

File Copy

BOSTON AND MAINE CORPORATION
IRON HORSE PARK
NORTH BILLERICA, MA 01862-1685
(617) 663-1028 X 1028



December 21, 1983

Joseph W. Fahey, Director of
Administration and Development
Town of Amesbury
Town Hall
Amesbury, Massachusetts 01913

Re: Amesbury Branch

Dear Mr. Fahey:

This will acknowledge receipt of your letter dated
December 16, 1983.

There is nothing further in relation to the interest of
the Town of Amesbury in acquiring the Amesbury Branch since
the order of the bankruptcy court authorizing its abandon-
ment by its Order dated April 29, 1982.

The procedure for acquisition of the line by the Town
of Amesbury has been substantially outlined to you in the
letter dated July 2, 1982 from Paul E. McBride, Assistant
Secretary, Executive Office of Transportation and Construction.
I believe the first step is an offer from the Town of Amesbury
to purchase the Amesbury Branch at a stated price.

I am sending a copy of this letter to Mr. McBride as
well as to Boston and Maine's Edward J. Marrs, Director of
Real Estate and Vincent R. Terrill, Vice President-Engineering-
B&M.

Very truly yours,

Sidney Weinberg

SW/mc

cc: Mr. Edward J. Marrs
Mr. Vincent R. Terrill



Administration and Development

Amesbury

Town Hall, Amesbury, MA 01913
Tel. 388-5511

December 16, 1983


Mr. Sidney Weinberg, Esq.
Boston and Maine Corporation
150 Causeway Street
Boston, Mass. 02114

Dear Mr. Wienberg:

As you may recall the Town of Amesbury had expressed an interest in acquiring the rail bed running into the Town of Amesbury from Salisbury. I am writing to inform you that the Town is still interested in acquiring the property and further, we are developing a capital out lay bond which would include monies for that acquisition. It is therefore important for us to initiate any action which will expedite the acquisition of that property.

I would therefore like to request an update of the status of that acquisition on your level and what future action must be initiated by the Town of Amesbury. If you have any questions, please feel free to contact me at your convenience.

Very truly yours,


Joseph W. Fahey
Director of Administration
and Development

JWF/ddw



The Commonwealth of Massachusetts

Executive Office of Transportation & Construction

One Ashburton Place

Boston, Massachusetts 02108

EDWARD J. KING
GOVERNOR

JAMES F. CARLIN
SECRETARY
AND
MBTA CHAIRMAN

July 2, 1982

Mr. Joseph W. Fahey, Director
Administration and Development
Town Hall
Amesbury, MA 01913

Dear Mr. Fahey:

I have your letter of June 23, 1982 relative to acquisition of the so called Amesbury Branch of the Boston and Maine Corporation by the Town of Amesbury.

Before this Office can exercise its right of first refusal on this line under Section Seven of Chapter 161C of the Massachusetts General Laws, it is necessary for the town to negotiate a purchase price with the railroad. Once this negotiation is completed, the railroad is required to submit its offer of first refusal to this Office together with pertinent data (i.e. description of the line, terms of sale and plan of the line) by registered mail.

Once we receive this material, an expeditious review of the offer will be undertaken and a decision reached within the statutory time period.

It was the recommendation of the Interstate Commerce Commission to the Boston Federal District Court that the abandonment be permitted by means of a Report to the Court dated February 28, 1981.

Judge Murray held a hearing on this line on March 23, 1982 and an order was issued on April 29, 1982 permitting the abandonment.

In the original filing, the railroad estimated the land value of the 5.71 mile line at \$35,000.

Please call me if you have any further questions on this matter.

Very truly yours,

A handwritten signature in cursive script that reads "Paul E. McBride".

Paul E. McBride
Assistant Secretary

cc: Mary Lynn Kiley, EOTC
Sidney Weinberg, B&MRR
Edward Narris, B&MRR



Amesbury

Administration and Development

Town Hall, Amesbury, MA 01913
Tel. 388-5511

June 23, 1982

Mr. Sidney Weinberg, Esq.
Boston and Maine Corporation
150 Causeway Street
Boston, Mass. 02114

Dear Attorney Weinberg:

Please be advised that our review of our records relative to land owned by Boston and Maine Corporation within the Town of Amesbury has revealed that the land in question was placed under tax exemption status as being owned by the M.B.T.A. as of January 1, 1977.

Be further advised that the Town of Amesbury wishes to obtain ownership of that particular property.

As a result the Town of Amesbury in investigating potential back taxes which may be owned on these properties and a notice from us will be forthcoming regarding the status of the investigation. Finally, regardless of the outcome of that investigation, the Town of Amesbury wishes to formally notify your company that we will be requesting from the Department of Transportation the designation as the agency to receive the first offering of that property as per Chapter 161C, Section 7 of the Acts of the Commonwealth of Massachusetts. If you have any questions, please feel free to contact me at your convenience.

Very truly yours,

Joseph W. Fahey
Director of Administration
and Development

JWF/dst
cc: Department of Transportation

6/23/82

Cynthia H. Blaine

g j m...

May 3, 1982

J. F. Adams

In re: U.S. District Court for the District of
Massachusetts - No. 70-250-M - Petition
for Order No. 635 - Abandonment of
Amesbury Branch, Massachusetts

Attached for filing and distribution is the original
copy of the memorandum and order of the Court authorizing
abandonment, dated April 29, 1982.

S. Weinberg

EW/mon
Attachment



Amesbury

Administration and Development

Town Hall, Amesbury, MA 01913

Tel. 388-5511

April 22, 1982

Mr. Sidney Weinberg
Attorney for Trustees
150 Causeway Street
Boston, Mass. 02114

Dear Mr. Weinberg:

The Town of Amesbury is in receipt of your information regarding the abandonment by Boston and Maine Corporation of the Amesbury branch of their operation.

The Town of Amesbury is very interested in this matter and further, if the petition is granted, in the actual disposition of the land. Further, the Town would be interested in the purchase of this land and would appreciate any information as to the exact process which will be used to sell the property.

As to another aspect of the sale of the property I am confused as to how the Boston and Main Corporation can dispose of the property when it is listed on our records as being owned by the Massachusetts Bay Transportation Authority. Perhaps you could shed some light on this matter.

Should you have any questions, please feel free to contact me at your convenience.

Very truly yours,

Joseph W. Fahey
Director of Administration
and Development

JWF/dst

*File Under Amherst SW
Boston, MA*

April 23, 1982

Joseph W. Fahey, Director of
Administration and Development
Amesbury Town Hall
Amesbury, MA 01913

Dear Mr. Fahey:

I am replying to your letter, dated April 22, 1982.

