

512080 LIVONIA AVON & LAKEVILLE, R.R.CO.1978 1

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R-3

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

annual report

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COMMERCE COMMISSION
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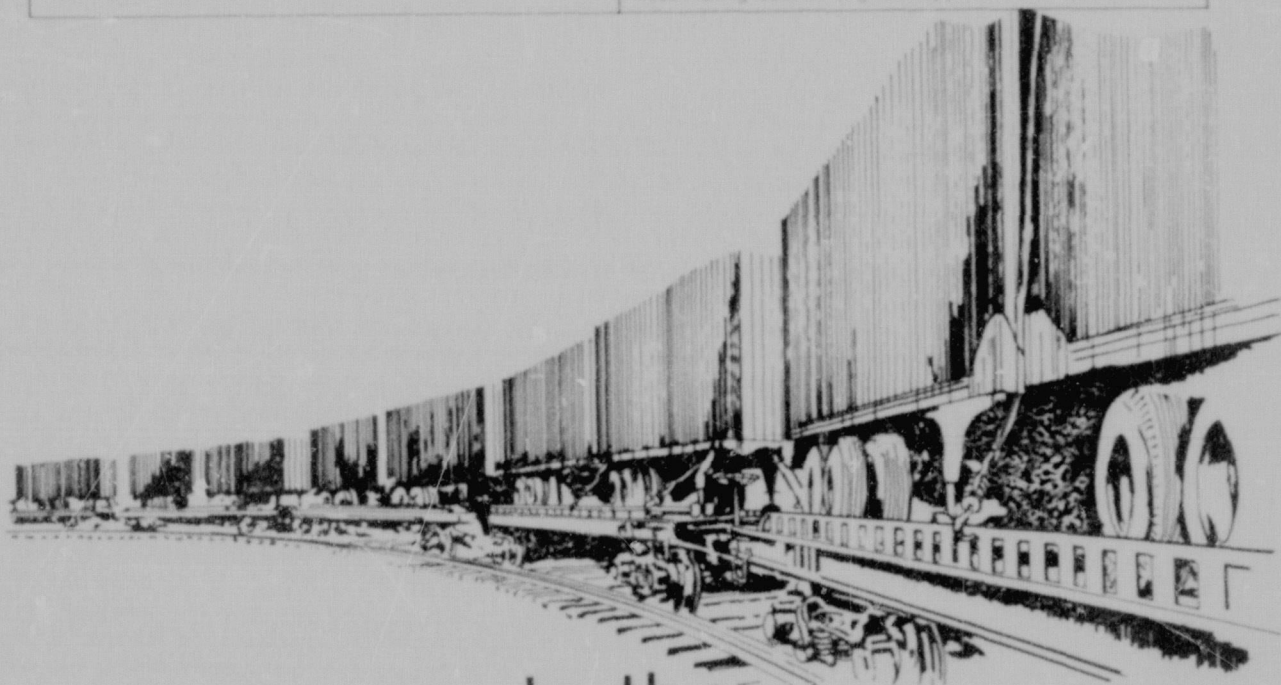
JUN 28 1979

ADMINISTRATIVE SERVICES
MAIL UNIT

RC001204 LIVONIA AVON 3 0 3 512080
LIVONIA AVON & LAKEVILLE R.R.
65 BROAD ST.
ROCHESTER NY 14614

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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**SUPPLEMENTAL SCHEDULES TO BE COMPLETED BY A RAILROAD COMPANY FILING AN
ANNUAL REPORT WITH THE COMMISSIONER OF TRANSPORTATION OF THE
STATE OF NEW YORK ON ICC FORM R-3**

Livonia, Avon & Lakeville Railroad Corp.
Name of Railroad

1/01/78 to 12/31/78
Period Covered

REVENUE FREIGHT CARRIED DURING THE YEAR (For Road Haul Traffic Only)

