

308635

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

ENTERED
Office of Proceedings
August 23, 2024
Part of
Public Record

DOCKET NO. FD 36781

**RIVERSIDE RAIL, INC. - OPERATION EXEMPTION – TRACKS
OF RIVERSIDE INDUSTRIAL COMPLEX, INC. IN BUCKS COUNTY,
PENNSYLVANIA**

VERIFIED NOTICE OF EXEMPTION

Pursuant to 49 C.F.R Part 1150, Subpart D, Riverside Rail, Inc. (“Riverside”), a non-carrier, hereby files this Verified Notice of Exemption (“Notice”)¹ for authority to operate as a Class III rail carrier over approximately 4,665 feet of existing private industry railroad tracks (the “Tracks”) located within a 68-acre industrial park known as the Riverside Industrial Complex (“Complex”). The Complex is located along the banks of the Delaware River at 7900 North Radcliffe Street, Bristol, PA 19007 in Bristol Township, Bucks County, Pennsylvania. The Complex is adjacent to lines of railroad owned by the National Railroad Passenger Corporation (“AMTRAK”). Railroad service was provided to shippers within the Complex from 1986 to 2006

¹ On March 1, 2024, Riverside filed a Notice of Exemption in Docket No. FD 36761 that was later rejected by the Director of the Office of Proceedings on March 29, 2024, primarily because the Director concluded, based on that Notice, “various issues and questions surrounding the status of the track render this matter inappropriate for the class exemption procedures.” Docket No. 36761, *Riverside Rail, Inc. – Operation Exemption – Tracks of Riverside Industrial Complex, Inc. in Bucks County, Pennsylvania* (served March 29, 2024). The issues and questions pertained to (1) whether new track construction was contemplated on the Complex property; (2) the track to be reconstructed by Amtrak to reconnect its mainline to the Tracks; and (3) the reestablishment of tracks in a road crossing adjacent to the Complex. *Id.* at 1-2. This second Notice provides greater clarity on those issues and questions, and it updates the status of the tracks and the project.

FILED

August 23, 2024

SURFACE

TRANSPORTATION BOARD

1

FEE RECEIVED

August 23, 2024

SURFACE

TRANSPORTATION BOARD

by Consolidated Railroad Corporation (“Conrail”) pursuant to operating rights over a spur track owned by AMTRAK and operated over by Conrail, and approximately 100 feet of track owned and maintained by Conrail that crossed a public road. Freight railroad service to the Complex ceased in 2006 but the Tracks have remained in place, albeit covered in some places by soil and/or concrete. Riverside Industrial Complex, Inc. (“Riverside Industrial”), the owner of the Complex since 1986 and parent affiliate of Riverside, desires for the Tracks to be uncovered, repaired and refurbished and to be reconnected to AMTRAK’s main line, and for Riverside to obtain authority to provide common carrier service to Riverside Industrial and other shippers locating within the Complex.

As explained hereinbelow, Riverside is acquiring possession of the Tracks from Riverside Industrial through a long-term Track Lease and Operating Agreement (“Agreement”). Based upon projected annual revenues Riverside expects to be a Class III rail carrier following consummation of the transaction proposed herein.

In accordance with the requirements of 49 C.F.R. § 1150.33, Riverside submits the following additional information:

Name and Address of Applicant. 49 C.F.R. § 1150.33(a)

Riverside Rail, Inc.
7900 North Radcliffe Street
Bristol, PA 19007

Applicant’s Representative. 49 C.F.R. § 1150.33(b)

Thomas W. Wilcox
Law Office of Thomas W. Wilcox, LLC
1629 K Street NW, Suite 300
Washington, D.C. 20006
(202) 508-1065
tom@twilcoxlaw.com

Statement Concerning Agreement: 49 C.F.R. § 1150.33(c)

Riverside is entering into the aforementioned Agreement with its parent company, Riverside Industrial, pursuant to which Riverside will receive the rights to lease, rehabilitate, operate, and maintain the Tracks, and to hold out to provide common carrier rail services to industries presently located in the Complex² and industries that may locate there in the future. The Tracks covered by this Notice are shown in blue on Exhibit A.