The Amesbury Franch was not included in the deed to the M.B.T.A. and is the property of the Trustees of Boston and Maine Corporation, Dabtor (B&M).

If the petition for abandonment is granted, B&M will comply with any order of the Bankruptcy Court respecting disposition of the property authorized for abandonment as well as any statute restricting sales of abandoned lines of B&M.

I am enclosing a copy of Section 7 of Chapter 161C of the Mass. General Laws. A copy of your letter and this reply will be mailed to Mr. Paul E. McBride, Assistant Secretary, Mass. Executive Office of Transportation and Construction, One Ashburton Place, Boston, MA 02108 (Tel. 727-5162) with whom you may wish to consult regarding designation of the Town of Amesbury under the statute.

Very truly yours,

Sidney Weinberg

SW/mcn
Enclosure

cc: Paul E. McBride, Assistant Secretary
Executive Office of Transportation

lcc: E. J. Manns

BOSTON AND MAINE CORPORATION, DEBTOR
ROBERT W. MESERVE AND BENJAMIN H. LACY, TRUSTEES

CONTRACT BUREAU TRANSMITTAL MEMO

DATE MAY 7 1982

FROM: J. F. Adams
Manager-Agreements & Contracts

TO: Messrs. S. B. Culliford
M. V. Smith
P. W. Carr
W. J. Grabske
V. R. Terrill
J. J. Nee ✓
E. J. Marrs
E. R. Towle
Agent-Portsmouth, N.H.

Attached for your information is copy of numbered document checked below.

CONTRACT # C-450-73

DEED #

CORRESPONDENCE RE CONTRACT #

OPENING NOTICE SENT

4/29/82

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

In the Matter of
BOSTON AND MAINE CORPORATION,
Debtor

No. 70-250-M

MEMORANDUM AND ORDER
on
Trustees' Petition for Authority to Abandon
the Amesbury Branch, Salisbury and Amesbury,
Massachusetts

MURRAY, Senior District Judge

The motion of the Debtor's Trustees for an order authorizing the Trustees, pursuant to Rule 8-512(b) of the Bankruptcy Rules, to abandon a segment of the line of railroad known as the "Amesbury Branch" came on to be heard on March 23, 1982, after the filing of the report of the Interstate Commerce Commission (ICC) pursuant to Section 1170(b) of the Bankruptcy Act (11 U.S.C. § 1170(b)) and after notice of the time and place of the hearing to the persons, agencies and entities specified in 11 U.S.C. § 1170(c). At the hearing, counsel for the Trustees called witnesses and presented evidence, which was not controverted. No objections to the abandonment were raised.

The Amesbury Branch is a line of railroad approximately 3.71 miles in length, extending from milepost 0.0 in the Town of Salisbury to milepost 3.71 in the Town of Amesbury, all in Essex County, Massachusetts.

The Trustees considered the question of abandonment at their meeting on October 30, 1981, upon the report and recommendation of Mr. Dustin, president and chief operating officer of the railroad, which was accepted as evidence by the court in this hearing, and voted unanimously to authorize appropriate applica-

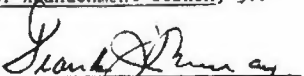
tion for abandonment. The report of the ICC in Finance Docket No. AB-32 (Sub-No. 18) recommended that the court authorize the Trustees to abandon the 3.71 mile line of railroad and stated that the Railway Labor Executives' Association requested that if abandonment is authorized, the employee protection provisions in Oregon Short Line RR Co.-Abandonment-Goshen, 360 ICC 91 (1979), be imposed.

The evidence offered at the hearing established that 1) the line has not been used for traffic since 1976-77; 2) former customers who were located on the line have relocated or have switched to alternative modes of freight delivery and shipment; 3) there are currently no active customers on the line and there is no prospect of any locating there; 4) the line is in poor condition, below FRA Class I standards; 5) the cost of rehabilitating the line up to Class I standards is estimated at \$ 146,235; 6) the estimated net salvage value of the track is \$ 100,918; 7) the estimated value of the land is \$ 35,000; several parties have expressed interest in purchasing parcels of abutting land, but no offers have been received yet.

After considering the evidence, the court is satisfied that abandonment of the 3.71 mile line is in the best interest of the estate of the Debtor, in the public interest and not in derogation of the goal of ultimate reorganization of the Debtor. Accordingly, it is hereby

ORDERED:

1. That the Trustees are authorized to abandon the segment of the Amesbury Branch approximately 3.71 miles in length between milepost 0.0 in the Town of Salisbury to milepost 3.71 in the Town of Amesbury, in Essex County, Massachusetts.
2. That the Trustees are authorized to utilize elsewhere on the Debtor's railroad system, and to sell or otherwise dispose of, such materials as may be recovered from the abandoned line.
3. That upon the abandonment of the line hereby authorized, the Trustees shall observe the conditions concerning employee protection set forth in Oregon Short Line RR Co.-Abandonment-Goshen, 360 ICC 91 (1979).


Senior District Judge

Dated April 29, 1982

BOSTON AND MAINE CORPORATION - DEBTOR
150 CAUSEWAY STREET
BOSTON, MASSACHUSETTS 02114
Telephone: 227-6000



ROBERT W. MESERVE
BENJAMIN H. LACY
TRUSTEES

JOHN J. NEE
Vice President and General Counsel

JOHN E. O'KEEFE
SIDNEY WEINBERG
Attorneys

March 10, 1982

To Intervenors and Interested Parties

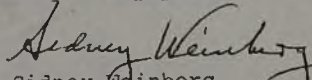
- Re: U. S. District Court for the District of
Massachusetts - No. 70-250-M - In the
Matter of Boston and Maine Corporation, Debtor
- (1) Petition for Order No. 634, Abandonment and
Discontinuance of operations, segment of
Portland Main Line East Route, NH and MA
 - (2) Petition for Order No. 635, Abandonment,
Amesbury Branch, Massachusetts

Gentlemen:

Enclosed herein are copies of the petitions, including
"Appendix A" thereto (reports of the Interstate Commerce
Commission) and the orders of notice of hearing in both of
the above-captioned matters setting hearings thereon for
Tuesday, March 23, 1982 at 11:00 a.m. before the Court at
the John W. McCormack Postoffice and Courthouse Building,
Post Office Square, Boston, MA.

If there are any questions concerning the foregoing
notice, kindly feel free to communicate with the
undersigned.

Very truly yours,


Sidney Weinberg
Attorney for Trustees
150 Causeway Street
Boston, MA 02114
(617) 227-6000

SW/mon
Enclosures

DISTRICT COURT OF THE UNITED STATES
FOR THE DISTRICT OF MASSACHUSETTS

In Proceedings for the Reorganization of a Railroad

.....