1. Give the particulars called for concerning the commodities carried by the respondent during the year, the revenue from which is includible in schedule No. 101. Freight on the basis of the 2-digit codes named in 49 C.F.R. 123.52, by Order of September 13, 1963. In stating the number of tons received from connecting carriers, include all connecting carriers, whether rail or water and whether the freight is received directly or indirectly (as through elevators).
2. Under Order of December 16, 1964, traffic involving less than three shippers reportable in any one commodity class may be excluded from this schedule, but must be submitted separately in a separate schedule supplemental to this one and marked Supplemental. Extra copies of Schedule 2602 may be obtained upon request of the Interstate Commerce Commission, Bureau of Accounts, Washington, D.C. 20413. If a supplemental schedule is filed, check the space provided at the bottom of this schedule. Supplemental reports will be withheld from public inspection.
3. Particulars for Codes 01 to 46 inclusive, should include all traffic moved in lots of 10,000 pounds or more. Forwarder traffic includes freight traffic shipped by or consigned to the forwarder holding a permit under part IV of the Interstate Commerce Act. Code 47 should include all traffic moved in lots of less than 10,000 pounds.
4. Gross freight revenue means respondent's gross freight revenue without adjustment for absorption or concessions.

Line No.	Commodity Description (a)	Code No.	Revenue freight in lots of 10,000 pounds			Gross freight revenue (dollars) (e)
			Originating in respondent's road (b)	Received from connecting carriers (c)	Total carried (d)	
1	Farm products	01				
2	Forest products	02				
3	Fresh fish and other marine products	03				
4	Metalliferous ores	04				
5	Coal	05				
6	Crude petro. nat. gas, & nat. gas liq.	06				
7	Nonmetalliferous minerals, except fuels	07				
8	Ordinance and accessories	08				
9	Food and kindred products	09				
10	Tobacco products	10				
11	Textile mill products	11				
12	Apparel & other finished tex. prod. incl. kntr.	12				
13	Lumber & wood products, except furniture	13				
14	Furniture and fixtures	14				
15	Pulp, paper and allied products	15				
16	Printed matter	16				
17	Chemicals and allied products	17				
18	Petroleum and coal products	18				
19	Rubber & miscellaneous plastic products	19				
20	Leather and leather products	20				
21	Stone, clay, glass & concrete prod.	21				
22	Primary metal products	22				
23	Fabric metal prod. exc. ordn. machy & transp.	23				
24	Machinery, except electrical	24				
25	Electrical machy, equipment & supplies	25				
26	Transportation equipment	26				
27	Inst. photo. & opt. gd. watches & clocks	27				
28	Miscellaneous products of manufacturing	28				
29	Waste and scrap materials	29				
30	Miscellaneous freight shipments	30				
31	Containers, shipping, returned empty	31				
32	Freight forwarder traffic	32				
33	Shipper Assn. or similar traffic	33				
34	Misc. mixed shipment exc. fwdr. & shipper Assn.	34				
35	Total carload traffic					
36	Small packaged freight shipments	36				
37	Total carload & lot traffic					

[] The report includes all commodity statistics for the period covered.

[] A supplemental report has been filed covering traffic involving less than three shippers reportable in any one commodity code.

[] Supplemental Report
NOT OPEN TO PUBLIC INSPECTION

ABBREVIATIONS USED IN COMMODITY DESCRIPTIONS

Assn	Association	Exc	Excluding	Nat	Natural	Prod	Products
Exc	Except	Inst	Instruments	Opt	Optical	Ship	Shipper
Fabr	Fabricated	LCL	Less than carload	Ordn	Ordinance	Tex	Textile
Fwdr	Forwarder	Machy	Machinery	Petro	Petroleum	Transp	Transportation
Gd	Grade	Mac	Miscellaneous	Photo	Photographic		
Gals	Gallons						

