

RC 614510

FAIRPORT PAINESVILLE AND
EASTERN RAILWAY CO.

1979

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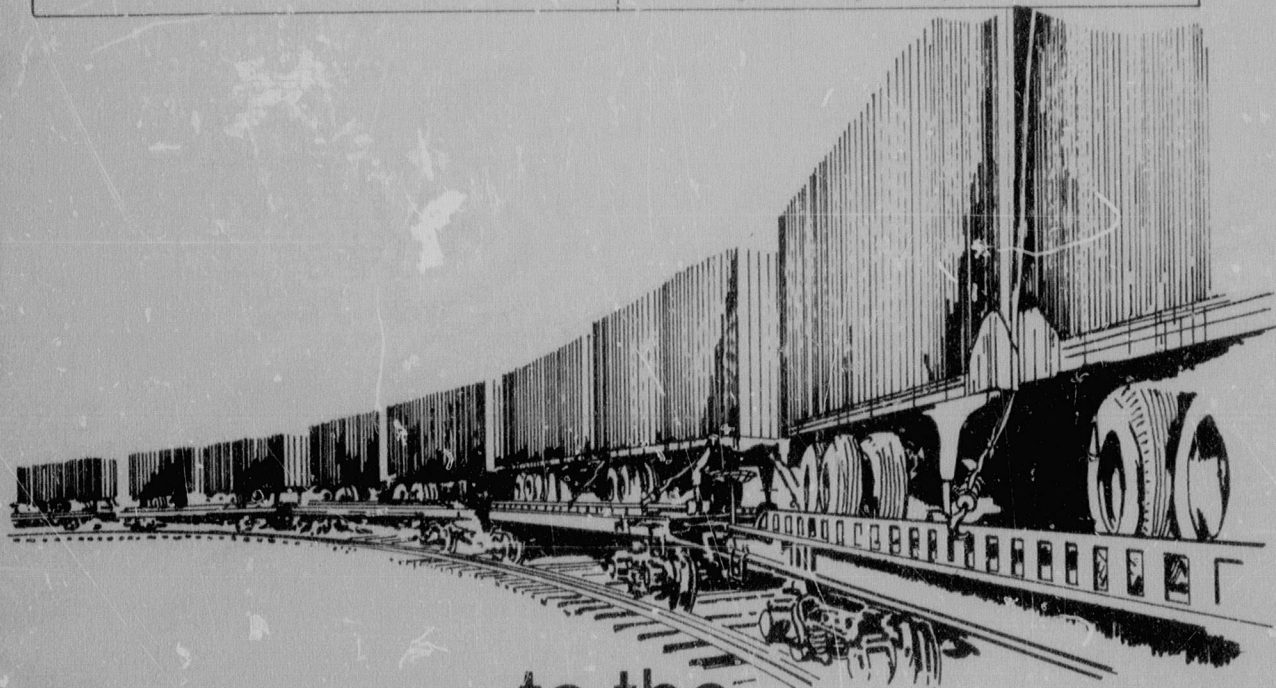
Class III Railroads
Approved by GAO
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Expires 12-31-81

annual report

MAR 17 1980

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	<p>Fairport, Painesville and Eastern Railway Company P. O. Box 229 Painesville, Ohio 44077</p>
<p>correct name and address if different than shown</p>	<p>full name and address of reporting carrier (use mailing label on original; copy in full on duplicate)</p>



to the
Interstate Commerce Commission
for the year ended December 31, 1979

NOTICE

All switching and terminal companies will be designated class III railroads.

Switching and terminal companies are further classified as:

Class 1, Exclusively switching. This class of companies includes all those performing switching service only, whether for joint account or for revenue.

Class S2, Exclusively terminal. This class of companies includes all companies furnishing terminal trackage or terminal facilities only. Such as union passenger or freight stations, stockyards, etc., for which a charge is made, whether operated for joint account or for revenue. In case a bridge or ferry is part of the facilities operated by a terminal company, it should be included under this heading.

Class S3, Both switching and terminal. Companies which perform both a switching and a terminal service. This class of companies includes all companies whose operations cover both switching and terminal service, as defined above.

Class S4, Bridge and ferry. This class of companies is confined to those whose operations are limited to bridges and ferries exclusively.

Class S5, Mixed. Companies performing primarily a switching or a terminal service, but which also conduct a regular freight or passenger traffic. The revenues of this class of companies include, in addition to switching or terminal revenues, those derived from local passenger service, local freight service, participation in through movement of freight or passenger traffic, other transportation operations, and operations other than transportation.