In the Matter of .

BOSTON AND MAINE CORPORATION . No. 70-250-M

Debtor .

.....

CERTIFICATE OF SERVICE OF ORDER OF NOTICE

I, Sidney Weinberg, Attorney for the Trustees, hereby certify that, pursuant to order of notice entered on March 9, 1982, I gave notice as therein directed of a hearing to be held on March 23, 1982, at 11:00 a.m., in the Court, John W. McCormack Post Office and Courthouse Building, Post Office Square, Boston, Massachusetts, upon the petition of Robert W. Meserve and Benjamin H. Lacy, Trustees in Reorganization of the property of the Debtor, for authority to abandon the Amesbury Branch, MA, as more particularly described in said petition, by mailing copies of the Order of Notice, the within petition including Appendix "A" thereto and the report of the Interstate Commerce Commission thereon to the Interstate Commerce Commission, the U. S. Secretary of Transportation, all parties in interest in these proceedings or their counsel, and any affected shipper or community by regular mail, postage prepaid, on March 11, 1982. A list of

said parties and/or counsel of record is attached hereto and identified as Appendix "A".

Attorney for Trustees in
Reorganization of Boston and
Maine Corporation, Debtor

John J. Coffey, Esquire
Executive Office of Transp.
One Ashburton Place
Boston, MA 02108

John T. Collins, Esquire
One Beacon Street
Boston, MA 02108

Joseph H. B. Edwards, Esquire
100 Federal Street
Boston, MA 02110

Clifford Elkins, Esquire
N.Y. State Dept. of Transp.
1220 Washington Ave., Bldg. 5
Albany, N. Y. 12226

Chester H. Lopez, Jr., Esquire
11 Concord Street
Nashua, New Hampshire 03060

Hirsh Freed, Esquire
One Federal Street
Boston, MA 02110

Paul B. Galvani, Esquire
225 Franklin Street
Boston, MA 02110

Michael Haley, Esquire
FRA - Dept. of Transportation
400 Seventh Street, S.W.
Washington, D.C. 20591

Hon. Edward F. Harrington
U. S. Attorney - Mass.
1107 Post Office - Courthouse
Boston, MA 02109

Carl Helmetag, Esquire
Penn Central Transportation
1700 Market St., Suite 3100
Philadelphia, PA 19103

Edward J. Hickey, Jr., Esquire
Suite 400
1125 Fifteenth Street, N.W.
Washington, D. C. 20005

Joseph H.D. Hinkley, Esquire
One Beacon Street
Boston, MA 02108

W. Charles Hogg, Jr., Esquire
1818 Market Street (32nd Floor)
Philadelphia, PA 19103

Bangor & Aroostook Railroad Co.
Northern Maine Junction Park
RR 2
Bangor, Maine 04410

George H. Kleinberger, Esquire
Delaware & Hudson Railway
40 Beaver Street
Albany, N.Y. 12207

Alan L. Lefkowitz, Esquire
One Federal Street
Boston, MA 02110

Stanley Poster
One State Street
Boston, Massachusetts 02109

George W. McLaughlin, Esquire
for Canadian Pacific Railroad
19 Milk Street
Boston, MA 02109

Thomas F. Patton and
Ralph S. Tyler, Jr., Trustees
Erie Lackawanna Railway
Midland Building
Cleveland, Ohio 44115

William P. Quinn, Esquire
1800 Penn Mutual Tower
510 Walnut Street
Philadelphia, PA 19106

Herbert M. Rafner, Esquire
Lehigh Valley Railway Co.
415 Brighton Street
Bethlehem, PA 18015

Scott Scully, Esquire
Maine Central Railroad
232 St. John Street
Portland, Maine 04102

Hon. Gregory H. Smith
Attorney General for N.H.
State House
Concord, N.H. 03301

Donald J. Staples
92 Bossee Avenue
Manchester, N.H. 03103

Donald M. Tolmie
Norfolk & Western Railroad
Eight North Jefferson Street
Roanoke, Virginia

Lewis H. Weinstein, Esquire
Ten Post Office Square
Boston, MA 02109

Robert I. Tatel, Esquire
11 Beacon Street
Boston, MA 02108

Robert B. Field, Jr., Esquire
11 Concord Street
Nashua, NH 03060

James D. St. Clair, Esq.
60 State Street
Boston, MA 02109

Jane A. Restani, Esquire
Department of Justice
550 Eleventh St., N.W.
(Room 1238)
Washington, D.C. 20530

Robert W. Anestis, Esquire
1500 Oliver Building
Pittsburgh, PA 15222

James E. Howard, Esquire
1429 Walnut Street
Philadelphia, PA 19102

Norman A. Bikales, Esquire
100 Federal Street
Boston, MA 02110

Benjamin H. Lacy, Esquire
Hill & Barlow
225 Franklin Street
Boston, MA 02110

Robert W. Meserve, Esquire
Palmer & Dodge
One Beacon Street
Boston, MA 02108

Thomas R. Kiley, Esquire
Asst. Attorney General
State House - Room 373
Boston, MA 02133

Hon. Geraldine R. Keyes
Interstate Commerce Commission
Room 7314-I.C.C. Building
12th St. & Constitution Avenue
Washington, D.C. 20423

Robert M. Gargill, Esquire
60 State Street
Boston, Massachusetts 02109

John W. Rowe, Esquire
Isham, Lincoln & Beale
One First National Plaza
Chicago, Illinois 60603

S. McMurtrie, Jr., V.P.
Corporate Trust Division
First National Bank-Boston
Post Office Box 1897
Boston, Massachusetts 02105

Agatha L. Mergenovich, Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Andrew L. Lewis, U. S. Secretary
of Transportation
Department of Transportation
400 Seventh Avenue, S.W.
Washington, D.C. 20590

Hon. Edward J. King
Executive Office
State House
Boston, MA 02133

Doris R. Pote, Chairman
Department of Public Utilities
100 Cambridge Street
Boston, MA 02202

James F. Carlin, Secretary
Executive Office of Transportation
and Construction
McCormack Building - 16th Floor
Boston, MA 02108

Paul E. McBride, Assistant Secretary
Executive Office of Transportation
and Construction
One Ashburton Place
Boston, MA 02108

James J. Kennedy, Jr., Executive Secretary
Railway Labor Executives Association
Railway Labor Building
400 1st Street, N.W.
Washington, D.C. 20001

