

527950 HIGH POINT THOMASVILLE & DENTON R.R. 1978 1

ORIGINAL

527950

R-3

Class III Railroads
Approved by GAO
B-180230 (R0583)
Expires 12-31-81

annual report

INTERSTATE
COMMERCE COMMISSION
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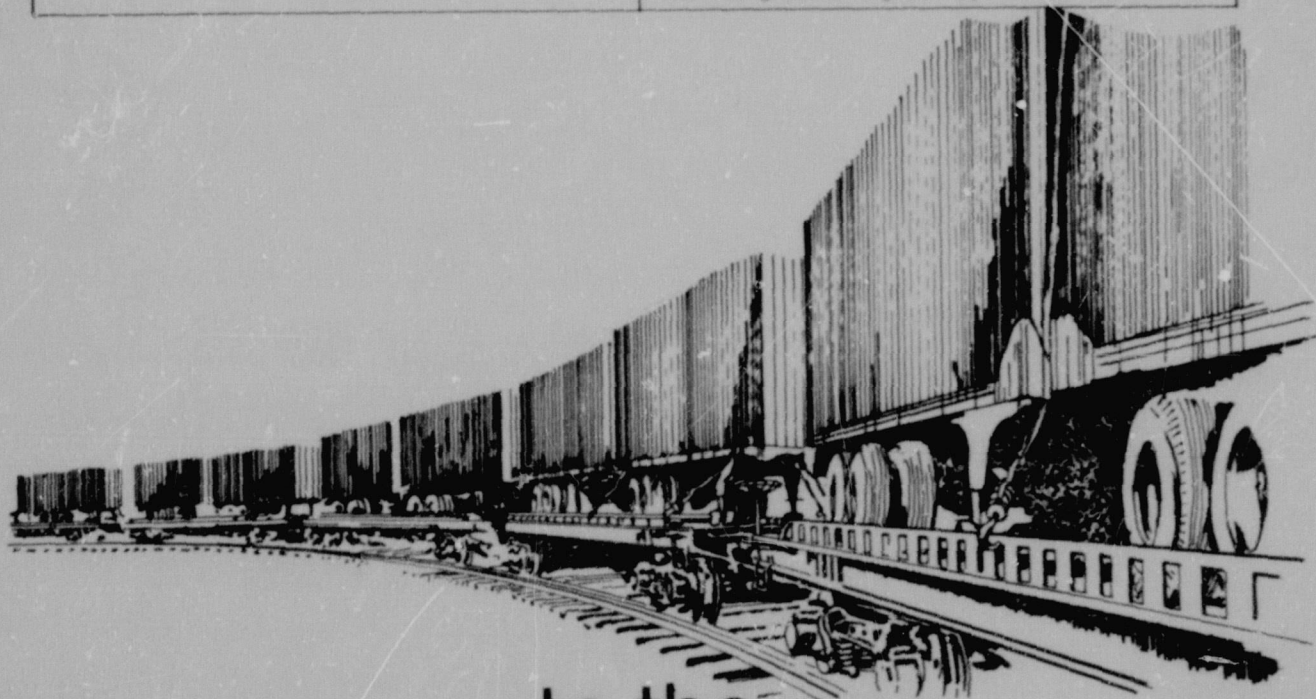
JUL 2 - 1979

ADMINISTRATIVE SERVICES
MAIL UNIT

RC001795 HIGH POIN 3 0 3 527950
HPTD HIGH POINT THOMASVILLE & DENTON R.
500 WATER ST
JACKSONVILLE FL 32202

correct name and address if different than shown

full name and address of reporting carrier
(use mailing label on original; copy in full on duplicate)



to the
Interstate Commerce Commission
for the year ended December 31, 1978

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A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at it's option, may omit pages from this report provided there is nothing to report if the schedules are not applicable.
2. Show below the pages excluded and indicate the schedule number and title in this space provided below.
3. If no schedules were omitted indicate "NONE".

Page

Schedule No.