Operator of the Property: 49 C.F.R. § 1150.33(d)

Upon consummation of the transaction contemplated herein Riverside will lease the Tracks from Riverside Industrial and retain the common carrier obligation to provide rail operations over them, as rehabilitated in coordination with Conrail, in response to requests of Riverside Industrial and other current and future shippers on the Complex property. However, Riverside anticipates that initially, Conrail will be the physical operator of the Tracks pursuant to trackage or operating rights it obtains from Riverside under a separate agreement and any necessary authority Conrail receives from the Board. Rail operations by Conrail will consist primarily of switching railcars to and from shippers in the Complex and a point of connection to the tracks of AMTRAK. Any operations by Riverside over the Tracks in the future would be in interchange with Conrail on designated portions of the Tracks on Complex property.

Summary of the Transaction: 49 C.F.R. § 1150.33(e)

The Complex has been in existence since the 1940s and has historically been used to ship and receive commodities by railroad and barge. Presently, the Complex receives oil and sand by barge, and other commodities by 63,000-ton Ultramax bulk carrier vessels. When rail service to

² Current shippers are Riverside Industrial, International Materials, Inc., and Sahara Sand, Inc.

the Complex ceased in 2006, commercial trucks replaced railroad cars as the outbound transportation mode. In addition to the Tracks, the Complex includes buildings, storage areas, and barge facilities.

The Tracks have remained intact on the ground but have been covered in some areas with dirt and concrete. In order to restore the Tracks to a condition sufficient to resume rail service to shippers in the Complex, Riverside Industrial and Riverside intend to remove the materials covering the Tracks and to replace railroad ties and otherwise rehabilitate the Tracks as necessary to restore them to at least FRA Class I standards and to comply with Conrail’s requirements for adjustments to curvatures of the original track layout to facilitate Conrail’s operation over the tracks.

AMTRAK’s spur track was removed by it in 2010. The authority granted to Conrail from the Pennsylvania Public Utility Commission (“PPUC”) for the road crossing was later suspended and the track and safety appliances in the roadway were removed by Conrail in 2017. The expansion of existing business in the Complex in recent years and the potential for additional railroad customers locating there in the future have led AMTRAK, Conrail, and Riverside Industrial to negotiate a series of agreements to reestablish railroad service to the Complex. This is to be accomplished through (1) Riverside Industrial and Riverside Rail uncovering and rehabilitating the Tracks in coordination with Conrail; (2) AMTRAK reconstructing the connecting spur track on its property, which is expected to be completed in September 2024; and (3) Riverside Industrial reinstalling the road crossing, which is also anticipated to occur in September 2024.³

³ Conrail assigned its rights to reinstate the crossing to Riverside Industrial on March 26, 2024. On August 8, 2024, the Pennsylvania Public Utility Commission approved Riverside Industrial’s application to reinstate the crossing filed in PPUC Docket No. A-2024-3047937, *In re: Application of Riverside Industrial Complex, Inc., for approval of the reactivation/reconstruction of the crossing at Radcliffe Street (SR 2002) that previously crossed at grade the tracks of Consolidated Rail Corporation located in Bristol Township in Bucks County.*

The creation of Riverside and the referenced Lease and Operating Agreement are part of an overall plan to begin common carrier rail service to the Complex rather than retain its status as a private industrial track. Actual operations will commence on or after the effective date of this Notice, and when the foregoing three milestones are completed and Conrail obtains the necessary authority to be the operator of the Tracks. Riverside Industrial will grant Conrail appropriate rights to use the road crossing to access the Tracks.⁴

Map: 49 C.F.R. § 1150.33(f)

See Exhibit A includes a map of the Tracks (shown in blue), as well as photographs showing existing trackage on the Complex property extending into it from the road crossing.

A certificate that applicant's projected revenues do not exceed those that would qualify it as a Class III carrier, 49 C.F.R. § 1150.33(g)

A Certificate of Compliance with the provisions of 49 C.F.R § 1150.33(g), certifying that Riverside's projected annual revenues are not expected to exceed those that would qualify it as Class III railroad carrier, is attached as Exhibit B to this Notice.