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101. IDENTITY OF RESPONDENT

1. Give the exact name[®] by which the respondent was known in law at the close of the year
Fairport, Painesville and Eastern Railway Company
2. State whether or not the respondent made an annual report to the Interstate Commerce Commission for the preceding year, or for any part thereof. If so, in what name was such report made? **Same**
3. If any change was made in the name of the respondent during the year, state all such changes and the dates on which they were made
No Change
4. Give the location (including street and number) of the main business office of the respondent at the close of the year
Third Street, Fairport Harbor, Ohio
5. Give the titles, names, and office addresses of all general officers of the respondent at the close of the year. If there are receivers who are recognized as in the controlling management of the road, give also their names and titles, and the location of their offices.

Line No.	Title of general officer (a)	Name and office address of person holding office at close of year (b)
1	President	A. Preston Ford Painesville, Ohio 44077
2	Vice president	
3	Secretary	John M. Majoros, Jr. " " "
4	Treasurer	John M. Majoros, Jr. " " "
5	Controller or auditor	Theodore J. Kowalczyk " " "
6	Attorney or general counsel	
7	General manager	A. Preston Ford " " "
8	General superintendent	
9	General freight agent	
10	General passenger agent	
11	General land agent	
12	Chief engineer	
13		

6. Give the names and office addresses of the several directors of the respondent at the close of the year, and the dates of expiration of their respective terms.

Line No.	Name of director (a)	Office address (b)	Term expires (c)
14	Robert B. Claytor	Roanoke, Virginia 24042	May 7, 1980
15	Richard F. Dunlap	" " "	"
16	Jay M. Gilmore	Philadelphia, Pa. 19103	"
17	John R. McMichael	Roanoke, Virginia 24042	"
18	Ralph W. Pickard	Philadelphia, Pa. 19103	"
19	Robert W. Thomas	" " "	"
20	John R. Turbyfill	Roanoke, Virginia 24042	"
21	Ernest R. Varalli	Philadelphia, Pa. 19103	"
22			
23			

7. Give the date of incorporation of the respondent **Jan. 17, 1966** 8. State the character of motive power used **Diesel-Electric**
9. Class of switching and terminal company **Class III, Class 1**
10. Under the laws of what Government, State, or Territory was the respondent organized? If more than one, name all. Give reference to each statute and all amendments thereof effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

State of Ohio

11. State whether or not any corporation or association or group of corporations had, at the close of the year, the right to name the major part of the board of directors, managers, or trustees of the respondent; and if so, give the names of all such corporations and state whether such right was derived through (a) title to capital stock or other securities issued or assumed by the respondent, (b) claims for advances of funds made for the construction of the road and equipment of the respondent, or (c) express agreement or some other source

No

12. **FP&E Company incorporated under laws of State of Ohio January 17, 1966 for the purpose of purchasing assets of The Fairport, Painesville and Eastern Railroad Company which was accomplished August 15, 1968 under the name of Fairport, Painesville and Eastern Railway Company and financed by Capital Stock issue and advances received from Norfolk and Western Railway Company and Penn Central Company.**

107. STOCKHOLDERS

Give the names of the 30 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information in schedule No. 70S, the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such 30 security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED				
			Number of votes to which security holder was entitled	Stocks		Other securities with voting power	
				Common	Preferred	First	
					Second		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	Norfolk and Western Railway Company	Roanoke, Virginia	250	250	None	None	None
2							
3							
4	The Penn Central Corporation	Philadelphia, Pa.	250	250	None	None	None
5							
6							
7							
8							
9							
10							
11							
12							
13							
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16							
17							
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23							
24							
25							
26							
27							
28							
29							
30							

Footnotes and Remarks

STOCKHOLDERS REPORTS

1. The respondent is required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders.

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted

(date)

☒ No annual report to stockholders is prepared.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

1. Accumulated deferred income tax charges related to current assets should be included in item 6, prepayments, while those related to non-current assets should be included in item 13, Other Deferred Debits.

