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September 13, 2024
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Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

FD 36812

CHICAGO ROCK ISLAND & PACIFIC RAILROAD LLC
— CONTINUANCE IN CONTROL EXEMPTION —
OKLAHOMA & KANSAS RAILROAD, LLC

**VERIFIED NOTICE OF EXEMPTION OF
CHICAGO ROCK ISLAND & PACIFIC RAILROAD LLC
PURSUANT TO 49 C.F.R. § 1180.2(d)(2)**

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Illinois 60606-3208
(312) 252-1500
rwimbish@fletcher-sippel.com

FILED
September 13, 2024
SURFACE
TRANSPORTATION BOARD

Dated: September 13, 2024

**ATTORNEY FOR CHICAGO ROCK ISLAND &
PACIFIC RAILROAD LLC**

FEE RECEIVED
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Chicago Rock Island & Pacific Railroad LLC (the “Rock Island”), a rail carrier, files this notice of exemption under 49 C.F.R. § 1180.2(d)(2) to continue in control of the Oklahoma & Kansas Railroad, LLC (“OKRL”) upon OKRL becoming a railroad common carrier. Rock Island seeks the authority in anticipation of the transaction encompassed by the concurrently-filed notice of exemption in *Oklahoma & Kansas Railroad, LLC – Change of Operator Exemption – Oklahoma Department of Transportation and Blackwell Industrial Authority*, FD 36811 (“OKRL – Exemption”).

The line over which OKRL intends to commence common carrier operations does not connect with Rock Island’s lines or any of the lines of the two rail carriers that Rock Island controls – the Gulf & Ship Island Railroad LLC (“G&SI”) and Ottawa Northern Railroad LLC (“ONR”) – and this control transaction is not part of a series of anticipated transactions that would result in such a connection among any of Rock Island, GS&I, ONR, and OKRL. The subject control transaction does not involve a Class I carrier. Accordingly, Rock Island’s continued control of OKRL (once OKRL becomes a carrier) satisfies the Section 1180.2(d)(2) class exemption criteria.

In accordance with the requirements of 49 C.F.R. § 1180.4(g), Rock Island submits the following information:

Description of Proposed Transaction: 49 C.F.R. § 1180.6(a)(1)(i)

Rock Island is a rail carrier and rail carrier holding company which currently controls two other Class III rail carriers, G&SI and ONR.¹

OKRL, a non-carrier established and controlled by Rock Island, will lease and operate the railroad lines described in *OKRL – Exemption* (the “Lines”). None of Rock Island’s railroad lines, G&SI’s lines, or ONR’s lines will connect with OKRL’s Lines, and this control transaction is not part of a series of anticipated transactions that would result in such inter-connection. Rock Island seeks to continue in control of OKRL, G&SI, and ONR once OKRL commences common carrier operations over the Line that is the subject of the transaction encompassed by the *OKRL – Exemption* proceeding.

The full name and address of the Applicant is:

Chicago Rock Island & Pacific Railroad LLC
165 W. South St, Suite 201
Hernando, Mississippi 38632

Any questions should be sent to the Rock Island’s representative

Robert A. Wimbish
Fletcher & Sippel LLC
29 North Wacker Drive, Suite 800
Chicago, Ill. 60606-3208
(312) 252-1500
rwimbish@fletcher-sippel.com

¹ See *Chicago Rock Island & Pacific Railroad LLC – Continuance in Control Exemption – Ottawa Northern Railroad LLC*, FD 36675 (STB served Mar. 15, 2023).

Proposed Schedule for Consummation: 49 C.F.R. § 1180.6(a)(1)(ii)

Rock Island intends to consummate the proposed control transaction upon the effectiveness of this exemption notice and the change of operator notice of exemption that is the subject of the *OKRL – Exemption*, in keeping with 49 C.F.R. § 1180.4(g)(1).

