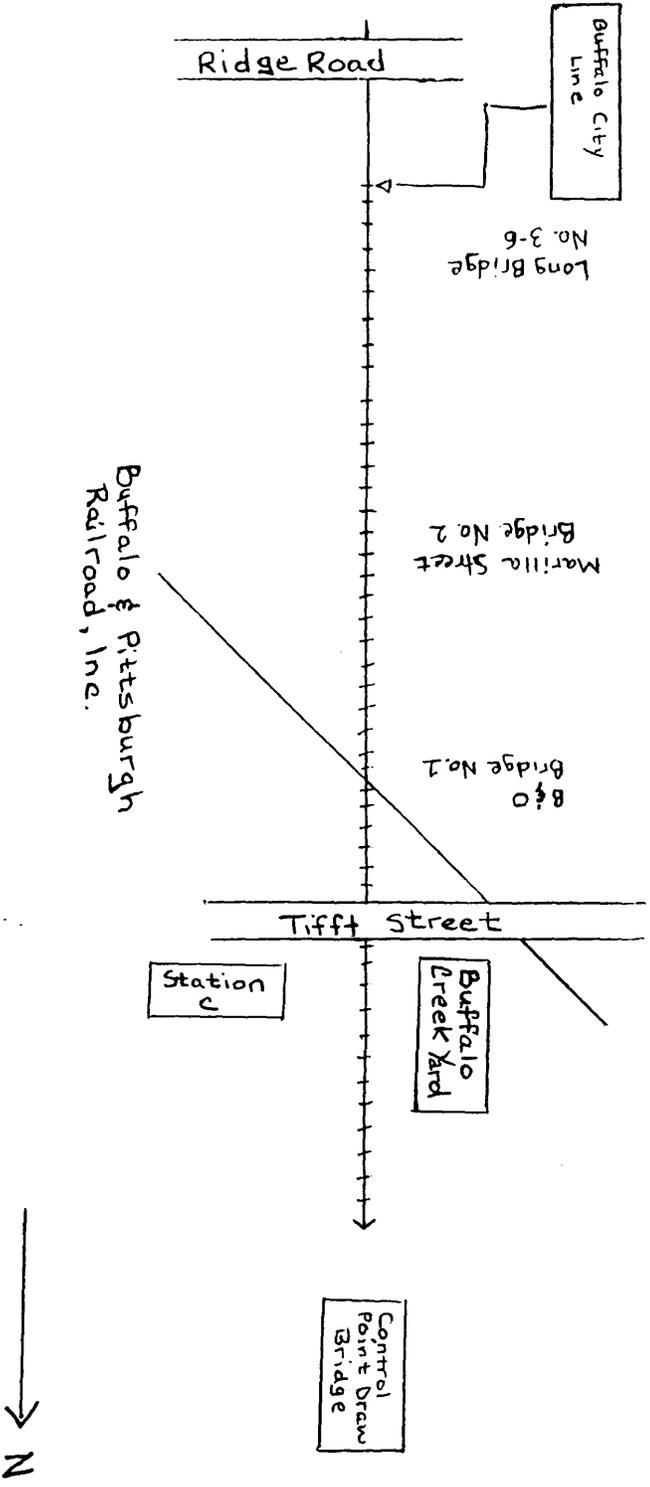
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**MAPS**

