

**BEFORE THE  
SURFACE TRANSPORTATION BOARD**

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**DOCKET NO. FD 36794**

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**COLORADO PACIFIC SAN LUIS RAILROAD LLC - ACQUISITION AND  
OPERATION EXEMPTION — SAN LUIS CENTRAL RAILROAD COMPANY**

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**VERIFIED NOTICE OF EXEMPTION**

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The Colorado Pacific San Luis Railroad LLC (“CXSL”), a non-carrier, hereby files this Notice of Exemption pursuant to 49 U.S.C. §10901 and 49 C.F.R. Part 1150, Subpart D (§§1150.31 – 1150.36) to permit CXSL to acquire and operate the track, and to acquire certain other assets of, the San Luis Central Railroad Company (“SLC”), with the track assets described as follows: The SLC’s 13.0 miles of track extending from Sugar Junction (east of Monte Vista, Colorado) connecting at approximately MP 269.0 of the main line of the Colorado Pacific Rio Grande Railroad, LLC (“CXRG”) to the SLC’s track’s endpoint near Center, Colorado (the “Line”).

In support of this Notice of Exemption, CXSL submits the following information as required by 49 C.F.R. § 1150.33:

**(a) Full Name and Address of Applicant**

Colorado Pacific San Luis Railroad LLC  
601 State St  
Alamosa, CO 81101

(b) **Applicant’s Representative**

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](mailto:tom@twilcoxlaw.com)

(c) **Statement of Agreements**

On July 26, 2024, the owners of SLC and Soloviev Investors, LLC (“Soloviev”) executed an Asset Purchase Agreement (“APA”) whereby the railway operating and certain other assets of the SLC are to be sold to Soloviev “or its permitted assignee” upon the closing date. By assignment dated effective July 31, 2024, Soloviev assigned all of its rights in the APA to CXSL.

(d) **Operator of the Property**

Upon this exemption becoming effective CXSL will become the Class III short line railroad operator of the Line and assume all of SLC’s common carrier obligations to service the customers located along the Line. CXSL also anticipates developing new rail-served business along the Line.

(e) **Summary of Proposed Transaction**

Additional information as required by 49 C.F.R. § 1150.33(e) is as follows:

- (1) The name and address of the railroad transferring the subject property is:

San Luis Central Railroad Company  
9501 West Devon Ave., Suite 505  
Rosemont, IL 81144

The closing and consummation of the APA is scheduled to coincide no earlier than the effective date of this Notice (30 days after filing, assuming no stay), and is expected to be contemporaneous with such effective date, or shortly thereafter. Because CXSL and CXRG will be Class III railroads

controlled by the same entity, and the Line connects with the tracks of the CXRG, this Notice of Exemption is being filed contemporaneously with a Verified Petition for Exemption from the provisions of 49 U.S.C. §11323-24 governing the continuance in control of railroads by a single entity. See Docket No. FD 36795, *Stefan Soloviev, Executor Estate of Sheldon H. Solow – Continuance in Control Exemption – Colorado Pacific San Luis Railroad LLC*. Further, if necessary, upon the closing of the APA transaction, the CXSL will be placed in a Voting Trust pending the Board’s disposition of the Petition for Exemption pursuant to the Board’s rules at 49 C.F.R. Part 1013.

(2) The mileposts on the subject property are MP 2.0<sup>1</sup> to 15.0, commencing at MP 269.0 on the tracks of the CXRG at Sugar Junction, Colorado.

(3) Total route miles are 13.0.

(f) **Map of the Subject Lines** - Attached as Exhibit A.

(g) **Certification Concerning Projected Revenues**

CXSL hereby certifies that its projected revenues from this transaction will not exceed \$5 million and will also not result in CXSL becoming a Class II or Class I rail carrier.

(h) **Interchange commitment.**

CXSL certifies that the APA does not create an “interchange commitment” as that term is

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<sup>1</sup> The SLC was constructed in 1913 and the railroad transported potatoes and other agricultural commodities from producers along the Line to interchange with the former Denver and Rio Grande Western Railroad at its MP 269.0 In addition, pursuant to an agreement dated August 11, 1913, DRGW designated approximately 2.0 miles of its track between MP 269.0 and Monte Vista, Colorado as interchange and house tracks over which SLC could move some of its cars. A description of this arrangement is included in 61 Awards, *First Division National Railroad Adjustment Board*, 190 (1944). The SLC appears to have decided to include the two miles of interchange tracks within SLC’s Mileposts, and so its MP 0.0 coincided with MP 267 of the DRGW line, now owned by CXRG.

defined by 49 C.F.R. §1150.33(h).

A caption summary as required by 49 C.F.R. § 1150.34 is attached as Exhibit B to this Notice.

**ENVIRONMENTAL REVIEW**

CXSL's operations will involve no diversion of traffic to motor carriage. Moreover, this transaction will not result in an increase in rail traffic of eight or more trains a day on any segment of the line. CXSL's operations will also not affect a Class I or nonattainment area under the Clean Air Act. Finally, the transportation of ozone depleting materials is not contemplated. Accordingly, an Environmental Assessment is not required pursuant to under 49 C.F.R. §§ 1105.6(c)(1)(i), 1105.7(e)(4), (5).

**HISTORIC REPORTING**

CXSL will utilize the subject rail lines for continued rail operations. Board approval will be required for CXSL to discontinue any service over the Line and there are no plans to dispose of or alter properties subject to Board jurisdiction that are 50 years old or older. Accordingly, no historic report is required pursuant to 49 C.F.R. § 1105.8(b)(1).