Interchange Commitments: 49 C.F.R. § 1150.33(h)

⁴ This transaction is similar to many instances where the Board has granted authority to a new Class III railroad entity to acquire and conduct common carrier operations over previously private industry track, oftentimes located within an industrial park. See, Docket No. FD 36748, *Pioneer Rail & Transload of Hawthorne, Fla., A Division of Pioneer Storage Company of Florida, LLC—Operation Exemption—Line in Hawthorne, Fla.* (served January 12, 2024); Docket No. FD 36627, *TGS Cedar Port Railroad LLC—Operation Exemption—in Chambers County, Tex.* (Served July 22, 2022); Docket No. FD 36546, *325 South Route 31 Railroad, LLC—Operation Exemption—Tracks of 325 South Route 31, LLC in Kendall County, Ill.* (served November 5, 2021); Docket No. FD 36442, *Oregon Independence Railroad, LLC—Operation Exemption—in Polk County, Or.* (served October 7, 2020); Docket No. FD 35899, *Burlington Shortline Railroad, Inc., d/b/a Burlington Junction Railway—Operation Exemption—Rail Line of the City of Le Mars, Iowa* (Served January 30, 2015); See also, STB Docket No. 41986, *Effingham Railroad Company – Petition for Declaratory Order – Construction at Effingham, Il* (served September 12, 1997).

Neither the Agreement nor Riverside's and/or Conrail's proposed operation of the Tracks involve any provision or agreement that would limit future interchange with a third-party connecting carrier.

Advance Notice: 49 C.F.R. § 1150.32(e)

The annual revenues of Riverside are not expected to exceed \$5 million. Accordingly, the advance notice requirements of 49 C.F.R. § 1150.32(e) are inapplicable. *See* Certification of Compliance and Verification.

Environmental and Historic Preservation Data: 49 C.F.R. § 1105

Under 49 C.F.R. § 1105.6(c)(2), Riverside's proposed operation of the Tracks is exempt from environmental reporting requirements. The proposed transaction will not result in significant changes in carrier operations, i.e., changes that exceed the thresholds established in 49 C.F.R. § 1105.7(e)(4) or (5). Under 49 C.F.R. § 1105.8(b)(1), Riverside's assumption of operations on the Track also is exempt from historic preservation reporting requirements. Further, Board approval is required to discontinue any service, and there are no plans to dispose of or alter properties subject to Board jurisdiction that are fifty years old or older.

Caption Summary: 49 C.F.R. § 1150.32(a)

A caption summary in appropriate form is attached as Exhibit C to this Notice.