2. Item 10, Special Funds and Other Investments and Advances, should be shown *net* of allowances and adjustments.

3. Amounts reported on line 12, Other Assets, should be shown net of depreciation and amortization.

Line No.	Item (a)	Respondent Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	CURRENT ASSETS	\$	\$
1	Cash	101,525	104,781
2	Temporary Cash Investments	785,000	350,000
3	Special Deposits		
4	Accounts Receivable	81,500	61,314
5	Less: Allowance for Uncollectible Accounts		
6	Prepayments (and working funds)	7,913	2,764
7	Materials and Supplies	162,456	160,683
8	Other Current Assets		
9	Total Current Assets	1,138,394	679,542
	OTHER ASSETS		
10	Special Funds and Other Investments and Advances	2	
11	Other Assets	7,200	444,207
12	Other Deferred Debits		
13	Total Other Assets	7,202	444,207
	ROAD AND EQUIPMENT		
14	Road and Equipment Property	1,448,437	1,446,640
15	Accumulated Depreciation and Amortization	437,333	396,137
16	Net Road and Equipment	1,011,104	1,050,503
17	Total Assets	2,156,700	2,174,252
	CURRENT LIABILITIES		
18	Loans and Notes Payable		
19	Accounts Payable	62,993	71,843
20	Interest and Dividends Payable		
21	Taxes Accrued	210,690	29,632
22	Other Current Liabilities		
23	Equipment Obligations and Other Long-term Debt Due Within One Year		
24	Total Current Liabilities	273,683	101,475
	NON CURRENT LIABILITIES		
25	Funded Debt Unmatured		
26	Equipment Obligations		
27	Capitalized Lease Obligations		
28	Accumulated Deferred Income Tax Credits		
29	Other Long-term Liabilities and Deferred Credits		257,920
30	Total Non current Liabilities		257,920

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY—Continued

Line No.	Item (a)	Respondent Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	SHAREHOLDERS' EQUITY	\$	\$
	Capital Stock:		
31	Common	1,000,000	1,000,000
32	Preferred		
33	Discount on Capital Stock	737,500	737,500
34	Additional Capital		
	Retained Earnings:		
35	Appropriated	145,517	77,357
36	Unappropriated		
37	Net Unrealized Loss on Noncurrent Marketable Equity Securities		
38	Less: Treasury Stock		
39	Net Shareholders' Equity	1,883,017	1,814,857
40	Total Liabilities and Shareholders' Equity	2,156,700	2,174,252

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes explanatory statements explaining (1) service interruption insurance policies and indicate the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditure, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts \$ None

2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made \$ None

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: Current and past service costs are charged to operating expenses which is consistent with prior year.

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund \$ None

(c) Is any part of pension plan funded? Specify Yes X No _____

(i) If funding is by insurance, give name of insuring company _____

(ii) If funding is by trust agreement list trustee(s) National City Bank - Cleveland, Ohio

Date of trust agreement or latest amendment December 19, 1977

If respondent is affiliated in any way with the trustee(s), explain affiliation: None

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement None - Charges under agreement are charged to operating expenses.

(e)(i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify. Yes _____ No X

If yes, give number of the shares for each class of stock or other security: _____

(ii) Are voting rights attached to any securities held by the pension plan? Specify Yes _____ No X If yes, who determines how stock is voted? _____

4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610). YES _____ NO X

210. RESULTS OF OPERATIONS**INSTRUCTIONS**

1. Disclose the requested information for the respondent pertaining to the results of operations for the year.
2. List dividends from investments accounted for under the cost method on the appropriate line, under subsection "Other Income." List dividends accounted for under the equity method on the appropriate line under the "Income from Affiliated Companies" subsection of this schedule.
3. All contra entries hereunder should be indicated in parenthesis.

210. RESULTS OF OPERATIONS

Line No.	Item (a)	Amount for Current Year (b)
	ORDINARY ITEMS	\$
	OPERATING INCOME	
	Railway Operating Income	
1	Freight	
2	Passenger	
3	Other	949,483
4	Railway Operating Revenues	949,483
5	Railway Operating Expenses	562,320
6	*Net Revenue from Railway Operations	387,163
	OTHER INCOME	
7	Dividend income	
8	Interest income	115,166
9	Other income; Other	2,631
	Income from affiliated companies:	
10	Dividends	
11	Equity in undistributed earnings (losses)	
12	Total other income (Lines 7-11)	117,797
13	Total income (Lines 6, 12)	504,960
	OTHER DEDUCTIONS	
14	Miscellaneous deductions from income	119,462
15	Fixed charges	
16	Income after miscellaneous deductions and fixed charges	385,498
	UNUSUAL OR INFREQUENT ITEMS	
17	Unusual or infrequent items (debit) credit	(167,230)
18	Income (loss) from continuing operations (before income taxes) (Line 16 less Line 17)	218,268
	PROVISIONS FOR INCOME TAXES	
	Income taxes on ordinary income:	
19	Federal income taxes	150,108
20	State income taxes	
21	Other income taxes	
22	Provisions for deferring income taxes	
23	Income before extraordinary items (Line 18 less Lines 19-22)	68,160
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES	
24	Extraordinary items (net)	
25	Income taxes on extraordinary items	
26	Provisions for deferred taxes - Extraordinary items	
27	Total extraordinary items (Lines 24-26)	
28	Cumulative effect of changes in accounting principles	
29	(Less applicable income taxes of \$)	
30	Net income	68,160