Title

None

101. IDENTITY OF RESPONDENT

1. Give the exact name* by which the respondent was known in law at the close of the year
High Point, Thomasville & Denton Railroad 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? Yes. High Point, Thomasville & Denton Railroad Co.
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
NONE
4. Give the location (including street and number) of the main business office of the respondent at the close of the year
500 Water Street, Jacksonville, Florida 32202
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	Prime F. Osborn Jacksonville, Fla.
2	Vice president	John P. Fishwick Roanoke, Va.
3	Secretary	R. B. Thrift Winston-Salem, N. C.
4	Treasurer	Leonard G. Anderson Richmond, Va.
5	Vice President and Comptroller	J. A. Stanley, Jr. Jacksonville, Fla.
6	General Counsel	Lovelace & Gill High Point, N. C.
7	Vice President and General Manager	John H. Eaton Winston-Salem, N. C.
8	Chief Engineer	A. C. Jones, Jr. Jacksonville, Fla.
9	Asst. M. Asst. &	
10	General freight agent	K. H. Parsley, Jr. High Point, N. C.
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	Richard F. Dunlap	Roanoke, Va.	The directors are elected to serve until their successors are chosen and have qualified.
15	John H. Eaton	Winston-Salem, N. C.	
16	John P. Fishwick	Roanoke, Va.	
17	Prime F. Osborn	Jacksonville, Fla.	
18	W. Thomas Rice	Richmond, Va.	
19			
20			
21			
22			
23			

May 11, 1923

7. Give the date of incorporation of the respondent May 11, 1923 8. State the character of motive power used Diesel-elec.
9. Class of switching and terminal company Not a switching or terminal company

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 North Carolina; see further under Item 12.

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 Winston-Salem Southbound Railway Company, through ownership of 100% of respondent's capital stock.

12. Give hereunder a history of the respondent from its inception to date, showing all consolidations, mergers, reorganizations, etc., and if a consolidated or merging corporation give like particulars for all constituent and subsequent corporations. Describe also the course of construction of the road of the respondent, and its financing See response on Page 3.

*Use the initial word the when (and only when) it is a part of the name, and distinguish between the words railroad and railway and between company and corporation.

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			
				Common	Preferred		Other securities with voting power
					Second	First	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	Winston-Salem Southbound						
2	Railway Co.	Winston-Salem, N.C.	2,167-3/4	2,167-3/4			
3							
4							
5							
6	Page 2 - Item 12.						
7							
8	The Carolina and Yadkin River Railway Company operated under the original charter of the						
9	North Carolina Mining & Development Company created by Special Act of the North Carolina Legislature						
10	February 19, 1905.						
11							
12	Name changed to Carolina, Glen Anna & Pee Dee Railway & Development Company by an amendment						
13	to original charter ratified by the General Assembly of North Carolina, March 5, 1905.						
14	Name changed to Carolina Valley Railway Company by a further amendment ratified by the						
15	General Assembly of North Carolina, March 5, 1907.						
16	The Piedmont Railway Company organized February 18, 1909, and by Act of the Legislature of						
17	North Carolina, ratified by the General Assembly March 3, 1909, was invested with all the rights,						
18	powers, privileges and franchises of the Carolina Valley Railway Company.						
19	Under date of May 31, 1912, and upon request of the directors and stockholders of the						
20	Piedmont Railway Company, the Secretary of State duly granted a certificate from his office changing						
21	the name of said corporation to the Carolina and Yadkin River Railway Company.						
22	The Carolina and Yadkin River Railway Company was placed in the hands of a Receiver						
23	April 18, 1922 and sold by order of the Superior Court of Guilford County, North Carolina May 7,						
24	1923.						
25	Under date of May 11, 1923, the Secretary of State of North Carolina issued a charter						
26	to the High Point, Thomasville & Denton Railroad Company. The period of reconstruction occupied						
27	the time from here until July 1, 1924. The road began actual operation as a common carrier on						
28	July 1, 1924.						
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