RAILWAY OPERATING EXPENSES

1. State the railway operating expenses of the respondent for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies.

2. Any unusual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.

Line No.	Name of railway operating expense account	Amount of operating expenses for the year (b)	Line No.	Name of railway operating expense account	Amount of operating expenses for the year (b)
		\$			\$
	MAINTENANCE OF WAY STRUCTURES			TRANSPORTATION—RAIL LINE	
1	(2201) Superintendence		28	(2241) Superintendence and dispatching	19977
2	(2202) Roadway maintenance	73177	29	(2242) Station service	
3	(2203) Maintaining structures		30	(2243) Yard employees	
4	(2204) Retirements—Road		31	(2244) Yard switching fuel	
5	(2204) Dismantling retired road property		32	(2245) Miscellaneous yard expenses	
6	(2206) Road property—Depreciation		33	(2246) Operating joint yards and terminals—Dr	
7	(2209) Other maintenance of way expenses	3614	34	(2247) Operating joint yards and terminals—Cr	61984
8	(2210) Maintaining joint tracks, yards and other facilities—Dr		35	(2248) Train employees	5282
9	(2211) Maintaining joint tracks, yards, and other facilities—Cr		36	(2249) Train fuel	17007
10	Total maintenance of way and structures	76791	37	(2251) Other train expenses	
	MAINTENANCE OF EQUIPMENT			Payroll taxes	
11	(2221) Superintendence		38	(2252) Injuries to persons	
12	(2222) Repairs to shop and power-plant machinery		39	(2253) Loss and damage	
13	(2223) Shop and power-plant machinery—Depreciation		40	(2254) Other casualty expenses	
14	(2224) Dismantling retired shop and power-plant machinery		41	(2255) Other rail and highway transportation expenses	
15	(2225) Locomotive repairs	10021	42	(2256) Operating joint tracks and facilities—Dr	
16	(2226) Car and highway revenue equipment repairs		43	(2257) Operating joint tracks and facilities—Cr	
17	(2227) Other equipment repairs		44	Total transportation—Rail line	104250
18	(2228) Dismantling retired equipment			MISCELLANEOUS OPERATIONS	
19	(2229) Retirements—Equipment		45	(2258) Miscellaneous operations	
20	(2234) Equipment—Depreciation		46	(2259) Operating joint miscellaneous facilities—Dr	
21	(2235) Other equipment expenses		47	(2260) Operating joint miscellaneous facilities—Cr	
22	(2236) Joint maintenance of equipment expenses—Dr			GENERAL	
23	(2237) Joint maintenance of equipment expenses—Cr		48	(2261) Administration	18181
24	Total maintenance of equipment	10021	49	(2262) Insurance	20995
	TRAFFIC		50	(2264) Other general expenses	35347
25	(2240) Traffic expenses		51	(2265) General joint facilities—Dr	
26			52	(2266) General joint facilities—Cr	
27			53	Total general expenses	74523
			54	Grand Total Railway Operating Expenses	265585
55	Operating ratio (ratio of operating expenses to operating revenues)				
					percent (Two decimal places required)

RAILWAY OPERATING REVENUES EARNED WITHIN THE STATE

Enter here the gross railway operating revenues from intrastate sources.

This information is required for the purpose of determining the maximum assessment under Section 85 of the Transportation Law.

Gross Railway Operating Revenues (Intrastate)

285,433

EMPLOYEES, SERVICE, AND COMPENSATION

1. Give particulars of the average number of employees of various classes in the service of the respondents, of service rendered by such employees, and of compensation paid therefor during the year. Employees are to be counted and classified and their service and compensation reported in accordance with the Commission's Rules Governing the Classification of Railroad Employees and Reports of their Service and Compensation, effective January 1, 1917.

2. Averages listed for in column (b) should be the average of twelve middle-monthly counts.

3. Persons rendering no service are not to be included in the count, nor is any compensation paid them to be included hereunder.

4. If any of the general officers served without compensation or were carried on the payroll of another company, those facts should be stated in a footnote.

5. If any compensation was paid or is payable under labor awards of the current year, include the amount applicable to the current year in column (d) and show the portion applicable to prior years (back pay) in a footnote, by groups of employees. For purposes of this report, labor awards are intended to cover adjustments resulting from the decisions of Wage Boards and voluntary awards by the respondent incident thereto.

6. This schedule does not include old-age retirement and unemployment insurance taxes.

Line No.	Classes of employees (a)	Average number of employees (b)	Total service hours (c)	Total compensation (d)	Remarks (e)
1	Total (executives, officials, and staff assistants)	6		\$	
2	Total (professional, clerical, and general)				
3	Total (maintenance of way and structures)				
4	Total (maintenance of equipment and stores)				
5	Total (transportation—other than train, engine, and yard)				
6	Total (transportation—yardmasters, switch tenders, and hostlers)	4			
7	Total, all groups (except train and engine)	10			
8	Total (transportation—train and engine)				
9	Grand Total	10			

Amount of foregoing compensation (excluding back pay for prior years) that is chargeable to account No. 531, "Railway operating expenses" \$