210. RESULTS OF OPERATIONS—Continued

Line No.	Item (a)	Amount for Current Year (b)
RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)		
31	Net revenues from railway operations	387,163
32	Income taxes on ordinary income	150,108
33	Provisions for deferred income taxes	
34	Income from Lease of Road and Equipment	
35	Rent for leased Roads and Equipment	
36	Net Railway Operating Income	237,055
37	Revenue freight - Ton-miles	(Not Available)

APPENDIX A

SCHEDULE 210A. SUPPLEMENTAL INFORMATION FOR SWITCHING AND TERMINAL COMPANIES

Joint Facility		
Category	Debit	Credit
Way and Structures	None in Joint Facility Service	
Equipment		
Road		
Yard		
Other Transportation		

2. Depreciation Expense - way and structures - running	15,194
Depreciation Expense - way and structures - switching	
Depreciation Expense - way and structures - others	83,645
All other way and structures operating expenses	98,839
Total Way and Structures Operating Expenses	15,319
Depreciation Expense - locomotives	226
Depreciation Expense - freight cars	14,420
Depreciation Expense - other equipment	

3. *Number of locomotive-miles in yard switching service: Freight Passenger

(Not Available)

*Number of locomotive-miles in yard switching service should be computed in accordance with OS-A report note F.

330. ROAD AND EQUIPMENT PROPERTY

1. Give particulars of changes during the year in Road and Equipment property, and Improvements on leased property.
2. Gross charges during the year should include disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, extensions of old lines, and for additions and betterments. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in columns (c) and (d), as may be appropriate, depending on the nature of the item. Adjustments in excess of \$100,000 should be explained.
3. Report on line 32 amounts not includable in the primary road accounts.

Line No.	ITEM (a)	Balance at beginning of year (b)	Gross charges during year (c)	Credits for property retired during year (d)	Balance at close of year (e)	Accrued depreciation at close of year (f)
1	(1) Engineering	10,721			10,721	2,102
2	(2) Land for transportation purposes	208,996			208,996	
3	(3) Other right-of-way expenditure					
4	(4) Grading	90,915			90,915	
5	(5) Tunnels and subways					
6	(6) Bridges, trestles, and culverts	30,457			30,457	11,274
7	(7) Elevated structures					
8	(8) Ties	51,079			51,079	
9	(9) Rails	72,147			72,147	
10	(10) Other track material	33,778			33,778	
11	(11) Ballast	31,525			31,525	
12	(12) Track laying and surfacing	66,715			66,715	
13	(13) Fences, snowsheds, and signs	1,912			1,912	431
14	(16) Station and office buildings	36,821			36,821	19,931
15	(17) Roadway buildings					
16	(18) Water stations					
17	(19) Fuel stations	3,318			3,318	1,080
18	(20) Shops and enginehouses	143,715			143,715	77,882
19	(21) Storage warehouses					
20	(23) Wharves and docks					
21	(24) Coal and ore wharves					
22	(25) TOFC/COFC terminals	25,208			25,208	13,377
23	(26) Communication systems	11,372			11,372	3,946
24	(27) Signals and interlockers					
25	(29) Power plants					
26	(31) Power-transmission systems	2,437			2,437	1,472
27	(35) Miscellaneous structures					
28	(37) Roadway machines	24,822			24,822	14,246
29	(39) Public improvements - Construction	30,058			30,058	14,137
30	(44) Shop machinery	45,873			45,873	24,402
31	(45) Power-plant machinery					
32	(43) Other (specify and explain)	64			64	
33	Total Expenditures for Road	921,933			921,933	184,280
34	(52) Locomotives	269,275			269,275	205,594
35	(53) Freight-train cars	3,903			3,903	2,352
36	(54) Passenger-train cars					
37	(55) Highway revenue equipment					
38	(56) Floating equipment					
39	(57) Work equipment	21,300			21,300	15,336
40	(58) Miscellaneous equipment	32,547	10,213	8,416	34,344	29,771
41	Total Expenditures for Equipment	327,025	10,213	8,416	328,822	253,053

330. ROAD AND EQUIPMENT PROPERTY—Continued

Line No.	ITEM (a)	Balance at beginning of year (b)	Gross charges during year (c)	Credits for property retired during year (d)	Balance at close of year (e)	Accrued depreciation at close of year (f)
42	(76) Interest during construction					
43	(77) Other expenditures - General					
44	Total General Expenditures					
45	Total	1,248,958	10,213	8,416	1,250,755	437,333
46	(80) Other elements of investments					
47	(90) Construction work in progress					
48	Grand Total	1,248,958	10,213	8,416	1,250,755	437,333