Board of Selectmen
Town of Salisbury
Town Hall
Salisbury, MA 01950

Board of Selectmen
Town of Amesbury
Amesbury, MA 01913

3/9/82

DISTRICT COURT OF THE UNITED STATES
FOR THE DISTRICT OF MASSACHUSETTS

In the Matter of

BOSTON AND MAINE CORPORATION,
Debtor

No. 70-250-M

ORDER OF NOTICE RELATIVE
TO PETITION FOR ORDER 635

The verified petition of the Trustees of the Debtor's property for authority to abandon the line of railroad known as the Amesbury Branch, approximately 3.71 miles in length extending from milepost 0.0 in the town of Salisbury to milepost 3.71 in the town of Amesbury, all in Essex County, Massachusetts having been filed herein and verified affidavits in support of the petition having been filed herein and the court having received the report of the Interstate Commerce Commission on the petition, decided February 23, 1982, pursuant to the provisions of Section 1170 (b) of the Bankruptcy Act, 11 U.S.C. §1170 (b), it is

ORDERED:

1. That the Trustees shall give notice to all parties in interest that the court has set March 23, 1982 at 11 A.M. as the return day and hearing date of this petition.
2. Said notice shall be given by mailing copies of this Order, the said petition and said report of the Interstate Commerce

3832

Commission to the Interstate Commerce Commission, the U.S. Secretary of Transportation, all parties in interest in these proceedings or their counsel and any affected shipper or community by regular mail, postage prepaid at least ten (10) days prior to said return day.

3. Any party objecting to the allowance of said petition or any part thereof, shall show cause why the petition should not be granted by filing with the Clerk of the Court his objections in writing not less than seventy-two (72) hours prior to said return day. (When the return day is on a Monday or a Tuesday the written objections shall be filed not later than 5:00 P.M. on the Thursday preceding). If the party opposing this petition seeks to contest an issue of fact material to the petition, he shall do so by affidavits in compliance with Fed. R. Civ. P. 6 (e) and (f) made applicable to these proceedings by Bankruptcy rule 756. If the party opposing the petition seeks to argue that the petition should be denied as a matter of law, he shall set forth his legal argument in a short memorandum containing the law upon which he relies.

5. If there is no opposition to this petition as to an issue material fact then the court shall reserve the matter and take under advisement.

Stanley J. ...
Senior District Judge

dated: March 9, 1982

I hereby attest and certify on 3-10-82, that the foregoing document is a full, true and correct copy of the original on file in my office, and in my legal custody.

BY: *R. B. ...*
CLERK OF U.S. DISTRICT COURT
DISTRICT OF ...

File Copy

March 2, 1982

- A. G. Dustin
- W. J. Rennie
- V. R. Terrill
- M. V. Smith
- P. W. Carr
- S. B. Culliford
- E. J. Marrs
- B. E. Rice

- In re: (1) ICC No. AB-32 (Sub No. 17)
 Abandonment and discontinuance
 of operations, Segment Portland
 Main Line East Route, Newburyport,
 MA to Seabrook, NH
- (2) ICC No. AB-32 (Sub No. 18)
Abandonment, Amesbury Branch, MA

Attached copies of Commission's decisions in above-captioned matters, decided February 23, 1982, served February 25, 1982, recommending to the Bankruptcy Court authorization for abandonment and discontinuance of operations.

S. Weinberg

SW/mon
 Attachment

INTERSTATE COMMERCE COMMISSION

SERVICE DATE

REPORT

FEB 25 1982

Docket No. AB-32 (Sub-No. 17)

ROBERT W. MESERVE AND BENJAMIN H. LACY
TRUSTEES OF THE BOSTON AND MAINE CORPORATION - ABANDONMENT AND
DISCONTINUANCE (PORTION) - PORTLAND MAIN LINE EAST ROUTE

Docket No. AB-32 (Sub-No. 18)

ROBERT W. MESERVE AND BENJAMIN H. LACY
TRUSTEES OF THE BOSTON AND MAINE CORPORATION - ABANDONMENT -
AMESBURY BRANCH

Decided: February 23, 1982

The Trustees of the Boston and Maine Corporation (B&M) filed these proposals (1) to abandon a segment of its Portland Main Line East Route (Portland Route) extending approximately 1.26 miles between Milepost B41.44 and Milepost B42.70 in the Town of Seabrook, Rockingham County, NH and to discontinue service over an adjoining segment of the Portland Route extending approximately 3.94 miles between Milepost B41.44 in the Town of Salisbury, MA, and Milepost B37.50 in the Town of Newburyport, Essex County, MA^{1/} and (2) to abandon its Amesbury Branch extending approximately 3.71 miles between Milepost 0.0 in the Town of Salisbury (where it connects with the Portland Route) and Milepost 3.71 in the Town of Amesbury, Essex County, MA.

These proposals are governed by the Milwaukee Railroad Restructuring Act, 45 U.S.C. 900 et. seq. (MRR). The B&M's Reorganization Court directed us to report pursuant to 11 U.S.C. 1170(b) on these proposals by March 1, 1982. In compliance with the Court's directives, we submit this report recommending that the Court authorize the abandonments.

B&M's applications are being handled under our procedures in Sub-Part F of 49 CFR 1121, promulgated in Ex Parte No. 274 (Sub-No. 4), Abandonment Procedures for Bankrupt Railroads, 360 I.C.C. 615 (1979). Under these procedures, B&M is not required to prefile a system diagram map or comply with publishing and posting requirements. B&M certified that it served copies of the applications on appropriate State officials and agencies. B&M is not required to file environmental information because Section 19 of MRR exempts B&M abandonments from the National Environmental Policy Act.

Under 11 U.S.C. 1170(a), the Court may authorize these abandonments if they are determined to be in the best interest of B&M's estate or essential for the formation of a reorganization plan, and if they are found not to unduly or adversely affect the public interest.

^{1/} The segment of the Portland Route in Massachusetts is owned by The Massachusetts Bay Transportation Authority. B&M operates the

PUBLIC INTEREST

We believe abandonment of these lines is consistent with the public interest. B&M has performed no operations over the 5.20 mile portion of the Portland Route for the past 5 years because there has been no demand for service. The line is below minimum Federal Railroad Administration (FRA) Class I standards. B&M's cost to rehabilitate the line to meet FRA Class I standards is estimated to be \$1,213,326.

The Massachusetts Department of Public Works supports B&M's proposal to discontinue operations over the Portland Route at Salisbury, MA. Discontinuance by B&M would enable the Department to avoid an estimated \$1.5 million for rehabilitation and maintenance expenses for two highway bridges at Salisbury.

The Amesbury Branch has not been operated by B&M for the past 5 years. The line is below minimum FRA Class I standards and has been embargoed since November, 1980. B&M's cost to restore the line to FRA Class I operating condition is estimated to be \$146,235.