SUMMARY STATEMENT OF TRACK MILEAGE WITHIN THE STATE AND OF TITLES THERETO AT CLOSE OF YEAR*

Line No.	Item (a)	Line operated by respondent							
		Class 1: Line owned		Class 2: Line of proprietary companies		Class 3: Line operated under lease		Class 4: Line operated under contract	
		Added during year (b)	Total at end of year (c)	Added during year (d)	Total at end of year (e)	Added during year (f)	Total at end of year (g)	Added during year (h)	Total at end of year (i)
1	Miles of road								
2	Miles of second main track								
3	Miles of all other main tracks								
4	Miles of passing tracks, crossovers, and turnouts								
5	Miles of wye switching tracks								
6	Miles of yard switching tracks								
7	All tracks								

Line No.	Item (a)	Line operated by respondent				Line owned but not operated by respondent	
		Class 5: Line operated under trackage rights		Total line operated		Added during year (g)	Total at end of year (h)
		Added during year (b)	Total at end of year (c)	At beginning of year (d)	At close of year (e)		
1	Miles of road						
2	Miles of second main track						
3	Miles of all other main tracks						
4	Miles of passing tracks, crossovers, and turnouts						
5	Miles of wye switching tracks—Industrial						
6	Miles of wye switching tracks—Other						
7	Miles of yard switching tracks—Industrial						
8	Miles of yard switching tracks—Other						
9	All tracks						

*Entries in columns headed "Added during the year" should show net increases.

**ANNUAL REPORT TO THE COMMISSIONER OF TRANSPORTATION OF THE STATE OF NEW YORK
SUPPLEMENTARY SCHEDULES**

DIRECTIONS CONCERNING VERIFICATION OF THIS REPORT

Section 146 of the Transportation Law contains the following:

"Every common carrier, railroad corporation and street railroad corporation shall file an annual report with the Commissioner verified by the oath of the president, vice-president, treasurer, secretary, general manager or receiver, if any, of such carrier or by the person required to file the same. The verification shall be made by said official holding office at the time of the filing of the said report, and if not made upon the knowledge of the person verifying the same shall set forth the sources of his information and the grounds of his belief as to any matters not stated to be verified upon his knowledge."

OATH

(To be made by the president, vice-president, secretary, treasurer, general manager, or receiver of the respondent. *Note:* The statute specifies that an officer bearing one of the foregoing titles must verify the report, and the Commissioner may not accept a report unless this statutory requirement is met.)

State of New York
County of Livingston }

Chester A. Haak

being duly sworn deposes and says:

I am the President, Treasurer of Livonia, Avon & Lakeville Railroad Corp.
(Here insert the official title of the deponent)

I have carefully examined the foregoing annual report of the said company for the year ended December 31, 19 78 and know the contents thereof. The said report is true and correct of my own knowledge except as to the following matters:

As to the foregoing matters not stated to be verified upon my knowledge, I verily believe the said report to be true. The sources of my information and grounds of my belief as to the matters not stated upon my knowledge are as follows:

Chester A. Haak
(Signature)

Subscribed and sworn to before me, a Notary Public

in and for the state and county above named this 25th

day of June, 19 77

My commission expires March 30, 1980

Deborah B. Watson

DEBORAH B. WATSON

NOTARY PUBLIC, State of N. Y. Monroe County

(Signature of officer authorized to administer oaths) My Commission Expires March 30, 1980

(Use an im-
L.S.
pression seal.)

SUPPLEMENTAL OATH

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

State of New York
County of Livingston }

Jane M. Heron

being duly sworn deposes and says:

It is my duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept. I know 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 Commissioner of Transportation, effective during the said period. I have carefully examined the said report and know that 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. I believe 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

Jane M. Heron
(Signature)

Subscribed and sworn to before me, a Notary Public

in and for the state and county above named, this 25th

day of June, 19 79

My commission expires March 30, 1980

Deborah B. Watson

DEBORAH B. WATSON

NOTARY PUBLIC, State of N. Y. Monroe County

My Commission Expires March 30, 1980

(Use an im-
L.S.
pression seal.)

ENCLOSE FILING FEE

Filing Fee

Schedule No.