Purpose Sought to Be Accomplished: 49 C.F.R. § 1180.6(a)(1)(iii)

The subject exemption will allow Rock Island to continue to exercise common control of its existing rail carrier subsidiaries and OKRL. In turn, the control exemption will allow OKRL to proceed with its plans to commence common carrier operations over the Line pursuant to *OKRL – Exemption*.

States in Which Property of Applicants is Located: 49 C.F.R. § 1180.6(a)(5)

Mississippi – Rock Island and G&SI
Kansas – ONR
Oklahoma and Kansas – OKRL

Maps - Exhibits A and B: 49 C.F.R. § 1180.6(a)(6)

Attached as Exhibit A is map of the rail line OKRL will operate. Maps showing the location of Rock Island, G&SI, and ONR are attached as Exhibit B.

Agreement: 49 C.F.R. § 1180.6(a)(7)(ii)

Rock Island already controls OKRL as a non-carrier. No agreement is contemplated or necessary for Rock Island to continue in control of OKRL once OKRL becomes a common carrier railroad.

Labor Protective Conditions: 49 C.F.R. § 1180.4(g)(1)(i)

Labor protective conditions are not available in transactions such as this one that involves only Class III carriers. 49 U.S.C. § 11326(c). Rock Island, G&SI, and ONR are Class III carriers, and OKLR will become a Class III carrier upon its commencement of common carrier operations pursuant to *OKRL – Exemption*.

Environmental and Historic Preservation Matters: 49 C.F.R. § 1180.4(g)(3)

Under 49 C.F.R. § 1105.6(c)(2)(i) and (ii), the proposed control transaction is exempt from environmental reporting requirements. Rock Island's continued control of OKRL will not result in changes that exceed the 49 C.F.R. § 1105.7(e)(4) or (5) thresholds.

Under 49 C.F.R. § 1105.8(b)(3), continued control also is exempt from historic preservation reporting requirements. The control transaction will not substantially change the level of maintenance of any railroad property.

Interchange Commitments: 49 C.F.R. § 1180.4(g)(4)

Continued control does not involve the acquisition or operation of a rail line, and thus the provisions of 49 C.F.R. § 1180.4(g)(4) are not applicable. In any event, the *OKRL – Exemption* transaction related to the present control exemption does not include a provision restricting OKRL's interchange of traffic with a third-party connecting carrier.

Respectfully submitted,

/s/ *R. A. Wimbish*

Robert A. Wimbish

Fletcher & Sippel LLC

29 North Wacker Drive, Suite 800

Chicago, Illinois 60606-3208

(312) 252-1500

**ATTORNEY FOR CHICAGO ROCK ISLAND &
PACIFIC RAILROAD LLC**

Dated: September 13, 2024

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SURFACE TRANSPORTATION BOARD**