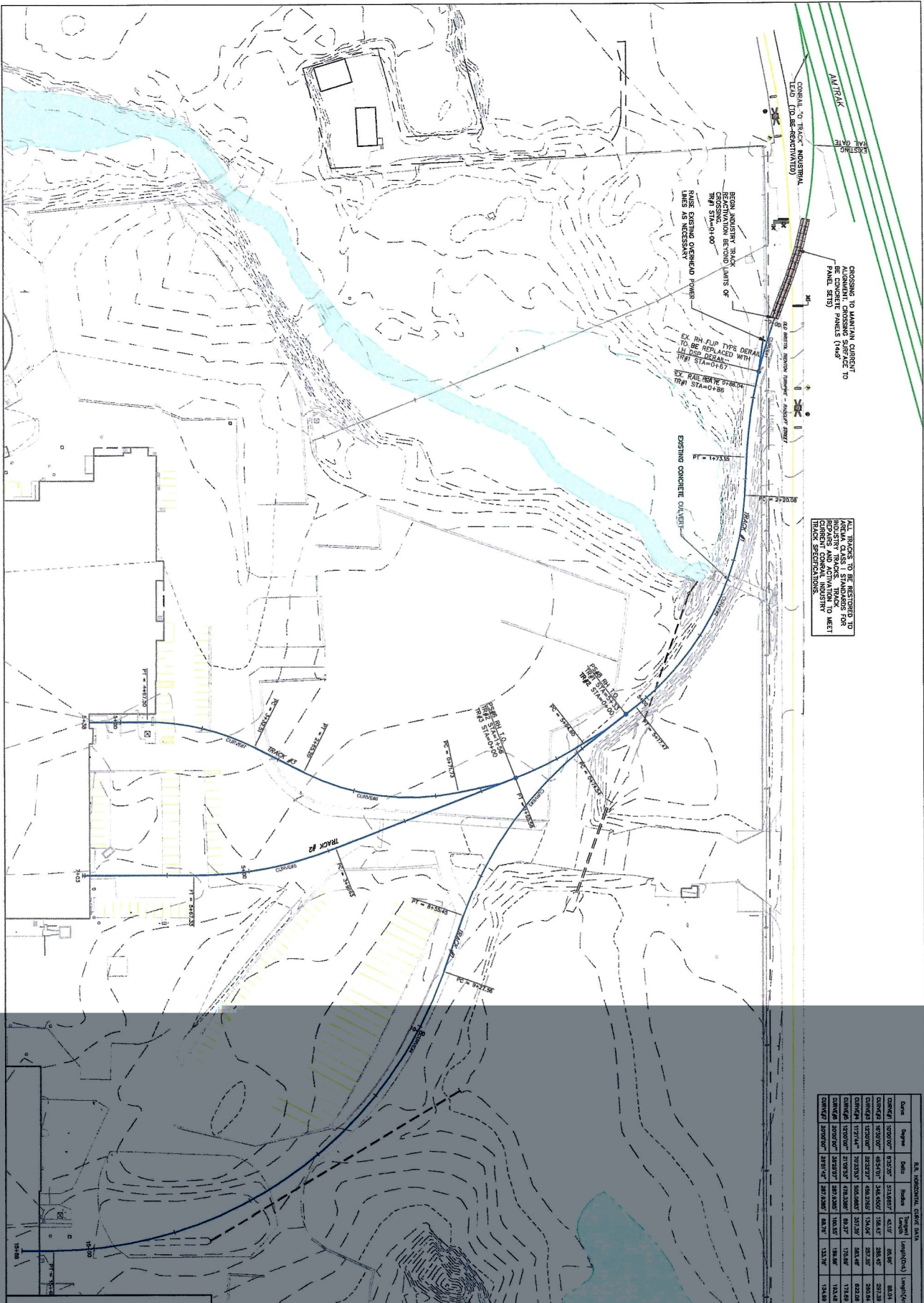
Respectfully submitted,

/s/ Thomas W. Wilcox
Thomas W. Wilcox
Law Office of Thomas W. Wilcox, LLC
1629 K Street NW, Suite 300
Washington, DC 20006
(202) 508-1065
tom@twilcoxlaw.com

August 23, 2024

Attorney for Riverside Rail, Inc.

EXHIBIT A
Map and Photographs



ALL TRACKS TO BE RESTORED TO ORIGINAL CLASS STANDARDS FOR REPAIRS AND ACTIVATION TO MEET TRACK SPECIFICATIONS.

