

BARNES THORNBURG

214206



September 29, 2005

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Suite 700
Washington, D.C. 20423

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RE: STB Docket No. AB-490-1-X, Greenville County Economic Development Corporation, Petition for Exemption for Partial Discontinuance and Partial Abandonment in Greenville County, SC.

Dear Secretary Williams:

Please find enclosed for filing in the above-referenced matter an original and ten copies of The Athens Line LLC's Notice of Intent to File an Offer of Financial Assistance and Notice of Intent to Participate. In addition, two copies of this letter are also enclosed with the request that they be date stamped and returned to me.

Should you have any questions, please do not hesitate to call me.

Very truly yours,

Richard H. Streeter
Counsel for The Athens Line LLC

RHS:rs

cc: William A. Mullins and David Reeves
Attorneys for Greenville County Economic Development Corporation

B. R. Anderson, Sr., President of The Athens Line LLC

214806



Before the
Surface Transportation Board
Washington, D.C. 20423

STB Docket No. AB-490-1-X

Greenville County Economic Development Corporation
Petition for Exemption
For Partial Discontinuance and Partial Abandonment
In Greenville County

Notice of Intent to File an
Offer of Financial Assistance
Notice of Intent to Participate

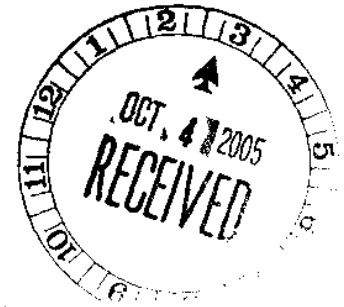
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Richard H. Streeter
Barnes & Thornburg LLP
Suite 900
750 17th Street, N.W.
Washington, D.C. 20006
(202) 408-6933-telephone
(202) 289-1330-fax
richard.streeter@btlaw.com

Dated: September 30, 2005

Before the
Surface Transportation Board
Washington, D.C. 20423

STB Docket No. AB-490-1-X



Greenville County Economic Development Corporation
Petition for Exemption
For Partial Discontinuance and Partial Abandonment
In Greenville County

Notice of Intent to File an
Offer of Financial Assistance and
Notice of Intent to Participate

Comes now The Athens Line LLC ("TAL"), by and through its counsel of record, and gives notice of its intent to file an Offer of Financial Assistance ("OFA") to purchase from Greenville County Economic Development Corporation ("GCEDC") a portion of the line of railroad that extends between MP 0.0 in Greenville, South Carolina, to MP 11.8, in Travelers Rest, South Carolina, in Greenville County. This constitutes a portion of the so-called northern line of railroad that is proposed to be abandoned by GCEDC.

In particular, TAL wishes to purchase approximately 5.4 miles of the line extending from the point of interchange with CSXT at approximate MP 2.1 to MP 7.5, which is believed to be the site of the Paper Cutters facility. TAL notes that there is some confusion regarding the milepost designations due to the renumbering of the subject Mileposts by the Carolina Piedmont Railroad, which was the last carrier to operate the line. It is believed that the new designations are MP 0.0 at the Swamp Rabbit Jct. and MP 5.4 at Paper Cutters.

By copy of this notice, TAL, pursuant to 49 CFR 1152.27(a), hereby requests that GCEDC provide the following to the undersigned:

1. GCEDC's estimate of the net liquidation value of the segment of the line identified above, with supporting data, reflecting available real estate appraisals, assessments of the quality and quantity of track material on the line, and removal cost estimates (including the cost of transporting removed materials to the point of sale or point of storage for relay use).

2. Documentation indicating the extent to which GCEDC has marketable fee title on the line's right-of-way as contrasted to easements or other interests that would revert to others if the line were not being used for railroad purposes. Such documentation of title is deemed necessary to determine whether, and to what extent, the line's real estate should be considered for net liquidation value purposes, pursuant to 49 C.F.R. § 1152.27(a)(3).

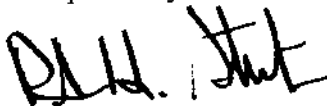
3. Current valuation maps for the line, including any deed indices that appear on accompany maps. Such maps are essential to verification as to the quality of the land included in the sale of the line and are deemed included within the meaning of 49 C.F.R. § 1152.27(a)(3).

4. Any other information deemed relevant to appropriate valuation of the line for purposes of acquisition pursuant to an offer of financial assistance.

In addition, TAL hereby gives notice of its intent to participate in STB Docket No. AB-490-1-X and requests that it be placed on the Board's service list. All correspondence and/or documentation should be directed to:

Richard H. Streeter
Barnes & Thornburg LLP
Suite 900
750 17th Street, N.W.
Washington, D.C. 20006

Respectfully submitted,

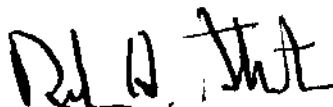


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Barnes & Thornburg LLP
Suite 900
750 17th Street, N.W.
Washington, D.C. 20006
(202) 408-6933-telephone
(202) 289-1330-fax

Certificate of Service

I, Richard H. Streeter, hereby certify that on this 29th day of September, 2005, a copy of the foregoing was served on the following named individuals by fax and via e-mail:

William A. Mullins (wmullins@bakerandmiller.com)
David C. Reeves (d.reeves@bakerandmiller.com)
Baker & Miller
2401 Pennsylvania Ave., N.W.
Suite 300
Washington, D.C. 20037



Richard H. Streeter