A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at it's option, may omit pages from this report provided there is nothing to report or 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

181. IDENTITY OF RESPONDENT

1. Give the exact name* by which the respondent was known in law at the close of the year—
LIVONIA, AUBURN & LAKEVILLE RAILROAD CORPORATION
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—
—
4. Give the location (including street and number) of the main business office of the respondent at the close of the year—
LIVONIA, New York 14087
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	CHESTER NAAK LIVONIA, NY
2	Vice president	E. RONALD ALLEN LARGO, FL
3	Secretary	SERGEANT W. WISE ROCHESTER, NY
4	Treasurer	CHESTER NAAK LIVONIA, NY
5	Controller or auditor	JANE M. HERON LIVONIA, NY
6	Attorney or general counsel	SERGEANT W. WISE ROCHESTER, NY
7	General manager	MILES F. SOUTHWORTH SOUTH LIMA, NY
8	General superintendent	GEORGE D. ROOT LAKEVILLE, NY
9	General freight agent	VINCENT MILLIKEN LIVONIA, NY
10	General passenger agent	—
11	General land agent	—
12	Chief engineer	THOMAS C. MCTIGHE, JR. ROCHESTER, NY
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	E. RONALD ALLEN	LARGO, FL	NOVEMBER 1979
15	BRACKETT N. CLARK	ROCHESTER, NY	" "
16	CHESTER A. NAAK	LIVONIA, NY	" "
17	ROBERT MCCLELLAN	CORSEWA, NY	" "
18	THOMAS C. MCTIGHE, JR.	ROCHESTER, NY	" "
19	CARLTON E. MYERS	WEBSTER, NY	" "
20	MILES F. SOUTHWORTH	SOUTH LIMA, NY	" "
21	SERGEANT WISE	ROCHESTER, NY	" "
22	HENRY PAPE	ROCHESTER, NY	" "
23	GEORGE SHAW	PENFIELD, NY	" "

7. Give the date of incorporation of the respondent **5/07/64** 8. State the character of motive power used **diesel**
9. Class of switching and 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 New York. Railroad Corporation (AW)**

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 **none**

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 subconstituent corporations. Describe also the course of construction of the road of the respondent, and its financing.

*Use the initial word the when find 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 a 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. 708, 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	Second Preferred	First Preferred	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	BRACKETT H CLARK		1930				
2	ROBERT McClellan		1340				
3	EUGENE VAN VORDER		500				
4	HAYDEN STORE INC.		390				
5	FRED KEENAN		328				
6	EDWARD HARRIS		310				
7	William Sloan, JR		215				
8	JAMES W. GRAY		210				
9	ESTATE OF PETER BARRY		200				
10	M. HERBERT EISENHARDT		200				
11	A. E. Lowenthal		200				
12	Wm N. GRACE BABCOCK		150				
13	MAURICE FORMAN		150				
14	G. G. & S. CORP.		130				
15	JANE A. GRAY		110				
16	E. RONALD ALLEN		100				
17	B. DAVID CLARK		100				
18	ROBERT E. GINNA		100				
19	KARL & Co. (MARINE MIDLAND)		83				
20	CLEMONT BRENNAN		80				
21	GLADYS LUNG		80				
22	CLARENCE & ALBA BLEKKEN		73				
23	MILDRED E. CLEMENTS		70				
24	SAMUEL P. CONNOR		65				
25	RICHARD J. COLLINS, MD		50				
26	CHARLES DEFRANCO		50				
27	Philip M. Liebschots		50				
28	S. HARVARD PAYNE		50				
29	Philip Sweeney ESTATE		50				
30	ALMA H. WARDL		50				

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)	Respondent Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	CURRENT ASSETS	\$	\$
1	Cash	20,271	31,95
2	Temporary Cash Investments		
3	Special Deposits		
4	Accounts Receivable	17,330	15,413
5	Less: Allowance for Uncollectible Accounts	(4,700)	(3,000)
6	Accumulated Deferred Income Tax Charges		
7	Other Current Assets	7,000	7,000
8	Total Current Assets	39,901	22,608
	OTHER ASSETS		
9	Special Funds		
10	Other Investments and Advances - (Less Allowances and adjustments \$)		
11	Other Assets (Less Depreciation and Amortization \$)		
12	Other Deferred Debits		
13	Total Other Assets		
	ROAD AND EQUIPMENT		
14	Road and Equipment Property and Improvements on Leased Property	243,114	180,213
15	Less: Accumulated Depreciation and Amortization	(37,846)	39,579
16	Net Road and Equipment	205,268	140,634
17	Total Assets	245,167	163,242
	CURRENT LIABILITIES		
18	Loans and Notes Payable	69,780	57,327
19	Accounts Payable		
20	Interest and Dividends Payable	7,600	-
21	Federal Income Taxes Accrued		
22	Other Taxes Accrued		
23	Other Current Liabilities	33,587	24,887
24	Equipment Obligations and Other long-term Debt Due Within One Year	31,375	24,275
25	Total Current Liabilities	142,342	106,489
	NON CURRENT LIABILITIES		
26	Funded Debt Unmatured	74,125	49,561
27	Equipment Obligations		
28	Capitalized Lease Obligations	2,875	2,875
29	Accumulated Deferred Income Tax Credits		
30	Other Long-term Liabilities and Deferred Credits		
31	Total Non-current Liabilities	77,000	52,436
	SHAREHOLDERS' EQUITY		
	Capital Stock:		
32	Common Stock	129,950	129,950
33	Preferred Stock		
34	Discount on Capital Stock		
35	Additional Capital	37,145	37,145

