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May 30, 2007

**Via Electronic Filing**

Mr. Vernon A. Williams  
Office of the Secretary  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

Re: Ashland Railroad Company  
Verified Notice of Exemption - Freehold, NJ  
Finance Docket No. FD-34986  
Our File No. 0256-20049

219431

G. David Crane - Continuance and Control Exemption - Ashland Railroad, Inc.  
Finance Docket No. FD-34987  
Filing per the Decision of the Board of February 26, 2007

219418

Dear Mr. Williams:

This firm represents G. David Crane and the Ashland Railroad, Inc. (ASRR), a non carrier which is headquartered in New Hope, Pennsylvania. The applicants have submitted detailed submissions of their plans to operate in Freehold, N.J. This includes their recent submission of May 8 in which it explains what they intend to do and how they do not intend to handle Municipal Solid Waste or Construction and Demolition Debris at a transfer site where the material is placed on the ground, sorted and then placed into railcars. Applicants have also indicated that they will not build or operate a building for the sorting of waste. ARR would be willing to have restrictions placed upon its rights to operate which prohibit such waste operations.

Also enclosed with this letter is a letter received from the Grems-Kirk Railway, LLC, the owner of the property and a Clayton Company, upon whom the ARR will

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operate. This letter, addressed to the Board, explains why Grems-Kirk supports ARR's application, how it understands ARR will operate (including a restriction on waste transfer stations) and why it supports ARR's application for the right to operate a common carrier railroad on its property.

Applicants also attach a map of the property on which it intends to operate.

With the restrictions noted above and with the request for common carrier service as made by the Clayton Companies on behalf of itself and its tenants, applicants Crane and ARR would appreciate the Board's granting of the Notice of Exemption for the Ashland Railroad, Inc., as well as Mr. Crane's Continuance in Control Exemption.

Thank you for your time and attention.

Sincerely,

CAPEHART & SCATCHARD, P.A.



John K. Fiorilla

JKF/ajd  
Enclosure

cc: Ross D. Gertner, Esq.  
Jonathan M. Broder, Esq.  
Kevin P. Auerbacher, Esq.  
John M. Scheib, Esq.  
Stephen M. Richmond, Esq.  
Mr. G. David Crane  
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**GREMS-KIRK  
RAILWAY, L.L.C.**

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May, 30<sup>th</sup>, 2007

Mr. Vernon A. Williams  
Office of the Secretary  
Surface Transportation Board  
395 E. Street, S.W.  
Washington, DC 20423-0001

**RE: STB Docket No. 34986 - Verified Notice of Exemption**  
**Ashland Railroad, Inc. - Notice of Lease and Operation of Line**  
**Freehold, Monmouth County, New Jersey**

Dear Mr. Williams:

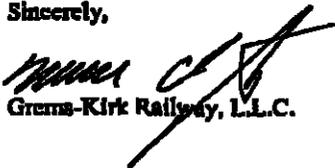
My company owns property that is located in Freehold Township, New Jersey. We intend to lease 47 acres of this property to the Ashland Railroad (ASRR), who will operate a short line railway on a portion of the property. ASRR will be the responsible party to operate and maintain the rail line. They will also provide common carrier service to the Clayton Companies and other shippers who may locate the line.

The ASRR will not accept MSW as a transfer station nor construct a building for such use.

Operation of this line will enable facility tenants and other shippers to receive inbound and originate outbound freight shipments from and to points in the United States.

We therefore support the Ashland Railroad's petitions for Finance and Operation Exemption and their request for Finance and Operation Exemption.

Sincerely,

  
Grems-Kirk Railway, L.L.C.