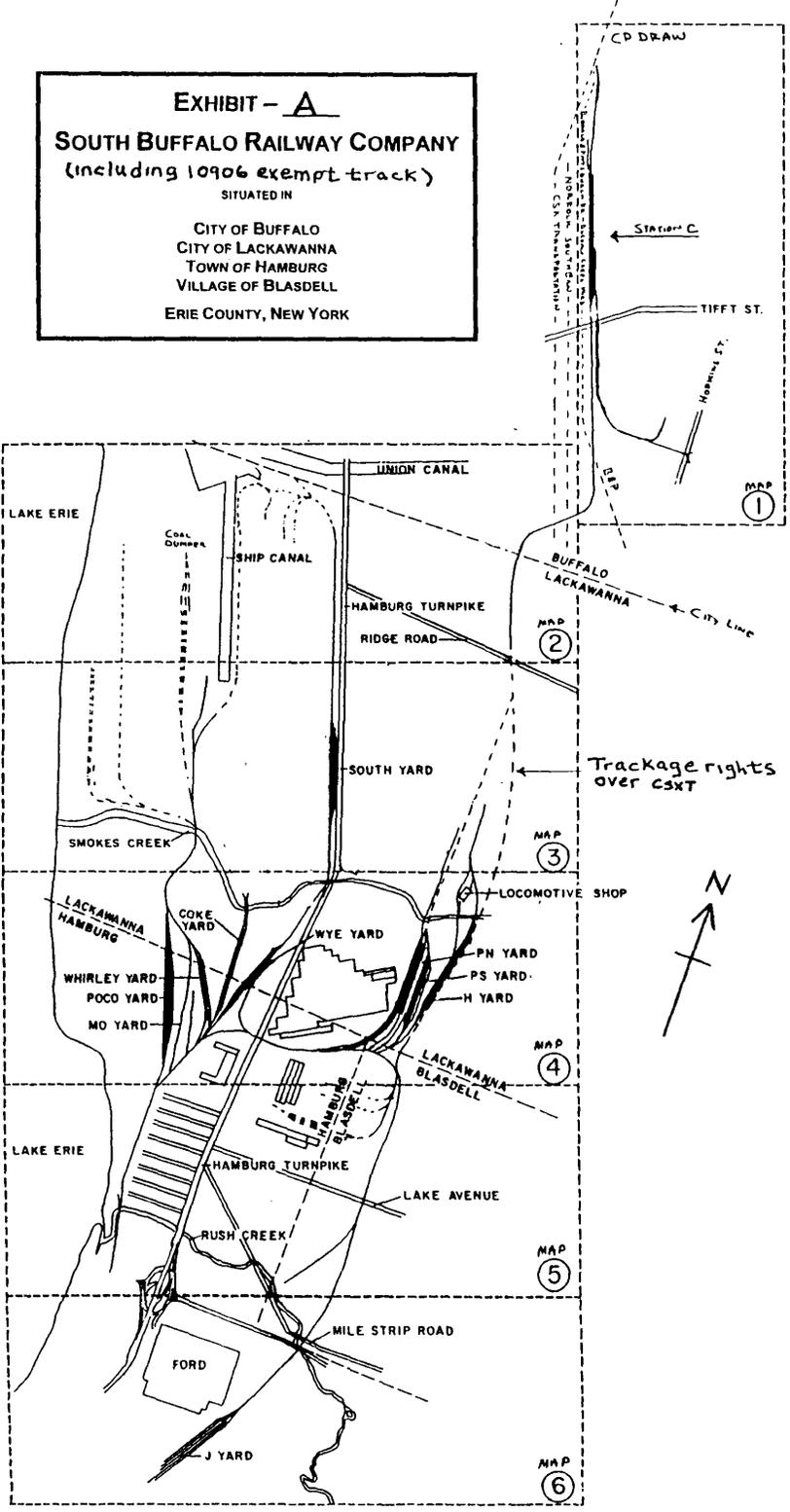
Exhibit A

South Buffalo Railway Company  
Buffalo, New York

Subject Line



**EXHIBIT - A**  
**SOUTH BUFFALO RAILWAY COMPANY**  
 (including 10906 exempt track)  
 SITUATED IN  
 CITY OF BUFFALO  
 CITY OF LACKAWANNA  
 TOWN OF HAMBURG  
 VILLAGE OF BLASDELL  
 ERIE COUNTY, NEW YORK





**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**SOUTH BUFFALO RAILWAY COMPANY  
– TRACKAGE RIGHTS EXEMPTION –  
BUFFALO & PITTSBURGH RAILROAD, INC.**

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**STB FINANCE DOCKET NO. 34659**

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**VERIFIED NOTICE OF EXEMPTION  
PURSUANT TO 49 C.F.R. § 1180.2(d)**

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Buffalo & Pittsburgh Railroad, Inc. will agree to grant overhead trackage rights to South Buffalo Railway Company (“SB”). These trackage rights extend for approximately two miles from on or near the Buffalo City line up to (but not including) the Control Point Draw Bridge, in the City of Buffalo, Erie County, NY. The trackage rights will be effective on or after February 7, 2005.

This notice is filed under § 1180.2(d)(7). 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 stay the transaction.

Dated:

By the Board.

Vernon A. Williams.

*Secretary*

**VERIFICATION**

I, David Collins, 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 document to be filed.

A handwritten signature in cursive script, appearing to read "David Collins, President".

[Name, Title]

South Buffalo Railway Company

Dated: January 31, 2005