Line No.	Item (a)	Responder: Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	CURRENT ASSETS	\$	\$
1	Cash	134,521	184,506
2	Temporary Cash Investments		75,000
3	Special Deposits		
4	Accounts Receivable	181,706	144,507
5	Less Allowance for Uncollectible Accounts		
6	Accumulated Deferred Income Tax Charges		
7	Other Current Assets	31,404	35,926
8	Total Current Assets	347,631	439,939
	OTHER ASSETS		
9	Special Funds		
10	Other Investments and Advances - (Less Allowances and adjustments \$)		
11	Other Assets (Less Depreciation and Amortization \$55,381) (737-741)	48,910	51,129
12	Other Deferred Debits (Acc. Deferred Income Tax Debits \$26,469)	31,822	30,589
13	Total Other Assets	80,732	81,718
	ROAD AND EQUIPMENT		
14	Road and Equipment Property and Improvements on Leased Property	1,044,712	1,028,812
15	Less Accumulated Depreciation and Amortization	(230,236)	225,265
16	Net Road and Equipment	814,476	803,547
17	Total Assets	1,242,839	1,325,204
	CURRENT LIABILITIES		
18	Loans and Notes Payable		
19	Accounts Payable	403,402	524,957
20	Interest and Dividends Payable		
21	Federal Income Taxes Accrued	57,553	11,441
22	Other Taxes Accrued	15,679	11,090
23	Other Current Liabilities	78,193	50,602
24	Equipment Obligations and Other long-term Debt Due Within One Year		
25	Total Current Liabilities	554,827	598,090
	NON CURRENT LIABILITIES		
26	Fixed Debt Unmatured		
27	Equipment Obligations		
28	Capitalized Lease Obligations		
29	Accumulated Deferred Income Tax Credits		
30	Other Long-term Liabilities and Deferred Credits	165,084	175,442
31	Total Non current Liabilities	165,084	175,442
	SHAREHOLDERS' EQUITY		
	Capital Stock:		
32	Common Stock	218,775	218,775
33	Preferred Stock		
34	Discount on Capital Stock		
35	Additional Capital		

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 Begin- ning of Year (c)
	SHAREHOLDERS' EQUITY—Continued	\$	\$
	Retained Earnings:		
36	Appropriated		
37	Unappropriated	304,153	332,897
38	Net unrealized Loss on Noncurrent Marketable Equity Securities		
39	Less: Treasury Stock		
40	Net Shareholders' Equity	522,928	551,672
41	Total Liabilities and Shareholders' Equity	1,242,839	1,325,204

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 expenditures, 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: See Note Below

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund Pension fund assets exceeded vested benefits as of 1/1/78 \$

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

(i) If funding is by insurance, give name of insuring company Not applicable

(ii) If funding is by trust agreement list trustee(s) The First Kentucky Trust Co., Louisville, Ky.

Date of trust agreement or latest amendment December 31, 1978

If respondent is affiliated in any way with the trustee(s), explain affiliation: Not affiliated

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement See Note Below

(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

If yes, give number of the shares for each class of stock or other security: \$2,700 8% term note of The Atlantic Land and Improvement Company

(ii) Are voting rights attached to any securities held by the pension plan? Specify Yes ☒ No If yes, who determines how stock is voted? Trustee, subject to approval & direction of Investment Committee

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 ☒

3.(a) As in the past, the policy is to fund pension costs accrued. Contributions, charged to operating expenses, cover normal pension costs for the year and amortization of past service costs on a basis that will fund such costs over periods not exceeding thirty years.

3.(d) Atlanta and West Point RR Co.; The Atlantic Land & Improvement Co.; The Carrollton RR Co.; Clinchfield RR Co.; Columbia, Newberry & Laurens RR Co.; Cybernetics & Systems, Inc.; Gainesville Midland RR Co.; Georgia RR; Haysi RR Co.; Holston Land Co.; Louisville & Nashville RR Co.; Seaboard Coast Line RR Co.; Seacoast Transportation Co.; The Western Rwy. of Alabama and The Winston-Salem Southbound Railway Co.