Respectfully submitted,



Thomas W. Wilcox  
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Washington, D.C. 20006  
202-508-1065  
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*Attorney for Colorado Pacific San Luis  
Railroad LLC*

August 23, 2024

EXHIBIT A  
MAP

# Center

CO HWY 112

Center MP 15

Ansel MP 11.7

Dunul MP 8.7

Vastine MP 6.7

US HWY 285

Proximity Malt

Monte Vista

Staley Switch  
MP 3.4

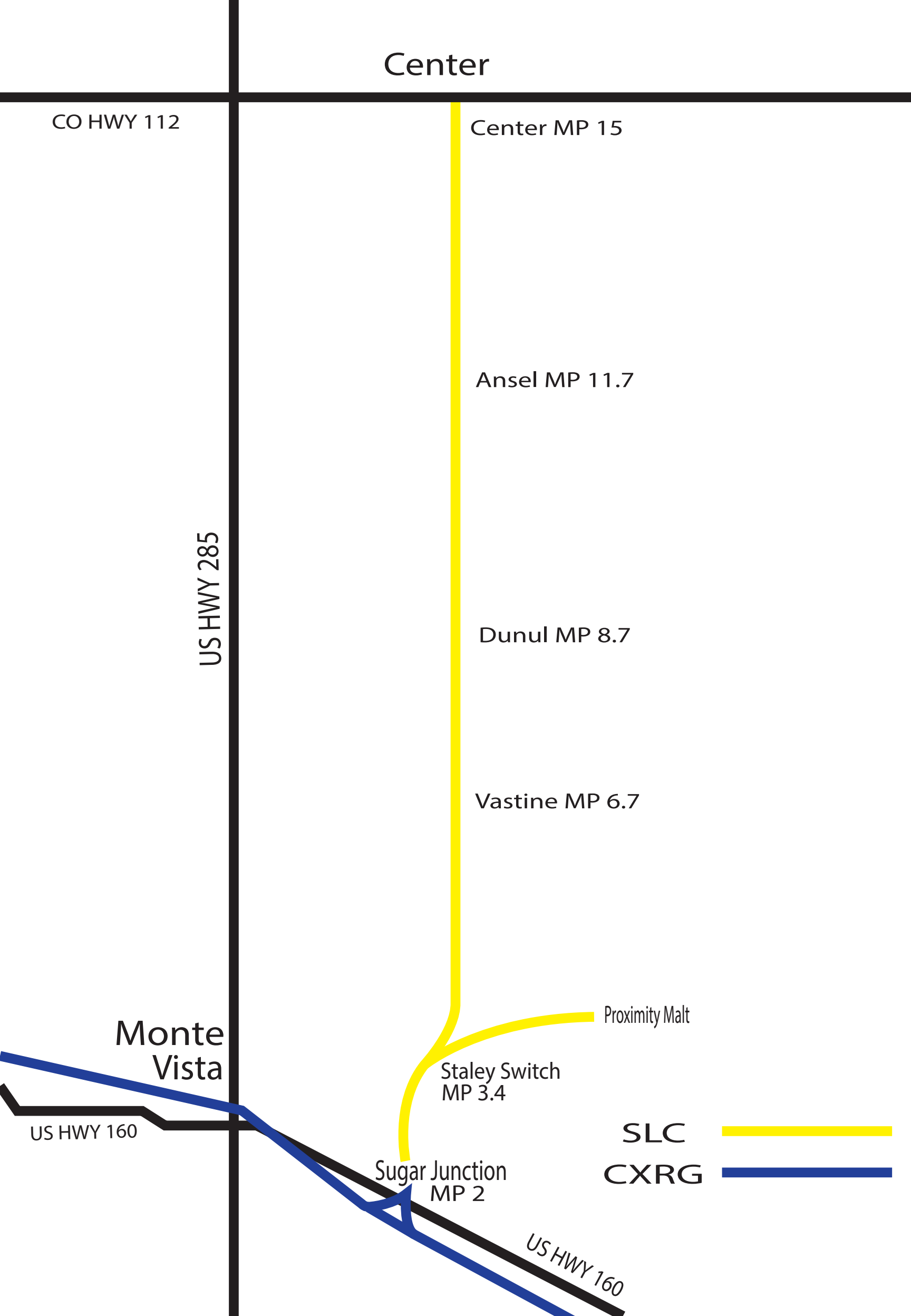
SLC

US HWY 160

CXRG

Sugar Junction  
MP 2

US HWY 160



**EXHIBIT B – CAPTION SUMMARY**

**SURFACE TRANSPORTATION BOARD**

DOCKET NO. FD 36794

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**COLORADO PACIFIC SAN LUIS RAILROAD LLC - ACQUISITION AND OPERATION  
EXEMPTION — SAN LUIS CENTRAL RAILROAD COMPANY**

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Colorado Pacific San Luis Railroad LLC (“CXSL”), a non-carrier, has filed a notice of exemption to acquire and operate the following line of railroad owned by the San Luis Central Railroad Company (“SLC”): from milepost 2.0 at Sugar Junction near Monte Vista, CO to the end of track at milepost 15.0 near Center, CO, such 13.0 miles of tracks comprising of all of SLC’s railroad system and related rail assets. CXSL is the assignee of an Asset Purchase Agreement between the SLC and Soloviev Investors, LLC, whereby the track assets and certain other assets of the SLC are to be sold to Soloviev Investors, LLC or its permitted assignee upon the closing date.

Comments must be filed with the Board and served on CXSL’s representative:

Thomas W. Wilcox  
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202-508-1065  
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This 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.



## VERIFICATION

I, Jason Jones, the Chief Operating Officer of the Colorado Pacific San Luis Railroad LLC, state, under penalty of perjury, that the foregoing is true and correct. Further, I certify that I am qualified and authorized to execute this Verified Statement.

Executed: August 22, 2024

  
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Jason Jones