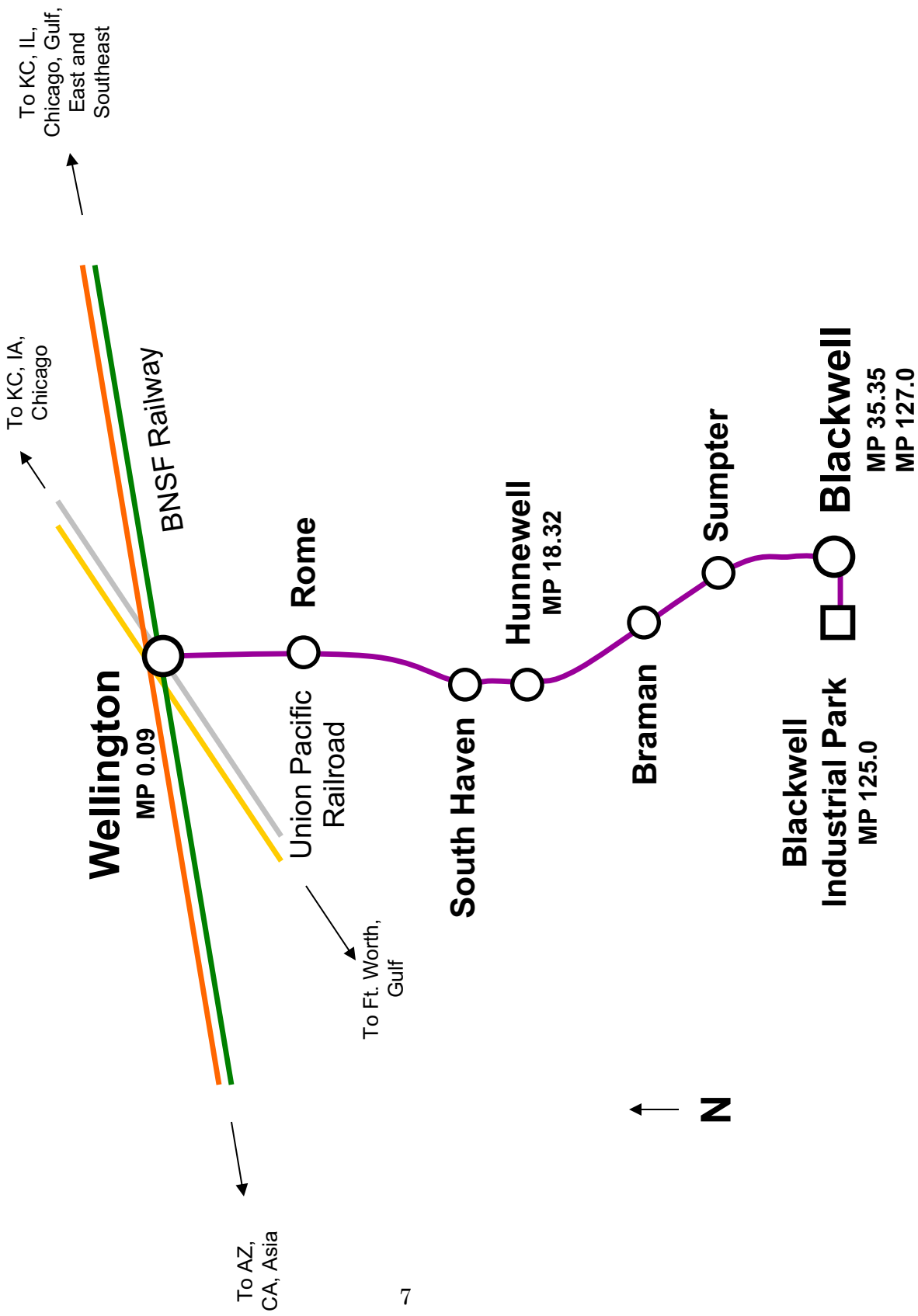
FD 36812

**CHICAGO ROCK ISLAND & PACIFIC RAILROAD LLC
— CONTINUANCE IN CONTROL EXEMPTION —
OKLAHOMA & KANSAS RAILROAD, LLC**

EXHIBIT A

**MAP OF OKLAHOMA & KANSAS
RAILROAD, LLC**

OKLAHOMA & KANSAS RAILROAD, LLC



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SURFACE TRANSPORTATION BOARD**