RS - EXISTING CURVE DATA

Curve	Begin	End	Radius	Length	Length (ft)	Length (ft)
CRV#1	0+00.00'	0+35.25'	571.830'	42.17'	28.05'	88.91'
CRV#2	0+35.25'	0+54.75'	571.830'	19.50'	20.25'	29.28'
CRV#3	0+54.75'	0+70.00'	571.830'	15.25'	20.25'	29.28'
CRV#4	0+70.00'	0+85.25'	571.830'	15.25'	20.25'	29.28'
CRV#5	0+85.25'	0+100.50'	571.830'	15.25'	20.25'	29.28'
CRV#6	0+100.50'	0+115.75'	571.830'	15.25'	20.25'	29.28'
CRV#7	0+115.75'	0+131.00'	571.830'	15.25'	20.25'	29.28'
CRV#8	0+131.00'	0+146.25'	571.830'	15.25'	20.25'	29.28'
CRV#9	0+146.25'	0+161.50'	571.830'	15.25'	20.25'	29.28'
CRV#10	0+161.50'	0+176.75'	571.830'	15.25'	20.25'	29.28'
CRV#11	0+176.75'	0+192.00'	571.830'	15.25'	20.25'	29.28'
CRV#12	0+192.00'	0+207.25'	571.830'	15.25'	20.25'	29.28'
CRV#13	0+207.25'	0+222.50'	571.830'	15.25'	20.25'	29.28'
CRV#14	0+222.50'	0+237.75'	571.830'	15.25'	20.25'	29.28'
CRV#15	0+237.75'	0+253.00'	571.830'	15.25'	20.25'	29.28'
CRV#16	0+253.00'	0+268.25'	571.830'	15.25'	20.25'	29.28'
CRV#17	0+268.25'	0+283.50'	571.830'	15.25'	20.25'	29.28'
CRV#18	0+283.50'	0+298.75'	571.830'	15.25'	20.25'	29.28'
CRV#19	0+298.75'	0+314.00'	571.830'	15.25'	20.25'	29.28'
CRV#20	0+314.00'	0+329.25'	571.830'	15.25'	20.25'	29.28'
CRV#21	0+329.25'	0+344.50'	571.830'	15.25'	20.25'	29.28'
CRV#22	0+344.50'	0+359.75'	571.830'	15.25'	20.25'	29.28'
CRV#23	0+359.75'	0+375.00'	571.830'	15.25'	20.25'	29.28'
CRV#24	0+375.00'	0+390.25'	571.830'	15.25'	20.25'	29.28'
CRV#25	0+390.25'	0+405.50'	571.830'	15.25'	20.25'	29.28'
CRV#26	0+405.50'	0+420.75'	571.830'	15.25'	20.25'	29.28'
CRV#27	0+420.75'	0+436.00'	571.830'	15.25'	20.25'	29.28'
CRV#28	0+436.00'	0+451.25'	571.830'	15.25'	20.25'	29.28'
CRV#29	0+451.25'	0+466.50'	571.830'	15.25'	20.25'	29.28'
CRV#30	0+466.50'	0+481.75'	571.830'	15.25'	20.25'	29.28'
CRV#31	0+481.75'	0+497.00'	571.830'	15.25'	20.25'	29.28'
CRV#32	0+497.00'	0+512.25'	571.830'	15.25'	20.25'	29.28'
CRV#33	0+512.25'	0+527.50'	571.830'	15.25'	20.25'	29.28'
CRV#34	0+527.50'	0+542.75'	571.830'	15.25'	20.25'	29.28'
CRV#35	0+542.75'	0+558.00'	571.830'	15.25'	20.25'	29.28'
CRV#36	0+558.00'	0+573.25'	571.830'	15.25'	20.25'	29.28'
CRV#37	0+573.25'	0+588.50'	571.830'	15.25'	20.25'	29.28'
CRV#38	0+588.50'	0+603.75'	571.830'	15.25'	20.25'	29.28'
CRV#39	0+603.75'	0+619.00'	571.830'	15.25'	20.25'	29.28'
CRV#40	0+619.00'	0+634.25'	571.830'	15.25'	20.25'	29.28'
CRV#41	0+634.25'	0+649.50'	571.830'	15.25'	20.25'	29.28'
CRV#42	0+649.50'	0+664.75'	571.830'	15.25'	20.25'	29.28'
CRV#43	0+664.75'	0+680.00'	571.830'	15.25'	20.25'	29.28'
CRV#44	0+680.00'	0+695.25'	571.830'	15.25'	20.25'	29.28'
CRV#45	0+695.25'	0+710.50'	571.830'	15.25'	20.25'	29.28'
CRV#46	0+710.50'	0+725.75'	571.830'	15.25'	20.25'	29.28'
CRV#47	0+725.75'	0+741.00'	571.830'	15.25'	20.25'	29.28'
CRV#48	0+741.00'	0+756.25'	571.830'	15.25'	20.25'	29.28'
CRV#49	0+756.25'	0+771.50'	571.830'	15.25'	20.25'	29.28'
CRV#50	0+771.50'	0+786.75'	571.830'	15.25'	20.25'	29.28'