BENEFITS TO ESTATE

Abandonment of these lines would benefit B&M's estate. B&M would no longer be obligated to incur expenses for maintenance and rehabilitation of these lines. It would also be able to reinvest the \$160,182 assets it has tied up in the lines in its reorganized system or use the assets to pay the debts.

LABOR PROTECTION

The only objection to the abandonment proposals has been submitted by the Railroad Labor Executives' Association (RLEA). RLEA requests that if abandonments are authorized, we should impose the employee protective conditions in Oregon Short Line R. Co. - Abandonment - Goshen, 360 I.C.C. 91 (1979), with modifications. The MRR authorizes the court, rather than this Commission, to impose appropriate employee protective conditions should it authorize the abandonments. Thus, we need not address this matter further.

CONCLUSION

We recommend that the Court authorize B&M to abandon and discontinue service over the above-described portions of the Portland Route and to abandon its Amesbury Branch. These lines do not conform with the minimum FRA Class I standards. To restore service, B&M would have to invest \$1,359,561 to rehabilitate these lines. Since these lines do not generate revenue for B&M at present, any investment for rehabilitation is not warranted. No shipper has objected to these proposals, indicating that any adverse effect would be minimal.

Abandonment of these lines would also benefit B&M's estate by enabling it to reinvest its assets more productively elsewhere.

RECOMMENDATIONS

1. We recommend that the Court authorize B&M's Trustees to abandon and discontinue service over the above-described segments of its Portland Route and to abandon its Amesbury Branch.

2. If a financially responsible person offers to acquire any portion of these lines for the continuation of rail service by the date the Court considers the abandonment petitions, the Court should postpone the effective date of the abandonment for a reasonable time to permit negotiations.

3. The Court should require B&M's Trustees to keep intact the track and facilities of those portions of the lines subject to an offer of purchase for continuation of rail service. B&M's trustees should be authorized to dispose of portions of the lines not subject to offer to purchase for a continuation of rail service.

By the Commission, Chairman Taylor, Vice-Chairman Gilliam, Commissioners Gresham, Clapp, and Sterrett.

Agatha L. Mergenovich
Secretary

(SEAL)



RAILWAY LABOR EXECUTIVES' ASSOCIATION

RAILWAY LABOR BUILDING, 100 1ST ST. N.W. WASHINGTON, D.C. 20004

January 8, 1982

RECEIVED

JAN 11 1982

LAW DEPT.

Ms. Agatha L. Mergenovich, Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Ms. Mergenovich:

Please refer to application filed by Boston and Maine Corporation for authority to abandon 3.71 miles of its line of railroad, identified by the I.C.C. as Docket No. AB-32, Sub. 18F. This letter is to be deemed as protest pursuant to Section 10904 (b) of the Interstate Commerce Act as amended, 49 U.S.C. 10904 (b).

Upon investigation we find that the application, if granted, may well have an adverse effect on the employes of the applicant, as well as employes of other railroad carriers affected. Therefore, the Railway Labor Executives' Association, representing all of the standard railway labor organizations representing practically all of the several classes of employes, enters its protest in opposition to approval of this application and prays that the application will be denied. RLEA also respectfully requests the I.C.C. to conduct an investigation and hold oral hearings in connection therewith and that it be served with all notices, orders and pleadings including notice of hearings which may subsequently be arranged.

Should the Commission determine to approve the pending application, it is requested that the Commission impose conditions for the protection of employes as set forth in Oregon Short Line RR. - Abandonment, 360 I.C.C. 41 (1979), and as RLEA has requested in Norfolk & Western Railway - Package Rights, Finance Docket No. 28387, those conditions should be modified so as to conform to the requirements of 49 U.S.C. Sections 10903(b)(2) and 11347.

Very truly yours,

J. J. Nee
Vice President and General Counsel
Boston and Maine Corporation
150 Causeway Street
Boston, Massachusetts 02114

J. J. Kennedy, Jr.
James J. Kennedy, Jr.
Executive Secretary

cc: Chief Executives - RLEA
Nat'l. Legis. Reps.,

Subscribed and sworn to before me this 8th day of January, 1982

Notary Walter L. Stimpson

My Commission Expires December 30, 1982

12/30/81

ORDER 635

DISTRICT COURT OF THE UNITED STATES
FOR THE DISTRICT OF MASSACHUSETTS

In Proceedings for the Reorganization of a Railroad

.....

In the Matter of .

BOSTON AND MAINE CORPORATION . No. 70-280-M

Debtor .

.....

ORDER FIXING A TIME FOR THE REPORT
OF THE INTERSTATE COMMERCE COMMISSION

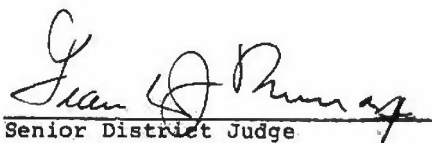
The petition of the Trustees of the Debtors' property for authority to abandon a line of railroad known as the Amesbury Branch, so-called, approximately 3.71 miles in length, extending from Milepost 0.0 in the Town of Salisbury to Milepost 3.71 in the Town of Amesbury, all in Essex County, Massachusetts, having been filed herein, together with a copy of an application to the Interstate Commerce Commission (Commission) for a report to this Court recommending its authorization for such abandonment (Appendix "A" of said petition), the original of which has been filed with the Commission under Docket No. AB-32 (Sub No. 18F), all pursuant to the provisions of the Bankruptcy Act, 11 USC 1170 and the Commission's Rules of Practice relevant thereto contained in Part 1121.60 to 1121.63, inclusive of the Code of Federal Regulations, it is

ORDERED:

1. That the Commission shall report to this Court within sixty (60) days of the date of this Order on its

3726

decision on the application of the Trustees for a report to
this Court recommending authorization for abandonment of the
Amesbury Branch filed with the Commission in AB-32 (Sub No. 18F).


Senior District Judge

Dated:

Dec. 30, 1981

December 23, 1961

Peter Skarmas, Director of Judicial Operations
U. S. District Court for the District of Massachusetts
1525 Courthouse and Post Office Building
Post Office Square
Boston, Massachusetts 02109

Re: Petition for Order No. 635

Dear Mr. Skarmas:

Enclosed for filing in the above-captioned matter are the original and two (2) copies of the above-captioned petition, together with the original and two (2) copies of a proposed form of order fixing the time for the report of the Interstate Commerce Commission to the Court thereon.