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	(141268)	(162778)
38	Net unrealized Loss on Noncurrent Marketable Equity Securities		
39	Less: Treasury Stock		
40	Net Shareholders' Equity	25827	4317
41	Total Liabilities and Shareholders' Equity	245169	163242

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 (or limited, 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 grossed 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. N/A

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. N/A \$

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

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

(ii) If funding is by trust agreement list trustee(s)

Date of trust agreement or latest amendment

If respondent is affiliated in any way with the trustee(s), explain affiliation

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement. N/A

(e) 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. N/A

(ii) Are voting rights attached to any securities held by the pension plan? Specify Yes No 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

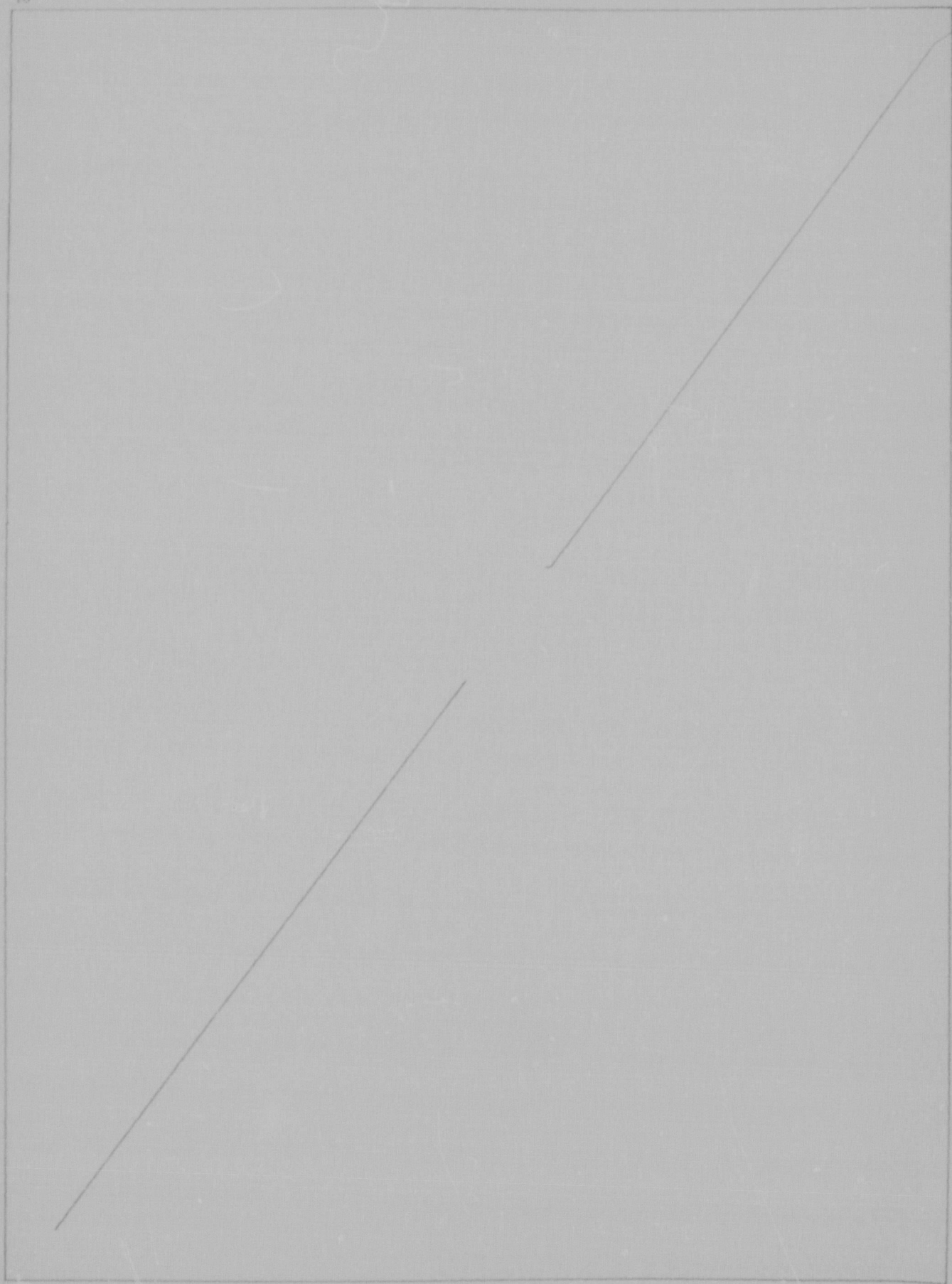
INSTRUCTIONS

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	285433
2	Passenger	- 0 -
3	Other	9262
4	Total Railway Operating Revenues	294695
5	Railway Operating Expenses	254335
6	Net Revenue from Railway Operations	40360
	OTHER INCOME	
7	Dividend income	
8	Interest income	
9	Other income; Other	
	Income from affiliated companies	
10	Dividends	
11	Equity in undistributed earnings (losses)	
12	Total other income (Lines 7-11)	
13	Total income (Lines 6, 12)	49360
	OTHER DEDUCTIONS	
14	Miscellaneous deductions from income	Rent 5564
15	Fixed charges	Interest 5686
	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)	29110
	PROVISIONS FOR INCOME TAXES	
	Income taxes on ordinary income:	
18	Federal income taxes	2500
19	State income taxes	5100
20	Other income taxes	
21	Provisions for deferring income taxes	
22	Income before extraordinary items (Line 17 less Lines 18-22)	21510
	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	21510

210. RESULTS OF OPERATIONS—Continued

Line No.	Item	Amount for Current Year (b)
RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)		
30	Net revenues from railway operations	29110
31	Income taxes on ordinary income	7600