CRV#51	0+786.75'	0+802.00'	571.830'	15.25'	20.25'	29.28'
CRV#52	0+802.00'	0+817.25'	571.830'	15.25'	20.25'	29.28'
CRV#53	0+817.25'	0+832.50'	571.830'	15.25'	20.25'	29.28'
CRV#54	0+832.50'	0+847.75'	571.830'	15.25'	20.25'	29.28'
CRV#55	0+847.75'	0+863.00'	571.830'	15.25'	20.25'	29.28'
CRV#56	0+863.00'	0+878.25'	571.830'	15.25'	20.25'	29.28'
CRV#57	0+878.25'	0+893.50'	571.830'	15.25'	20.25'	29.28'
CRV#58	0+893.50'	0+908.75'	571.830'	15.25'	20.25'	29.28'
CRV#59	0+908.75'	0+924.00'	571.830'	15.25'	20.25'	29.28'
CRV#60	0+924.00'	0+939.25'	571.830'	15.25'	20.25'	29.28'
CRV#61	0+939.25'	0+954.50'	571.830'	15.25'	20.25'	29.28'
CRV#62	0+954.50'	0+969.75'	571.830'	15.25'	20.25'	29.28'
CRV#63	0+969.75'	0+985.00'	571.830'	15.25'	20.25'	29.28'
CRV#64	0+985.00'	0+1000.25'	571.830'	15.25'	20.25'	29.28'
CRV#65	0+1000.25'	0+1015.50'	571.830'	15.25'	20.25'	29.28'
CRV#66	0+1015.50'	0+1030.75'	571.830'	15.25'	20.25'	29.28'
CRV#67	0+1030.75'	0+1046.00'	571.830'	15.25'	20.25'	29.28'
CRV#68	0+1046.00'	0+1061.25'	571.830'	15.25'	20.25'	29.28'
CRV#69	0+1061.25'	0+1076.50'	571.830'	15.25'	20.25'	29.28'
CRV#70	0+1076.50'	0+1091.75'	571.830'	15.25'	20.25'	29.28'
CRV#71	0+1091.75'	0+1107.00'	571.830'	15.25'	20.25'	29.28'
CRV#72	0+1107.00'	0+1122.25'	571.830'	15.25'	20.25'	29.28'
CRV#73	0+1122.25'	0+1137.50'	571.830'	15.25'	20.25'	29.28'
CRV#74	0+1137.50'	0+1152.75'	571.830'	15.25'	20.25'	29.28'
CRV#75	0+1152.75'	0+1168.00'	571.830'	15.25'	20.25'	29.28'
CRV#76	0+1168.00'	0+1183.25'	571.830'	15.25'	20.25'	29.28'
CRV#77	0+1183.25'	0+1198.50'	571.830'	15.25'	20.25'	29.28'
CRV#78	0+1198.50'	0+1213.75'	571.830'	15.25'	20.25'	29.28'
CRV#79	0+1213.75'	0+1229.00'	571.830'	15.25'	20.25'	29.28'
CRV#80	0+1229.00'	0+1244.25'	571.830'	15.25'	20.25'	29.28'
CRV#81	0+1244.25'	0+1259.50'	571.830'	15.25'	20.25'	29.28'
CRV#82	0+1259.50'	0+1274.75'	571.830'	15.25'	20.25'	29.28'
CRV#83	0+1274.75'	0+1290.00'	571.830'	15.25'	20.25'	29.28'
CRV#84	0+1290.00'	0+1305.25'	571.830'	15.25'	20.25'	29.28'
CRV#85	0+1305.25'	0+1320.50'	571.830'	15.25'	20.25'	29.28'
CRV#86	0+1320.50'	0+1335.75'	571.830'	15.25'	20.25'	29.28'
CRV#87	0+1335.75'	0+1351.00'	571.830'	15.25'	20.25'	29.28'
CRV#88	0+1351.00'	0+1366.25'	571.830'	15.25'	20.25'	29.28'
CRV#89	0+1366.25'	0+1381.50'	571.830'	15.25'	20.25'	29.28'
CRV#90	0+1381.50'	0+1396.75'	571.830'	15.25'	20.25'	29.28'
CRV#91	0+1396.75'	0+1412.00'	571.830'	15.25'	20.25'	29.28'
CRV#92	0+1412.00'	0+1427.25'	571.830'	15.25'	20.25'	29.28'
CRV#93	0+1427.25'	0+1442.50'	571.830'	15.25'	20.25'	29.28'
CRV#94	0+1442.50'	0+1457.75'	571.830'	15.25'	20.25'	29.28'
CRV#95	0+1457.75'	0+1473.00'	571.830'	15.25'	20.25'	29.28'
CRV#96	0+1473.00'	0+1488.25'	571.830'	15.25'	20.25'	29.28'
CRV#97	0+1488.25'	0+1503.50'	571.830'	15.25'	20.25'	29.28'
CRV#98	0+1503.50'	0+1518.75'	571.830'	15.25'	20.25'	29.28'
CRV#99	0+1518.75'	0+1534.00'	571.830'	15.25'	20.25'	29.28'
CRV#100	0+1534.00'	0+1549.25'	571.830'	15.25'	20.25'	29.28'