Very truly yours,

Sidney Weinberg

SW/mon
Enclosures

DISTRICT COURT OF THE UNITED STATES
FOR THE DISTRICT OF MASSACHUSETTS

In Proceedings for the Reorganization of a Railroad

.....
In the Matter of
BOSTON AND MAINE CORPORATION No. 70-250-M
Debtor

PETITION OF TRUSTEES FOR AUTHORITY TO ABANDON
THE AMESBURY BRANCH, SALISBURY AND AMESBURY, MASSACHUSETTS

Now come the Trustees and respectfully represent as follows:

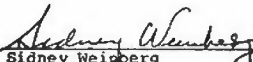
1. Included in the property of the Debtor is a line of railroad known as the Amesbury Branch, approximately 3.71 miles in length, extending from milepost 0.0 in the Town of Salisbury to milepost 3.71 in the Town of Amesbury, all in Essex County, Massachusetts ("The Line").
2. The Trustees have considered the interest of the Debtor's estate and of ultimate reorganization and the affect of abandonment of the line on the public interest, and have determined that the line should be abandoned in the interest of the Debtor's estate and of ultimate reorganization, and that such abandonment will not unduly adversely affect the public interest.

WHEREFORE, your petitioners pray that:

1. Pursuant to the provisions of Section 1170(b) of the Bankruptcy Act (11 U.S.C. 1170(b)), the Court fix a time within which the Interstate Commerce Commission (Commission) shall report to the Court on the application for abandonment of the line filed by the Trustees with the Commission and docketed as AB-32 (Sub No. 18F), a copy of which is filed herewith, marked "Appendix A".
2. After receiving the report of the Commission, or expiration of the time fixed by it for the receipt of such report whichever first occurs, the Court, pursuant to the provisions of Section 1170(c) of the Bankruptcy Act (11 U.S.C. 1170(c)) issue notice of hearing on the within petition to the Commission, the Secretary of Transportation, The Trustees, any party in interest that has requested notice, any affected shipper or community and any other entity prescribed by the Court.
3. After such hearing, pursuant to the provisions of Section 1170(c) of the Bankruptcy Act (11 U.S.C. 1170(c)), the Court enter an order herein.
 - (a) authorizing the Trustees to abandon a line of railroad known as the Amesbury Branch, approximately 3.71 miles in length, extending from Milepost 0.0 in the Town of Salisbury to Milepost 3.71 in the Town of Amesbury, all in Essex County, Massachusetts.

- (b) authorizing the Trustees, after salvaging such material as may profitably be recovered from said line of railroad and subject to the limitations of other Orders entered herein, to sell or otherwise dispose of said line of railroad.
- (c) authorizing the Trustees to take such other steps as may be necessary and proper to accomplish the foregoing.

Robert W. Meserve and Benjamin H. Lacy, as Trustees of the Property of Boston and Maine Corporation, Debtor


Sidney Weinberg
150 Causeway Street
Boston, Massachusetts 02114
Tel: (617) 227-6000

Dated: December 23, 1981

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss.

Boston, Massachusetts
December 23, 1981

Before me, personally appeared Sidney Weinberg, who made oath that the facts stated in the foregoing petition are true.


Matthew A. Chief
Notary Public

My Commission Expires:

September 7, 1984

DISTRICT COURT OF THE UNITED STATES
FOR THE DISTRICT OF MASSACHUSETTS

In Proceedings for the Reorganization of a Railroad

.....
In the Matter of .
BOSTON AND MAINE CORPORATION . No. 70-250-M
Debtor .
.....

ORDER FIXING A TIME FOR THE REPORT
OF THE INTERSTATE COMMERCE COMMISSION

The petition of the Trustees of the Debtors' property for authority to abandon a line of railroad known as the Amesbury Branch, so-called approximately 3.71 miles in length, extending from Milepost 0.0 in the Town of Salisbury to Milepost 3.71 in the Town of Amesbury, all in Essex County, Massachusetts, having been filed herein, together with a copy of an application to the Interstate Commerce Commission (Commission) for a report to this Court recommending its authorization for such abandonment (Appendix "A" of said petition), the original of which has been filed with the Commission under Docket No. AB-32 (Sub No. 18F), all pursuant to the provisions of the Bankruptcy Act, 11 USC 1170 and the Commission's Rules of Practice relevant thereto contained in Part 1121.60 to 1121.63, inclusive of the Code of Federal Regulations, it is

ORDERED:

1. That the Commission shall report to this Court within sixty (60) days of the date of this Order on its

decision on the application of the Trustees for a report to this Court recommending authorization for abandonment of the Amesbury Branch filed with the Commission in AB-32 (Sub No. 18F).

Senior District Judge

Dated:

● **SENDER:** Complete items 1, 2, and 3.
Add your address in the "RETURN TO" space on reverse.

1. The following service is requested (check one.)

- Show to whom and date delivered.
- Show to whom, date and address of delivery.
- RESTRICTED DELIVERY**
Show to whom and date delivered.
- RESTRICTED DELIVERY.**
Show to whom, date, and address of delivery.

(CONSULT POSTMASTER FOR FEES)

2. **ARTICLE ADDRESSED TO:**

*Hon. Edward D. King
State House
Boston MA 02133*

3. **ARTICLE DESCRIPTION:**

REGISTERED NO. | CERTIFIED NO. | INSURED NO.

691688

(Always obtain signature of addressee or agent)

I have received the article described above.

SIGNATURE Addressee Authorized agent

Howard D. Carley

DATE OF DELIVERY
DEC 29 1981

POSTMARK

4. **ADDRESS** (Complete only if requested)

5. **UNABLE TO DELIVER BECAUSE:**

CLERK'S INITIALS

UNITED STATES POSTAL SERVICE

OFFICIAL BUSINESS

SENDER INSTRUCTIONS

Print your name, address, and ZIP Code in the space below.

- Complete items 1, 2, and 3 on the reverse.
- Attach to front of article if space permits, otherwise affix to back of article.
- Endorse article "Return Receipt Requested" adjacent to number.

PENALTY FOR PRIVATE
USE TO AVOID PAYMENT
OF POSTAGE. \$300



Re: Abandonment of
Amesbury Branch

RETURN
TO



Sidney Weinberg, Agent
Boston & Maine Corporation, Dept. 100
(Name of Sender)

150 Causeway Street
(Street or P.O. Box)

Boston, MA 02114
(City, State, and ZIP Code)

December 23, 1981

Agatha L. Mergenovich, Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: Docket No. AB-32 (Sub No. 18P)
In the Matter of the Application of Boston
and Maine Corporation, Debtor, for a report
to its Bankruptcy Court recommending
authorization for abandonment of the
Amesbury Branch in the Towns of Salisbury
and Amesbury, Massachusetts

Dear Mrs. Mergenovich:

Enclosed for filing in the above-captioned matter,
please find the original and six (6) copies of the above-
captioned application, together with Boston and Maine
Corporation check No. 6641 in the amount of \$700.00 for the
filing fee therefor.