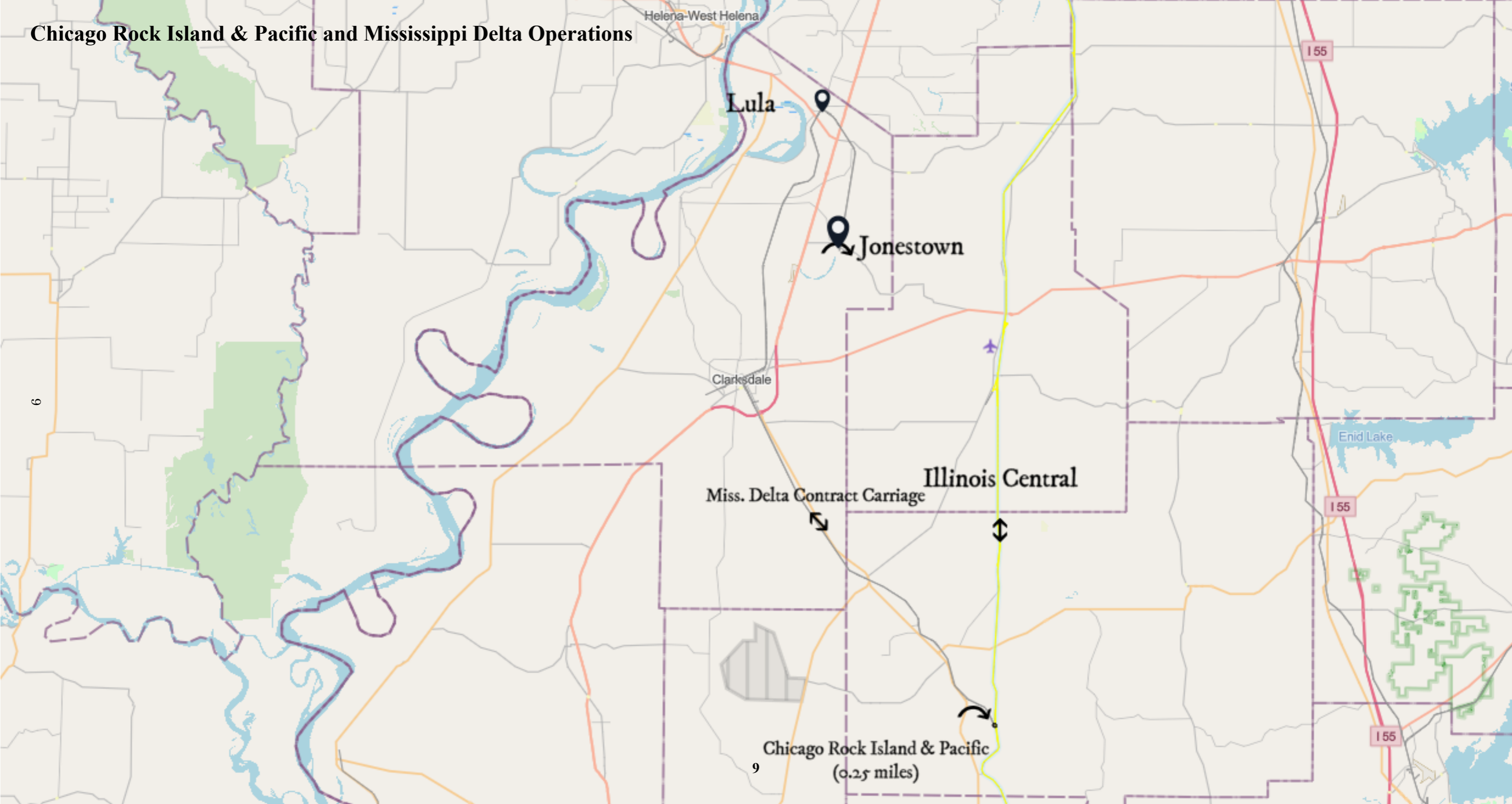
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EXHIBIT B