SILVI
 RIVERSIDE INDUSTRIAL COMPLEX
 BRISTOL, PENNSYLVANIA
 EXISTING RAILROAD INDUSTRIAL SIDING TRACK
 REACTIVATION EXHIBIT PLAN

DESIGNED / DRAWN BY: S. McCORKLE
 ORIGINAL DATE: FEBRUARY 1, 2024

PROJ. MGR.: F. KENNEDY
 DRAWING NO.: 50-23-0151-C4

PROJECT #: 50-23-0151
 SHEET 2 OF 6



#	DATE	REVISION DESCRIPTION	BY
3	8/23/24	NOTES & MISC.	SMM
2	8/22/24	NOTES & MISC.	SMM
1	6/16/24	NOTES & X-ING SIGNALS	SMM

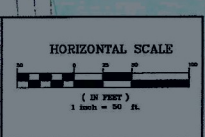





EXHIBIT B

**CERTIFICATE OF COMPLIANCE
AND VERIFICATION**

I, Tim Kurz, hereby certify and declare under penalty of perjury as follows:

1. I am Senior Vice President for Riverside Industrial Complex, Inc. a parent affiliate of Riverside Rail, Inc.
2. I certify that the annual revenues of Riverside Rail, Inc. will not exceed levels that would qualify it for a Class III rail carrier.
3. I have read the foregoing Verified Notice of Exemption and know that the factual information contained herein is true and correct.

Executed: August 23, 2024

A handwritten signature in black ink, appearing to read 'Tim Kurz', is written over a solid horizontal line.

Tim Kurz

Title: Senior Vice President

EXHIBIT C
CAPTION SUMMARY

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

DOCKET NO. FD 36781

**RIVERSIDE RAIL, INC. - OPERATION EXEMPTION – TRACKS OF RIVERSIDE
INDUSTRIAL COMPLEX, INC. – IN BUCKS COUNTY, PENNSYLVANIA**

Pursuant to 49 C.F.R Part 1150, Subpart D, Riverside Rail, Inc. (“Riverside”), has filed a Verified Notice of Exemption (“Notice”) for authority to operate as a Class III carrier over approximately 4,665 feet of railroad track located on a 68-acre industrial site located at 7900 North Radcliffe Street, Bristol, PA 19007 in Bristol Township, Bucks County, Pennsylvania named the Riverside Industrial Complex (“Complex”). The rail track covered by this Notice, which does not have mileposts, is formerly private industry track that has been located on Complex property since at least 1986. Rail service to the Complex ceased in 2006, and Riverside Industrial Complex, Inc. (“Riverside Industrial”), the parent company of Riverside, desires for the existing track to be rehabilitated to enable the resumption of rail service to Riverside Industrial and other shippers presently located in the Complex, as well as shippers locating there in the future. Riverside is acquiring the tracks by long-term lease from Riverside Industrial. Based

upon projected annual revenues Riverside expects to be a Class III rail carrier following consummation of the transaction proposed herein. Riverside will retain the obligations to provide common carrier service over the track but initially rail operations over the tracks will be conducted by Conrail pursuant to a separate agreement with Riverside and the requisite operating authority obtained from the Board.

Comments must be filed with the Board and served on:

Thomas W. Wilcox
Law Office of Thomas W. Wilcox, LLC
1629 K. Street, NW Suite 300
Washington, D.C. 20006
(202) 508-1065
tom@twilcoxlaw.com

The notice is filed under §1150.31. If the notice contains false or misleading information, the exemption is void *ab initio*. Petitions to revoke the exemption under 49 U.S.C. §10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.