Sincerely,

RECEIPT FOR CERTIFIED MAIL—30¢ (plus postage) *by Weinberg*

SENT TO <i>Hon.</i> <i>Edward J. King</i>	POSTMARK OR DATE
STREET AND NO.	<i>12/23/81</i>
P.O., STATE AND ZIP CODE	
OPTIONAL SERVICES FOR ADDITIONAL FEES	
RETURN RECEIPT SERVICES	1. Shows to whom and date delivered 15¢ With delivery to addressee only 65¢
	2. Shows to whom, date and where delivered 35¢ With delivery to addressee only 85¢
DELIVER TO ADDRESSEE ONLY	80¢
SPECIAL DELIVERY (extra fee required)	

PS Form 3800
Apr. 1971

NO INSURANCE COVERAGE PROVIDED—
NOT FOR INTERNATIONAL MAIL

(See other side)
E PMS 1970-23

No. 691688

10/27/81

BEFORE THE
INTERSTATE COMMERCE COMMISSION

IN THE MATTER OF THE APPLICATION)
OF BOSTON AND MAINE CORPORATION, DEBTOR)
for a report to its Bankruptcy Court)
recommending authorization for abandonment) Docket No. AB-32
of the Amesbury Branch, approximately) (Sub No. 18F)
3.71 miles in length, all in the Towns of)
Salisbury and Amesbury, Essex County,)
Massachusetts)

APPLICATION

Applicant, Boston and Maine Corporation, Debtor (Robert W. Meserve and Benjamin H. Lacy, Trustees) (B&M), pursuant to the provisions of Section 1170 of the Bankruptcy Act 11 U.S.C. 1170, hereby applies for a report to its Bankruptcy Court, the U.S. District Court for the District of Massachusetts [See In the Matter of Boston and Maine Corporation, Debtor, No. 70-250-M] recommending authorization for the abandonment of a line of railroad, the Amesbury Branch, so-called approximately 3.71 miles in length, extending from Milepost 0.0 in the Town of Salisbury to Milepost 3.71 in the Town of Amesbury, all in Essex County, Massachusetts (The line). In support of its application, B&M hereby states the following:

ABANDONMENT APPLICATION INFORMATION, BANKRUPT RAILROADS
49 C.F.R. PART 1121.61

1121.61(a) GENERAL

1) Q. What is the exact name of applicant?

A. Robert W. Meserve and Benjamin H. Lacy, Trustees of the Property of Boston and Maine Corporation, Debtor [See In the Matter of Boston and Maine Corporation, Debtor, U. S. District Court for the District of Massachusetts, No. 70-250-M].

2) Q. Is applicant a common carrier by railroad subject to the Interstate Commerce Act?

A. Yes.

3) Q. Is the carrier which owns or operates the line of railroad to be abandoned or over which service is to be discontinued a part of any railroad system?

A. No.

4) Q. What is the relief sought?

A. B&M applies herewith for findings and a report to the U. S. District Court for the District of Massachusetts, the "Bankruptcy Court", in In the Matter of Boston and Maine Corporation, Debtor, No. 70-250-M, recommending approval of B&M's petition for authority to abandon the line, filed with the Bankruptcy Court on the date of the within application and numbered as Petition for Order No. 635 all pursuant to the provisions of the Bankruptcy Act, 11 U.S.C. 1170(b) and (c) and the Commission's Rules of Practice relevant thereto contained in Part 1121.60-63, inclusive, of the Code of Federal Regulations (49 C.F.R. 1121.60-63).

5) Q. Detailed map of the subject line.

A. A detailed map of the line is attached hereto as Exhibit 1 and incorporated herein.

6) Q. Detailed statement of reasons for filing application.

- A. No rail freight has operated over the line for at least the past five years. No passenger operations have been conducted since 1965. The line is maintained below the Class 1 level required by the Federal Railroad Administration for continued operation of trains (49 C.F.R. 213.5) and has been embargoed repeatedly. The latest embargo, effective November 20, 1980, is still in effect. B&M estimates a cost of \$146,000 is required to rehabilitate the line to the Class 1 standard. Approximately \$130,000 of value in reusable rail can be realized by B&M in salvage of the line for reuse in B&M yards.

7) O. Name, title, address and telephone number of representative of applicant to whom correspondence should be sent.

A. Sidney Weinberg, Esquire
Boston and Maine Corporation
150 Causeway Street
Boston, Massachusetts 02114

8) O. Statement of Requirements for Responses to Application.

A. Responses to this application may be submitted to the Commission within 30 days, and must conform to 49 CFR 1121.62, a copy of which follows.

1121.62 Responses to the application.

(a) Filing. The original and six copies of responses to the application shall be filed with the Commission within 30 days of the filing of the application. A copy of each response shall be concurrently served on the carrier and Bankruptcy Court. A certificate of service shall accompany the response.
(b) Verification. Each response shall be verified.

State of _____ ss. County
of _____

(name of affiant)

makes oath and says that he has been authorized to verify and file with the Interstate Commerce Commission the foregoing response in AB-

(Sub-No.

_____) , that he has carefully examined all of the statements in the response; that he has knowledge of the facts and matters relied upon; and that all representations set forth are true and correct to the best of his knowledge, information, and belief.

(Signature)

Subscribed and sworn to before me
in and for the State and County above
named, this _____ day of _____, 19____.
My commission expires _____

c. Warning. The Commission will not consider untimely, unserved or unverified responses.

9)

CERTIFICATE OF SERVICE

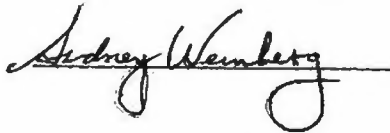
I certify that I have this day served the foregoing application upon the Governor of

The Commonwealth of Massachusetts

by mailing a copy thereof to him by certified mail, postage prepaid and properly addressed and that I have served the foregoing application upon The Department of Public Utilities and the Executive Office of Transportation and Construction of the Commonwealth of Massachusetts

by mailing a copy thereof to each of them, first class mail, postage prepaid and properly addressed.

Dated at Boston, Massachusetts, this 23rd day of
December , 1981 .

A handwritten signature in cursive script, reading "Audrey Weinberg", written over a horizontal line.

1121.61(b) CONDITIONS OF PROPERTIES

- 1) Q. What is the present physical condition of the line including any operating restrictions and estimate of rehabilitation costs?
 - A. See Verified Statement of Kenneth F. Gallagher, Applicant's Engineer of Track, Maintenance of Way, attached hereto as Exhibit 3 .

- 2) 0. Statement whether the line, or any portion of line, could be operated profitably if necessary rehabilitation were performed.
- A. Neither the line nor any portion of the line could be operated profitably if the necessary rehabilitation were performed. No rail business on the line has been generated for at least the past five (5) years.