210. RESULTS OF OPERATIONS

INSTRUCTIONS

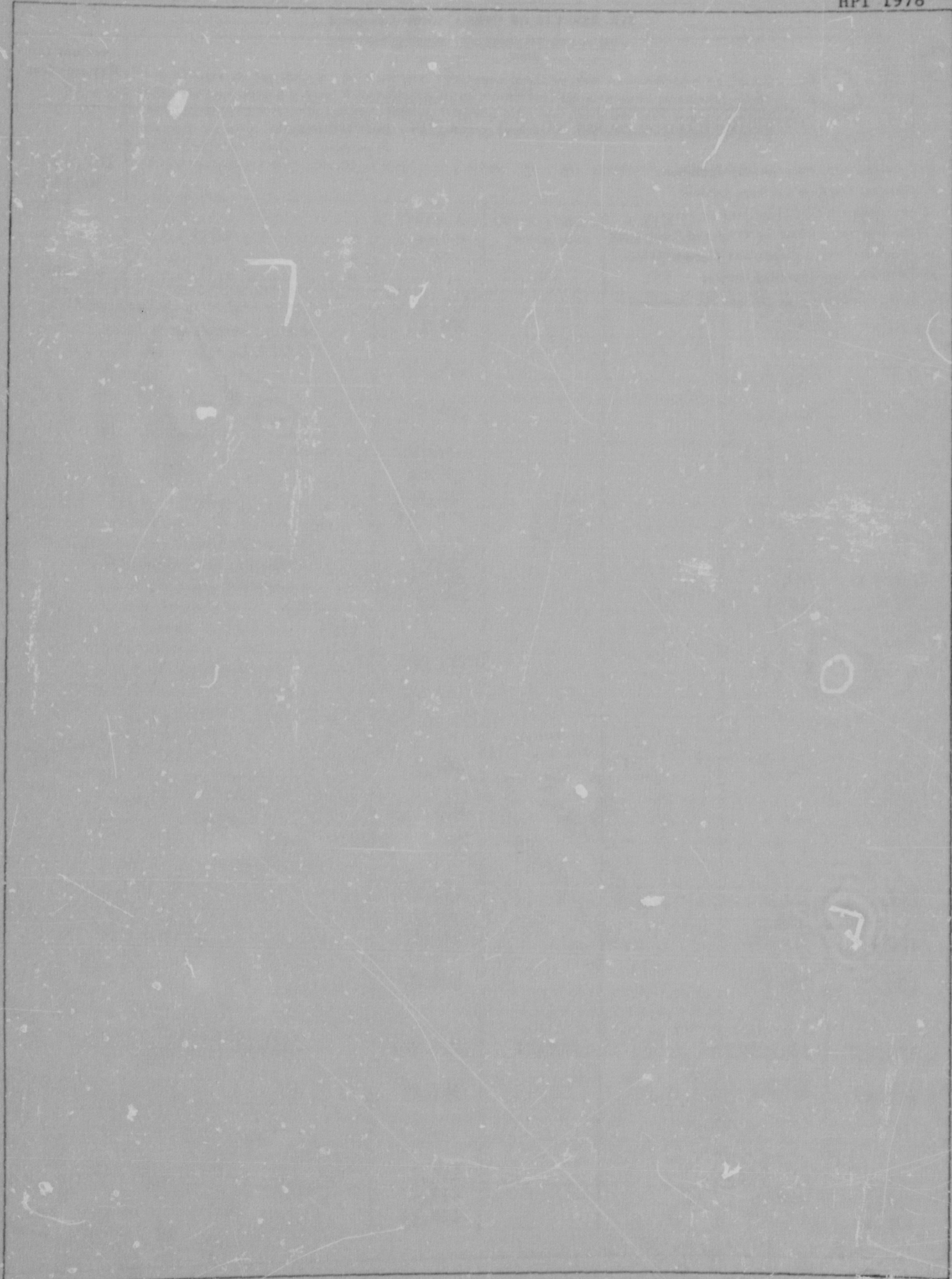
1. Disclose the requested information for the respondent pertaining to the results of operations for the year.
2. List dividends from investments accounted for under the cost method on the appropriate line, under subsection "Other Income." List dividends accounted for under the equity method on the appropriate 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	1,009,670
2	Passenger	
3	Other	70,557
4	Total Railway Operating Revenues	1,080,227
5	Railway Operating Expenses	977,789
6	*Net Revenue from Railway Operations	102,438
	OTHER INCOME	
7	Dividend income	
8	Interest income	3,611
9	Other income; Other	35,642
	Income from affiliated companies:	
10	Dividends	
11	Equity in undistributed earnings (losses)	
12	Total other income (Lines 7-11)	39,253
13	Total income (Lines 6, 12)	141,691
	OTHER DEDUCTIONS	
14	Miscellaneous deductions from income	6,304
15	Fixed charges	
	UNUSUAL OR INFREQUENT ITEMS	
16	Unusual or infrequent items (debit) credit	
17	Income (loss) from continuing operations (before income taxes) (Line 13 less Lines 14-16)	135,387
	PROVISIONS FOR INCOME TAXES	
	Income taxes on ordinary income:	
18	Federal income taxes	46,112
19	State income taxes	8,051
20	Other income taxes	
21	Provisions for deferring income taxes	581
22	Income before extraordinary items (Line 17 less Lines 18-22)	80,643
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES	
23	Extraordinary items (net)	
24	Income taxes on extraordinary items	
25	Provisions for deferred taxes - Extraordinary items	
26	Total extraordinary items (Lines 23-25)	
27	Cumulative effect of changes in accounting principles	
28	(Less applicable income taxes of \$)	
29	Net income	80,643