32	Provisions for deferred income taxes	
33	Income from Lease of Road and Equipment	
34	Rent for leased Roads and Equipment	
35	Net Railway Operating Income	21510
	Ton-miles, Revenue Freight (in thousands)	



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					
2 (2)	Land for transportation purposes	30000			30000	
3 (2 1/2)	Other right-of-way expenditures					
4 (3)	Grading					
5 (5)	Tunnels and subways					
6 (6)	Bridges, trestles, and culverts					
7 (7)	Elevated structures					
8 (8)	Ties					
9 (9)	Rails					
10 (10)	Other track material					
11 (11)	Ballast					
12 (12)	Track laying and surfacing	111,107	13476		124583	<30433>
13 (13)	Fences, snowsheds, and signs					
14 (16)	Station and office buildings	3,000			3,000	
15 (17)	Roadway buildings					
16 (18)	Water stations					
17 (19)	Fuel stations					
18 (20)	Shops and enginehouses	17554	44470		62024	<6679>
19 (21)	Grain elevators					
20 (22)	Storage warehouses					
21 (23)	Wharves and docks					
22 (24)	Coal and ore wharves					
23 (25)	TOFC/COFC terminals					
24 (26)	Communication systems					
25 (27)	Signals and interlockers					
26 (29)	Power plants					
27 (31)	Power-transmission systems					
28 (35)	Miscellaneous structures					
29 (37)	Roadway machines					
30 (38)	Roadway small tools					
31 (39)	Public improvements - Construction					
32 (43)	Other expenditures - Road					
33 (44)	Shop machinery					
34 (45)	Power-plant machinery					
35	Other (specify and explain)					
36	Total Expenditures for Road	161,661	57946		219607	<37112>
37 (52)	Locomotives	12,500	22855	12500	22855	<254>
38 (53)	Freight-train cars					
39 (54)	Passenger-train cars	5400		5400	-	
40 (55)	Highway revenue equipment					
41 (56)	Floating equipment					
42 (57)	Work equipment	652			652	<480>
43 (58)	Leasehold Improv.					
44	Total Expenditures for Equipment	18552	22855	17900	23507	<734>

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					
46 (76)	Interest during construction					
47 (77)	Other expenditures—General					
48	Total General Expenditures	180213	80801	17900	243114	<37846>
49	Total					
50 (80)	Other elements of investments					
51 (90)	Construction work in progress	180213	80801	17900	243114	<37846>
52	Grand Total					

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) terms, (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.