705. IMPORTANT CHANGES DURING THE YEAR

Hereunder state the following matters, numbering the statements in accordance with the inquiries, and if no changes of the character below indicated occurred during the year, state that fact. Changes in mileage should be stated to the nearest hundredth of a mile. If any changes reportable in this schedule occurred under authority granted by the Commission in certificates of convenience and necessity, issued under paragraphs (18) to (22) of section 1 of the Interstate Commerce Act or otherwise, specific reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

1. All portions of road put in operation or abandoned, giving (a) termini, (b) length of road, and (c) dates of beginning operations or of abandonment.
2. All other important physical changes, including herein *all new tracks built*.
3. All leaseholds acquired or surrendered, giving (a) dates, (b) length of terms, (c) names of parties, (d) rents, and (e) other conditions.
4. All agreements for trackage rights acquired or surrendered, giving (a) dates, (b) length of terms, (c) names of parties, (d) rents, and (e) other conditions.
5. All consolidations, mergers, and reorganizations effected, giving particulars.
6. All stocks issued, giving (a) purposes for which issued, (b) names of stocks, and (c) amounts issued, and describing (d) the actual consideration realized, giving (e) amounts and (f) values; give similar information concerning all stocks retired (if any).
7. All funded debt issued, giving (a) purposes for which issued, (b) names of securities and (c) amounts issued, and describing (d) the actual consideration realized, giving (e) amounts and (f) values; also give particulars concerning any funded debt paid or otherwise retired, stating (a) date acquired, (b) date retired or canceled, (c) par value of amount retired.
8. All other important financial changes.
9. All changes in and all additions to franchise rights, describing fully (a) the actual consideration given therefor, and stating (b) the parties from whom acquired; if no consideration was given, state that fact.
10. In case the respondent has not yet begun operation, and no construction has been carried on during the year, state fully the reasons therefor.
11. All additional matters of fact (not elsewhere provided for) which the respondent may desire to include in its report.

It returns under items 1 and 2 include any first main track owned by respondent representing new construction or permanent abandonment give the following particulars:

Miles of road constructed

Miles of road abandoned

The item "Miles of road constructed" is intended to show the mileage of first main track laid to extend respondent's road, and should not include tracks relocated and tracks laid to shorten the distance between two points, without serving any new territory.

710. INVENTORY OF EQUIPMENT

INSTRUCTIONS

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (c) give the number of units of equipment purchased, built in company shops, or otherwise acquired.
3. Units leased to others for a period of one year or more are reportable in column (i); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (e); units rented from others for a period less than one year should not be included in column (f). Units installed during the year and subsequently leased to others for a year or more should be shown as added in column (c), as retired in column (d), and included in column (i).
4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operating at terminals.
5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.
6. A "Diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive, and whether power may at times be supplied from external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "Electric" unit includes all units which receive electric power from an overhead contact wire or third rail, and use the power to drive one or more electric motors that propel the vehicle. An "Other self-powered unit" includes all units other than diesel or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives but which draw their power from the "mother" unit, e.g., boosters, slugs, etc.
7. Column (h) should show aggregate capacity for all units reported in column (g), as follows: For locomotive units, report the manufacturers' rated horsepower (the maximum continuous power output from the diesel engine or engines delivered to the main generator or generators for tractive purposes); or tractive effort of steam locomotive units; for freight-train cars report the nominal capacity (in tons of 2,000 lbs.) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange. Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily.

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Item (a)	Units in service of respondent at beginning of year (b)	Units installed during year (c)	Number retired during year (d)	Units at close of year				
					Owned and used (e)	Leased from others (f)	Total in service of respondent (e + f) (g)	Aggregate capacity of units reported in col. (g) (h)	Leased to others (i)
LOCOMOTIVE UNITS									
1	Diesel-Freight A units							(h.p.)	
2	Diesel-Freight B units								
3	Diesel-Passenger A units								
4	Diesel-Passenger B units								
5	Diesel-Multiple purpose A units								
6	Diesel-Multiple purpose B units	5			5		5	239	0
7	Diesel-Switching A units								
8	Diesel-Switching B units								
9	Total (lines 1-8)	5			5		5	xxxxxxx	0
10	Electric-Locomotives								
11	Other self-powered units	5			5		5	xxxxxxx	0
12	Total (lines 9, 10 and 11)								
13	Auxiliary units	5			5		5	xxxxxxx	0
14	Total Locomotive Units (lines 12 and 13)								

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS—Cont.