ROCK ISLAND SYSTEM MAPS

Chicago Rock Island & Pacific and Mississippi Delta Operations



Miss. Delta Contract Carriage

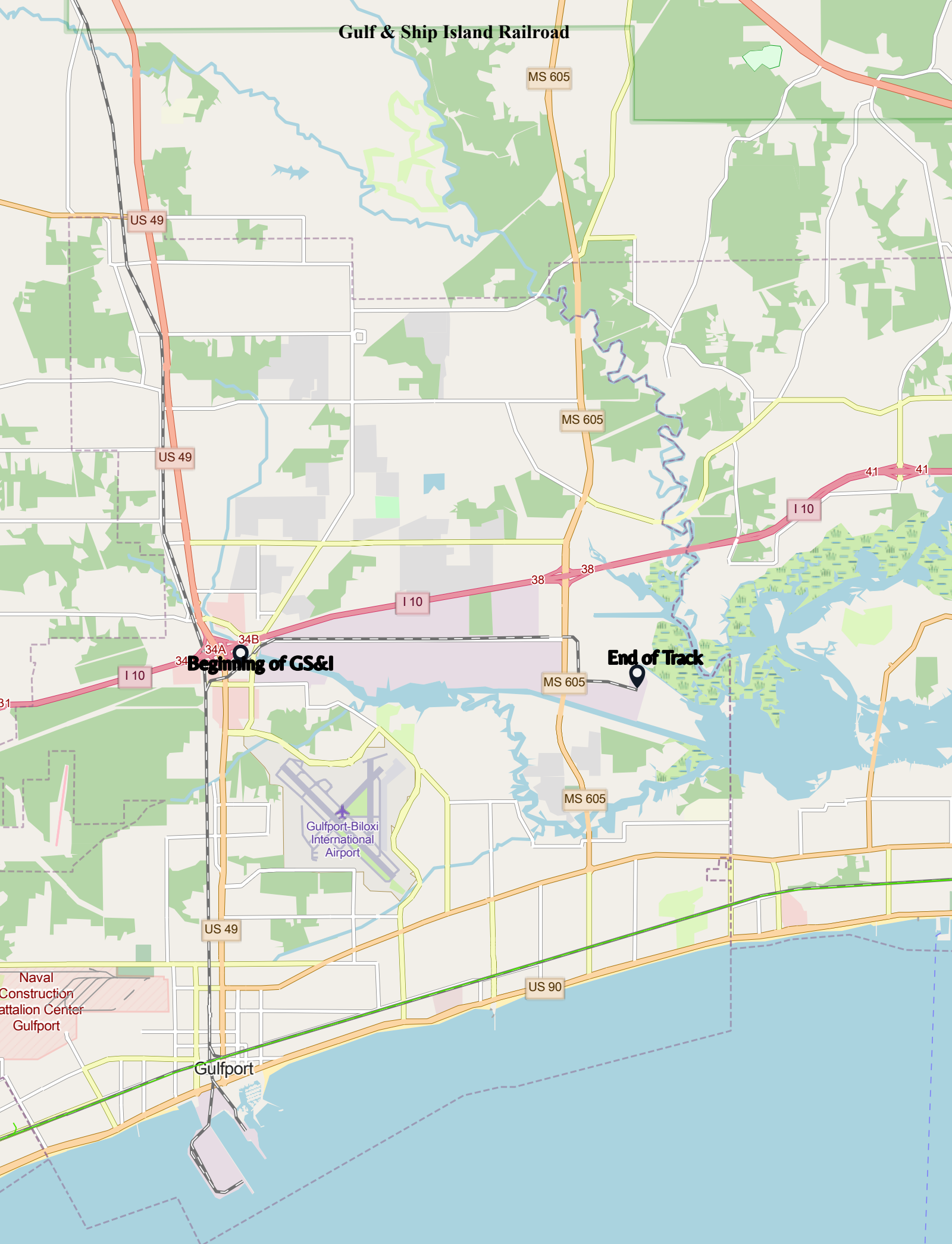
Illinois Central

Chicago Rock Island & Pacific
(0.25 miles)