210. RESULTS OF OPERATIONS—Continued

Line No.	Item (a)	Amount for Current Year (b)
RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)		
30	Net revenues from railway operations	102,438
31	Income taxes on ordinary income	54,163
32	Provisions for deferred income taxes	581
33	Income from Lease of Road and Equipment	
34	Rent for leased Roads and Equipment	
35	Net Railway Operating Income	47,694
	Ton-miles, Revenue Freight (in thousands)	6,754



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 35 amounts not includable in the primary road accounts. The items reported should be briefly identified and explained in a footnote on page 10.

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	14,115	838		14,953	3,350
2	(2) Land for transportation purposes	23,968			23,968	
3	(2 1/2) Other right-of-way expenditures					
4	(3) Grading	70,712			70,712	
5	(5) Tunnels and subways					
6	(6) Bridges, trestles, and culverts	37,458			37,458	25,965
7	(7) Elevated structures					
8	(8) Ties	133,487			133,487	
9	(9) Rails	98,917			98,917	
10	(10) Other track material	138,265	3,104		141,369	
11	(11) Ballast	173,876	5,132		179,008	
12	(12) Track laying and surfacing	93,144	6,826		99,970	
13	(13) Fences, snowsheds, and signs	3,157			3,157	
14	(16) Station and office buildings	92,424			92,424	82,502
15	(17) Roadway buildings	3,000			3,000	1,885
16	(18) Water stations					
17	(19) Fuel stations					(1,205)
18	(20) Shops and enginehouses	36,579			36,579	36,342
19	(21) Grain elevators					
20	(22) Storage warehouses					
21	(23) Wharves and docks					
22	(24) Coal and ore wharves					
23	(25) TOFC/COFC terminals	1,666			1,666	443
24	(26) Communication systems					(1,070)
25	(27) Signals and interlockers	512			512	477
26	(29) Power plants					
27	(31) Power-transmission systems					
28	(35) Miscellaneous structures					
29	(37) Roadway machines	2,426			2,426	2,171
30	(38) Roadway small tools	1,600			1,600	
31	(39) Public improvements - Construction	55,118			55,118	51,009
32	(43) Other expenditures - Road					
33	(44) Shop machinery	9,481			9,481	9,003
34	(45) Power-plant machinery					
35	Other (specify and explain)					
36	Total Expenditures for Road	989,905	15,900		1,005,805	210,872
37	(52) Locomotives					
38	(53) Freight-train cars	13,386			13,386	12,692
39	(54) Passenger-train cars					
40	(55) Highway revenue equipment					
41	(56) Floating equipment					
42	(57) Work equipment	1,472			1,472	1,927
43	(58) Miscellaneous equipment	4,994			4,994	4,745
44	Total Expenditures for Equipment	19,852			19,852	19,364

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)
45 (71)	Organization expenses	2,613			2,613	
46 (76)	Interest during construction	6,891			6,891	
47 (77)	Other expenditures - General	9,551			9,551	
48	Total General Expenditures	19,055			19,055	
49	Total	1,028,812	15,900		1,044,712	
50 (80)	Other elements of investments					
51 (90)	Construction work in progress					
52	Grand Total	1,028,812	15,900		1,044,712	230,236

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.