Line No.	Item (a)	Units in service of respondent at beginning of year (b)	Units installed during year (c)	Number retired during year (d)	Units at close of year				
					Owned and used (e)	Leased from others (f)	Total in service of respondent (e+f) (g)	Aggregate capacity of units reported in col. (g) (h)	Leased to others (i)
	FREIGHT TRAINCARS								
15	Plain Box Cars - 40' (B100-129)	1			1		1	Tons 50	0
16	Plain Box Cars - 50' (B200-229; B300-329)								
17	Equipped Box Cars (All Code A)								
18	Plain Gondola Cars (G092-392; G401-492)								
19	Equipped Gondola Cars (All Codes C and E)								
20	Covered Hopper Cars (L 151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)								
21	Open Top Hopper Cars - General Service (All Code H)								
22	Open Top Hopper Cars - Special Service (All Codes J and K)								
23	Refrigerator Cars - Non Mechanical (R 100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R 200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)								
24	Refrigerator Cars - Mechanical (R 104, 110, 112, 117, 118, R 204, 210, 211, 212, 217, 218)								
25	Flat Cars - TOFC/COFC (F 071-078 F 871-978)								
26	Flat Cars - Multi-level (All Code V)								
27	Flat Cars - General Service (F 101-109; F 201-209)								
28	Flat Cars - Other (F 11-189; 211-289; 301-389; 401-540)								
29	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)	1			1		1	35	0
30	Tank Cars - 22,000 Gallons and over (T-6, T-7, T-8, T-9)								
31	All Other Freight Cars (F 191-199; 291-299; 391-399; L 006-048; L 070, L 080 L 090 - All "L" with second numeric 6; L 161-L 764)								
32	Total (lines 15-31)	2			2		2	85	0
33	Caboose (All N)							XXXXXX	
34	Total (lines 32-33)	2			2		2	XXXXXX	0

720. TRACKS

- (1) Show, by State, total mileage of tracks owned and operated by respondent 20.08 Ohio
- (2) Show, by State, mileage of tracks owned but not operated by respondent: First main track, None
 second and additional main tracks, None, industrial tracks, None
 yard track and sidings, None; total, all tracks, None (t)
- (3) Road is completed from (Line Haul Railways only)* _____ to _____ Total distance, _____ miles.
- (4) Road located at (Switching and Terminal Companies only)* Painesville (Switching District) Ohio
- (5) Gauge of track 4 ft. 8 1/2 in.
- (6) Weight of rail 100 lb. per yard.
- (7) Kind and number per mile of crossties Creosoted - 3080 per mile
- (8) State number of miles electrified: First main track, None; second and additional main tracks, None
 passing tracks, cross-overs, and turn-outs, None; way switching tracks, None yard switching tracks, None
- (9) Ties applied in replacement during year: Number of crossties, 137; average cost per tie, \$ 7.75; number of feet (B.M.) of switch and bridge ties, None average cost per M feet (B.M.), \$ None
- (10) Rail applied in replacement during year: Tons (2,000 pounds), 1.30; Weight per yard 100; average cost per ton, \$ 105.46

*Insert names of places.

(t) Mileage should be stated to the nearest whole mile.

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondent. It should be verified, also by the oath of the president or other chief officer of the respondent, unless the respondent states on the last preceding page of this report that such chief officer has no control over the accounting of the respondent. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

(To be made by the officer having control of the accounting of the respondent)

State of **Ohio**

County of **Lake**

John M. Majoros, Jr. makes oath and says that he is

Treasurer

(Insert here the name of the affiant)

(Insert here the official title of the affiant)

of **Fairport, Painesville and Eastern Railway Company**

(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept; that he knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Interstate Commerce Commission, effective during the said period; that he has carefully examined the said report, and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent during the period

of time from and including **January 1,**

1979 to and including **December 31,**

1979

John M. Majoros, Jr.
(Signature of affiant)

Subscribed and sworn to before me, a

Notary Public

in and for the State and

county above named, this

13th

day of

March

19 80

My commission expires

BARBARA A. CAHILL, Notary Public
Lake County, Ohio
My Commission Expires July 14, 1981

Barbara A Cahill
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

(By the president or other chief officer of the respondent)

State of **Ohio**

County of **Lake**

A. Preston Ford makes oath and says that he is

President

(Insert here the name of the affiant)

(Insert here the official title of the affiant)

of **Fairport, Painesville and Eastern Railway Company**

(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operation of its property during

the period of time from and including **January 1,**

19 79 to and including

December 31,

1979

A Preston Ford
(Signature of affiant)

Subscribed and sworn to before me, a

Notary Public

in and for the State and

county above named, this

13th

day of

March

1980

My commission expires

BARBARA A. CAHILL, Notary Public
Lake County, Ohio
My Commission Expires July 14, 1981

Barbara A Cahill
(Signature of officer authorized to administer oaths)