ITEM 7 - Retired old SBA loan with a balance at 12/31/77 of \$18,436 and Reissued a long term package of \$75,000, \$50,000 of which WAS TAKEN down in 1978 \$25,000 in 1979. ALL OTHER ITEMS HAVE NO CHANGE.

*If 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 new "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 control 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); for 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 36 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	Units in service of respondent at beginning of year	Number added during year	Number retired during year	Number at close of year			Aggregate capacity of units reported in col. (g) (see ins. 7)	Number leased to others at close of year
					Owned and used	Leased from others	Total in service of respondent (e + f)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(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	1	0	0	1	0	1	1000	0
6	Diesel-Multiple purpose B units								
7	Diesel-Switching A units	1	1	1	1	0	1	1000	0
8	Diesel-Switching B units								
9	Total (lines 1-8)	2	1	1	2	0	2	XXXXXX	0
10	Electric Locomotives								
11	Other self-powered units								
12	Total (lines 9, 10 and 11)	2	1	1	2		2	XXXXXX	
13	Auxiliary units								
14	Total Locomotive Units (lines 12 and 13)	2	1	1	2		2	XXXXXX	

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

Line No.	Item	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							Tons	
15	Plain Box Cars - 40' (B100-129)								
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)								
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 5, L 161, L 764)								
32	Total (lines 15-31)							XXXXXX	
33	Caboose (All N)							XXXXXX	
34	Total (lines 32-33)								

NONE

720. TRACKS

- (1) Show, by State, total mileage of tracks owned and operated by respondent NEW YORK 14.06
- (2) Show, by State, mileage of tracks owned but not operated by respondent: First main track NEW YORK -0-
 second and additional main tracks NEW YORK -0- industrial tracks NEW YORK -0-
 yard track and sidings NEW YORK -0- total, all tracks NEW YORK -0- (1)
- (3) Road is completed from (Line Haul Railways only)* AVON, NY to LAKEDILLE-LIVONIA Total distance, 14.06 miles.
- (4) Road located at (Switching and Terminal Companies only)* N/A
- (5) Gage of track 4 ft 8'12 in.
- (6) Weight of rail 80-90 lb. per yard.
- (7) Kind and number per mile of cross-ties HARD WOOD, TREATED 3114
- (8) State number of miles electrified. First main track, NONE second and additional main tracks, NONE
 passing tracks, cross-overs, and turn-outs, NONE yard switching tracks, NONE
 tracks, NONE
- (9) Ties applied in replacement during year: Number of cross-ties, 1450 average cost per tie, \$ 12.00 number of feet
 (B.M.) of switch and bridge ties, 7000 average cost per M feet (B.M.), \$ 343.00
- (10) Rail applied in replacement during year: Tons (2,000 pounds), 15 Weight per year, 100 average
 cost per ton, \$ 200.00

*Insert names of places.

(1) 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 NEW YORK
County of LIVINGSTON
JANE M. HERON makes oath and says that she is ASSISTANT TREASURER
(Insert here the name of the affiant) (Insert here the official title of the affiant)
of LIVONIA, AUBAN & LAKEVILLE RAILROAD CORPORATION
(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
Jane M. Heron
(Signature of affiant)

Subscribed and sworn to before me, a NOTARY PUBLIC in and for the State and
county above named, this 25th day of JUNE 1979
My commission expires MARCH 30, 1980

DEBORAH B. WATSON
NOTARY PUBLIC, State of N. Y., Monroe County
My Commission Expires March 30, 1980
Deborah B. Watson
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of NEW YORK
County of LIVINGSTON
CHESTER A. HAAK makes oath and says that he is PRESIDENT, TREASURER
(Insert here the name of the affiant) (Insert here the official title of the affiant)
of LIVONIA, AUBAN & LAKEVILLE RAILROAD CORPORATION
(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

Chester A. Haak
(Signature of affiant)

Subscribed and sworn to before me, a NOTARY PUBLIC in and for the State and
county above named, this 25th day of JUNE 1979
My commission expires MARCH 30, 1980

DEBORAH B. WATSON
NOTARY PUBLIC, State of N. Y., Monroe County
My Commission Expires March 30, 1980
Deborah B. Watson
(Signature of officer authorized to administer oaths)