NONE

*If return 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 racks relocated and tracks laid to shorten the distance between two points, without serving any new territory.

10. 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 leased 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; for passenger-train cars report the number of passenger seats available for revenue service, counting one passenger to each berth in sleeping cars.

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

Line No.	Item (a)	Units in service of respondent at beginning of year (b)	Number added during year (c)	Number retired during year (d)	Number at close of year			Aggregate capacity of units reported in col. (g) (see ins. 7) (h)	Number leased to others at close of year (i)
					Owned and used (e)	Leased from others (f)	Total in service of respondent (e + f) (g)		
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								
7	Diesel-Switching _____ A units								
8	Diesel-Switching _____ B units								
9	Total (lines 1-8) _____							XXXXXX	
10	Electric-Locomotives _____								
11	Other self-powered units _____								
12	Total (lines 9, 10 and 11) _____							XXXXXX	
13	Auxiliary units _____								
14	Total Locomotive Units (lines 12 and 13) _____	NONE					NONE	XXXXXX	NONE

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)	Number added during year (c)	Number retired during year (d)	Number at close of year			Aggregate capacity of units reported in col. (g) (see ins. 7) (h)	Number leased to others at close of year (i)
					Owned and used (e)	Leased from others (f)	Total in service of respondent (e + f) (g)		
	FREIGHT TRAINCARS								
15	Plain Box Cars - 40' (B100-129)	5			5		5	Tons 250	
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; 301-349; 401-540)								
29	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)								
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; 341-399; L 006-048; L 070, L 080 L 090 - All "L" with second numeric 6; L 161-1764)								
32	Total (lines 15-31)	5			5		5	250	
33	Carboose (All N)							XXXXXX	
34	Total (lines 32-33)	5			5		5	XXXXXX	

720. TRACKS

- (1) Show, by State, total mileage of tracks owned and operated by respondent NC 50
- (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)* High Point to High Rock Total distance, 34 miles
- (4) Road located at (Switching and Terminal Companies only)*
- (5) Gage of track 4 ft. 8-1/2 in
- (6) Weight of rail 100 lb. per yard.
- (7) Kind and number per mile of crossties creo. pine & hardwood 1860
- (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, 3,762; average cost per tie, \$ 10.83; number of feet (B.M.) of switch and bridge ties, 2,131; average cost per M feet (B.M.), \$ 317.76
- (10) Rail applied in replacement during year: Tons (2,000 pounds), Note 1; Weight per year, Note 1; average cost per ton, \$ Note 1

*Insert names of places.

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

Note 1

118 LF Relay	100# Rail	1.9666 NT @ \$22.32
274 LF	" 85# "	3.8817 NT @ "
372 LF	" 70# "	4.3400 NT @ "

Correspondence

[illegible]

Corrections

[illegible]

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.

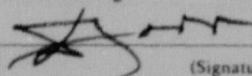
OATH

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

State of Florida
 County of Duval ss:
D. L. Morris makes oath and says that he is Vice President and Comptroller
 (Insert here the name of the affiant) (Insert here the official title of the affiant)
 of High Point, Thomasville and Denton Railroad 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, 1978, to and including December 31, 1978

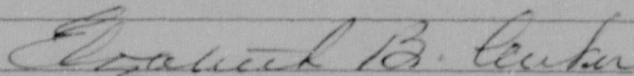


(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and

county above named, this 27 day of June 1979

My commission expires May 28, 1981



(Signature of officer authorized to administer oaths)

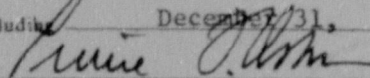
SUPPLEMENTAL OATH

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

State of Florida
 County of Duval ss:
Prime F. Osborn makes oath and says that he is President
 (Insert here the name of the affiant) (Insert here the official title of the affiant)
 of High Point, Thomasville and Denton Railroad 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, 1978, to and including December 31, 1978

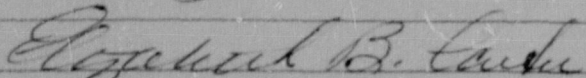


(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and

county above named, this 27 day of June 1979

My commission expires May 28, 1981



(Signature of officer authorized to administer oaths)