PC000145

MAR 31 1980

1979

ANNUAL REPORT FORM C-1

Date Due: March 31, 1980

Approved by GAO
B-180230 (R0256)
Expires 12-31-81ANNUAL REPORT TO THE
INTERSTATE COMMERCE COMMISSIONCORRECT NAME AND ADDRESS IF DIFFERENT THAN SHOWN.
(See instructions)PC000145 110917 2 0 0
AMERICAN RAIL BOX CAR COMPANY
300 SOUTH WACKER DR
CHICAGO IL 60606

FOLLOW ALL INSTRUCTIONS CAREFULLY

1. Remove the mailing label from the cover and attach the label to the top of page 1 of the report form to be filed. The mailing label should NOT be altered. If the name and address on the mailing label are incorrect, insert your correct name and address in the space provided to the left. The carrier mailing address is the company address where correspondence regarding accounting and reporting matters is to be directed, but not the address of an independent auditor or CPA.

2. All persons furnishing cars to railroads or express companies, other than refrigerator car lines owned or controlled by railroad companies, and owning or operating 10 or more cars, are required to file annual report Form C-1. This Form for annual report should be filled out in triplicate and two copies, the original of which must be the copy containing the mailing label, returned to the Interstate Commerce Commission, Bureau of Accounts, Washington, D. C. 20423, by March 31, of the year following that for which the report is made. One copy of the report should be retained by the respondent. Attention is directed to Sections 10102, 11145, and 11901 of Part I of the Interstate Commerce Act.

3. The instructions in this Form should be carefully observed, and each question should be answered fully and accurately. If any inquiry does not apply to the respondent, such fact should be shown on the inquiry by the words "Not applicable." Where the word "None" truly and completely states the fact, it should be given as the answer to any particular inquiry or any particular portion of any inquiry. Where dates are called for, the month and day should be stated as well as the year. Customary abbreviations may be used in stating dates.

4. If it be necessary or desirable to insert additional statements, typewritten or other, in a report, they should be legibly made on durable paper and, wherever practicable, on sheets not larger than a page of the Form. The inserts should be securely bound in the report.

5. All entries should be made in a permanent black ink. Those of a contrary and unusual character should be indicated in parentheses. Money items throughout this annual report form should be shown in units of dollars adjusted to accord with footings.

6. Throughout this report the respondent means the person or company in whose behalf the report is made; the year means the year ended December 31 for which the report is made; the close of the year means the close of business on December 31 of the year for which the report is made or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report; the beginning of the year means the beginning of business on January 1 of the year for which the report is made or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report; the preceding year means the year ended December 31 of the year next preceding the year for which the report is made.

7. Annual report form B-1 is prescribed for refrigerator car lines owned or controlled by railroad companies. No report form has been prescribed for persons furnishing cars to railroad and express companies and owning less than 10 cars.

8. Should there be doubt as to the reporting of any item or items or parts thereof, or advice is desired relative to the preparation of the report, address an inquiry to the Bureau of Accounts for consideration and decision.

ALL RESPONDENTS MUST ANSWER QUESTIONS 1 THROUGH 5

1. Legal form of organization of respondent (Check one): Individual (), Partnership (), Corporation (X), Association (), Other (), (specify) _____

2. Give a brief description of business engaged in by the respondent:

Railroad Car Rental

3. Give titles, names, and addresses of three to five principal officers of the respondent at the close of the year:

Title	Name	Address
President	C. D. Buford	300 S. Wacker Drive, Chicago, IL 60606
Vice President - Finance	N. V. Reichert	300 S. Wacker Drive, Chicago, IL 60606
Vice President - Fleet Management	W. H. Thompson	300 S. Wacker Drive, Chicago, IL 60606
Vice President - Equipment	E. T. Harley	300 S. Wacker Drive, Chicago, IL 60606
Vice President - General Counsel & Secretary	R. J. Williams	300 S. Wacker Drive, Chicago, IL 60606

4. State type of operation of respondent: shipper-owner, nonshipper-owner, other (specify) _____ Nonshipper-owner

INSTRUCTIONS FOR PAGE 3

1. General: Furnish data with respect to privately owned cars used by railroads and express companies engaged in interstate commerce and not such cars used in exclusive plant service. If the respondent does not have records which give the information requested or any part thereof, such missing information should be estimated and marked "Est."

2. Investment in Cars: Show on line 1 the "book cost" of cars as recorded in the accounts of the company without deduction of any related reserves or other items, included therein should be only units owned (and units leased to others) by respondent.