6

9

Gulf & Ship Island Railroad



Beginning of GS&I

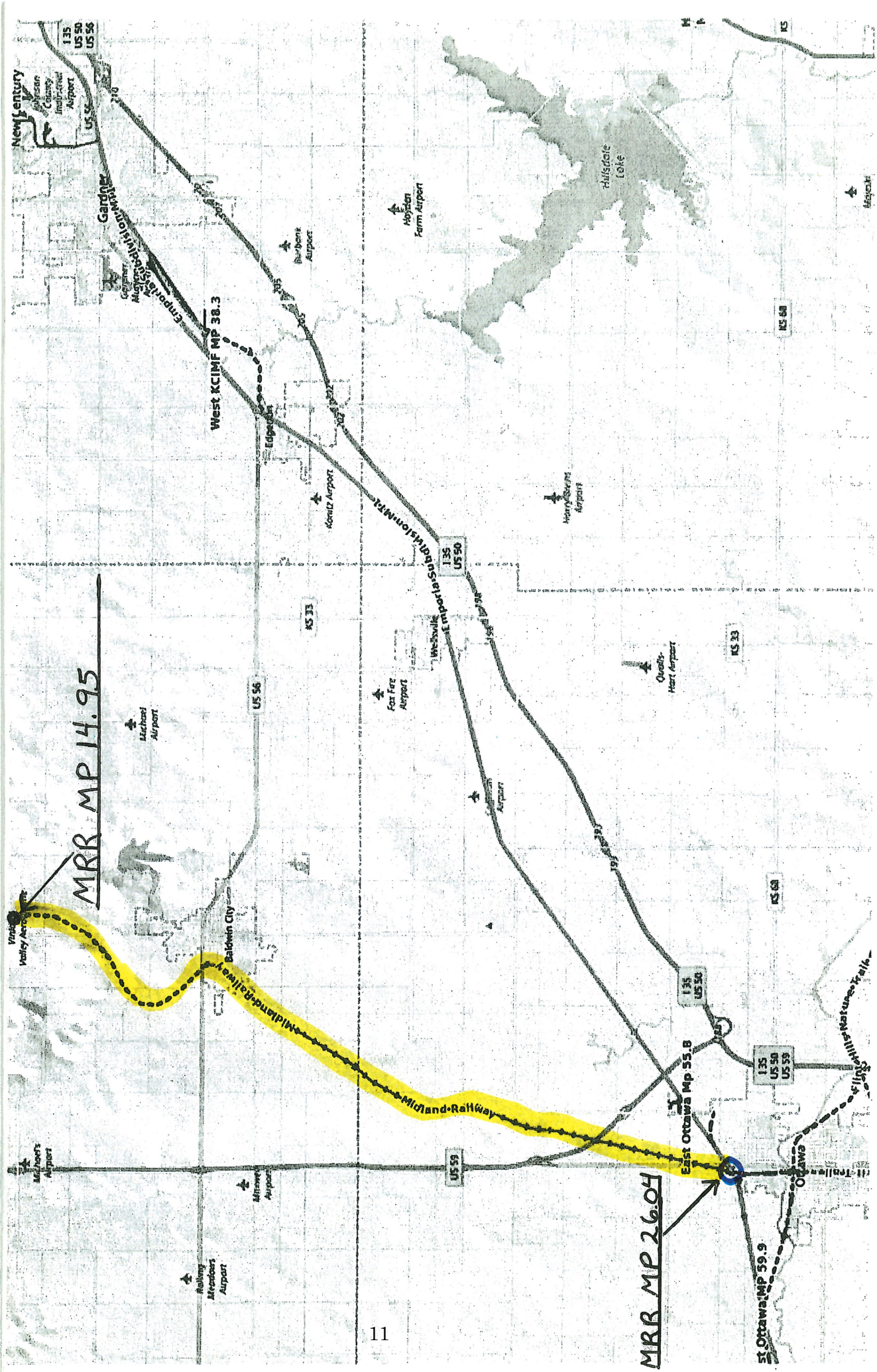
End of Track

Gulfport-Biloxi
International
Airport

Naval
Construction
Battalion Center
Gulfport

Gulfport

OTTAWA NORTHERN RAIROAD LLC



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VERIFICATION

VERIFICATION

I, Robert Riley, Chief Executive Officer of the Chicago Rock Island & Pacific Railroad LLC, verify under penalty of perjury that the foregoing notice of exemption is true and correct to the best of my knowledge.

Dated: September 12, 2024

/s/ *Robert Riley*
Robert Riley