3. Equipment: On line 6 show the total weight in tons of 2,000 pounds. The weight of the equipment acquired should be the empty weight. Show on line 8 the number of cars owned, and on lines 23 and 26 the number of cars leased of record as of the close of the year. Cars shown on line 23, cars leased to others, should be included on line 8. Line 26, cars leased at close of the year from others, does not include short-term rentals. Show on line 9 the cars undergoing and awaiting repairs, and bad order cars in or out of shops awaiting disposition. On line 14, show total

load capacity of all cars on line 8. (Do not show tons carried during year). TOFC cars, col. (t), refers to type FC flat cars.

4. Mileage, Revenues and Expenses: Show on lines 13, 18, and 19 the miles travelled, revenues received and expenses incurred (revenues and expenses on accrual basis) by cars owned by the respondent during the year, distributed according to type of cars indicated by column headings. If the mileage cannot be distributed separately for loaded and empty cars it should be shown on line 12, and the reason therefore stated in a footnote. If mileage is not available, an estimate should be made on basis of revenue received.

5. Employees: On line 27 furnish the average number of employees, the major portion of whose time is assignable to the car and protective service operations. Add the number of such employees on the payroll at the close of the pay period containing the 12th day of each month and divide by 12. Every count should cover not only employees actually on duty during the period of the count, but also employees under pay not on duty.

Line No.	Item (a)	Refrigerator cars (b)	Tank cars		Box cars (e)	TOFC cars (f)	Gondola & open top hopper cars (g)	Other* cars (h)	Total (i)
			Petroleum (c)	Other (Specify) (d)					
1.	Investment in cars at close of year.....	\$	\$	\$	\$ 208,714,690	\$	\$	\$	\$ 208,714,690
2.	Reserve for depreciation.....	\$	\$	\$	\$ 9,129,017	\$	\$	\$	\$ 9,129,017
3.	NET TOTAL.....	\$	\$	\$	\$ 199,585,673	\$	\$	\$	\$ 199,585,673
Inventory of Rolling Stock									
4.	Number owned at beginning of year.....				3,656				3,656
5.	Number acquired during the year.....				2,708				2,708
6.	Total weight (tons) of units acquired during the year.....				83,843				83,843
7.	Number retired during the year.....				8				8
8.	TOTAL CARS OWNED AT CLOSE OF YEAR.....				6,356				6,356
9.	Unserviceable cars at close of year.....*				283				283
Miles Made by Cars Owned by Respondent									
10.	Loaded.....								
11.	Empty.....								
12.	Not separable.....								
13.	TOTAL.....								
14.	Aggregate capacity of units reported, in tons of 2,000 pounds.....*				287,796,600				287,796,600
					38,503,400				38,503,400
					326,300,000				326,300,000
					1,431,122				1,431,122
Revenues from Car Service									
15.	Car mileage basis.....	\$	\$	\$	\$ 10,337,084	\$	\$	\$	\$ 10,337,084
16.	Car rental basis.....				64,030,426				64,030,426
17.	Other car service basis.....								
18.	TOTAL.....	\$	\$	\$	\$ 74,367,510	\$	\$	\$	\$ 74,367,510
19.	Expenses for car service.....	\$	\$	\$	\$ 29,507,984	\$	\$	\$	\$ 29,507,984
20.	NET TOTAL—CAR SERVICE.....**	\$	\$	\$	\$ 44,859,526	\$	\$	\$	\$ 44,859,526
Cars Leased at Close of Year to:									
21.	Railroad and express companies.....								
22.	All others.....								
23.	TOTAL.....								
Cars Leased at Close of Year from:									
24.	Railroad and express companies.....								
25.	All others.....				12,230				12,230
26.	TOTAL.....				12,230				12,230
27.	Average number of employees during the year.....								

*Specify the basic types and number of each type owned at close of year.

* Includes leased and owned cars

** Estimated

NAME Frank J. Previti TITLE Controller
 TELEPHONE NUMBER (312) 786-1200
(Area code) (Telephone number)
 OFFICE ADDRESS 300 South Wacker Drive, Chicago, Illinois 60606
(Street and number) (City, State, and ZIP Code)

OATH

(To be made by officer having control of the accounting of the respondent)

State of Illinois

County of Cook ss:

Frank J. Previti

(Insert here the name of the affiant)

makes oath and says that he is

Controller

(Insert here the official title of the affiant)

of Railbox Company
(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept; that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-name respondent during the period of time from and including January 1, 1979, to and including December 31, 1979.

Frank J. Previti
(Signature of affiant)

Subscribed and sworn to before me, a notary public, in and for the State and county above named.

this 26th day of March, 1980. My Commission expires November 17, 1980

Place
 Impression Seal
 Here

David J. Halsh
(Signature of officer authorized to administer oaths)

REMARKS

(For the use of the Interstate Commerce Commission only)