REQUIREMENTS FOR FURTHER APPLICATION INFORMATION NOT APPLICABLE

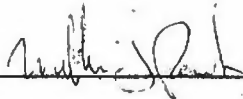
The responses to the application information contained in 49 C.F.R. 1121.61(c), (d) and (g) are not pertinent to this application since no railroad operations have been conducted on the line for at least the past five years, except that, in response to the information requested in 49 C.F.R. 1121.61(e)(1), the population of Amesbury, MA is 13,961 source: Rand McNally Commercial Atlas, 1981 and the population of Salisbury is 5,973, source: 1980 U.S. Census.

1121.61(i) VERIFICATION


State of Massachusetts

County of Middlesex

William J. Rennie, Vice President
Boston and Maine Corporation, Debtor
_____ makes oath and says that he
has been authorized to verify and file with the Interstate Commerce
Commission the foregoing response in AB-32 (Sub No. 18F); that he has
carefully examined all of the statements in the response; that he has
knowledge of the facts and matters relied upon; and that all
representation set forth are true and correct to the best of his
knowledge, information and belief.

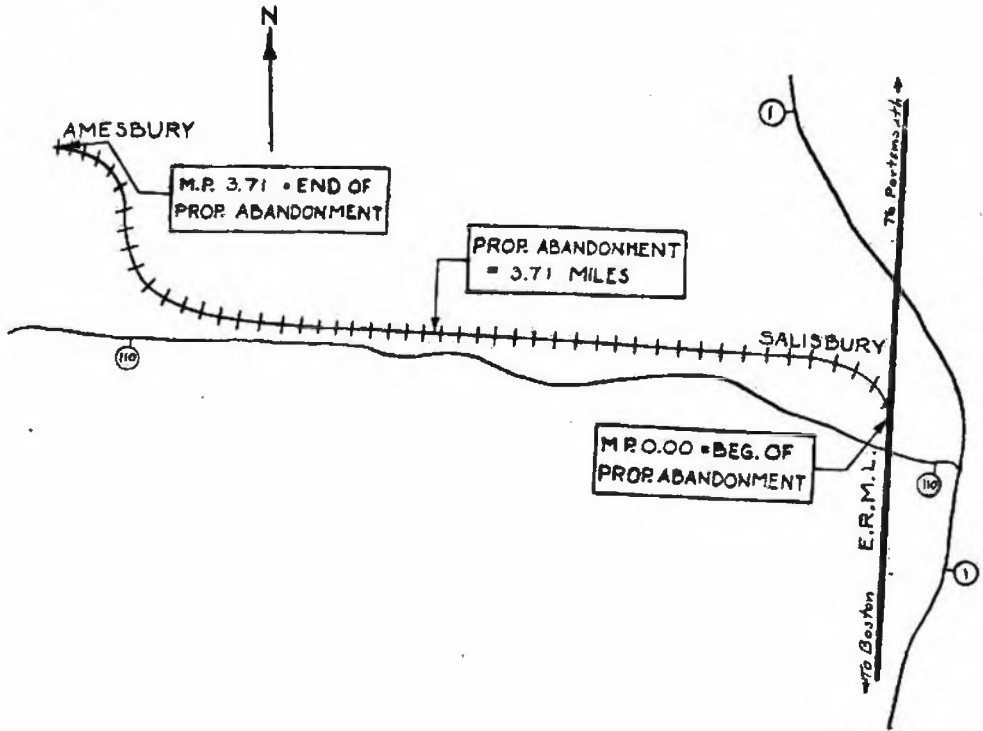


Subscribed and sworn to before me _____ in
and for the State and County above named, this 26 day of
1981.



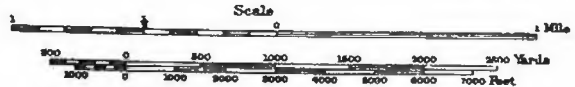
Notary Public

My Commission Expires:
My Commission Expires Feb 6, 1982



KEY
 ——— BOSTON AND MAINE CORPORATION
 - - - - - PROPOSED ABANDONMENT
 = = = = = HIGHWAYS

BOSTON AND MAINE CORPORATION
PROPOSED ABANDONMENT OF LINE
BETWEEN
SALISBURY, MASS. AND AMESBURY, MASS.
M.P. 0.00 TO M.P. 3.71 = 3.71 MILES
OFFICE OF VICE PRESIDENT-ENGINEERING, NO. BILLERICA, MASS.
MAY 13, 1921



Memorandum to the Trustees

Abandonment, Amesbury Branch, MA

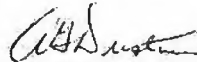
The Amesbury Branch, included in the property of the Debtor, is approximately 3.71 miles in length, extending between milepost 0.0 in Salisbury at the junction with the Eastern Route Main Line and milepost 3.71 in Amesbury, all within Essex County, Massachusetts (The Line).

The line is maintained below the level required by the F.R.A. for continued operation and operations on the line have been embargoed repeatedly, the latest effective on November 20, 1980. Approximately \$146,000 in rehabilitation costs are required to restore the line to the minimal F.R.A. requirements for continued operation. Approximately \$136,000 in net liquidation value, including land resale, will be realized as a result of the abandonment.

No rail business has been generated on the line for at least the past five years.

The Massachusetts Department of Public Works requests and supports abandonment of the line to avoid highway construction costs through elimination of two railroad bridges.

I recommend a vote authorizing appropriate applications for authorization to abandon the line.



A. G. Dustin

Dated: October 27, 1981

CERTIFICATE OF VOTE

I, the undersigned Benjamin H. Lacy, one of the Trustees of the property of Boston and Maine Corporation, in reorganization, hereby certify that at a meeting of the Trustee group held on October 30, 1981, at which both Trustees were present, there was presented a memorandum from Alan G. Dustin, President, to the Trustees on the subject of abandonment of the Amesbury Branch, approximately 3.71 miles in length, extending between milepost 0.0 in the Town of Salisbury to milepost 3.71 in the Town of Amesbury, all within Essex County, Commonwealth of Massachusetts, a copy of which memorandum is attached to this certificate, and that after discussion of the matter with Mr. Dustin, the Trustees duly

VOTED: To authorize appropriate application for abandonment of the Amesbury Branch, approximately 3.71 miles in length, extending between milepost 0.0 in the Town of Salisbury to milepost 3.71 in the Town of Amesbury, all within Essex County, Commonwealth of Massachusetts, having determined that such abandonment is in the interests of the Debtor's estate without unduly adversely affecting the public interest.

I hereby further certify that the said vote has not been amended, modified or revoked and is now in full force and effect.

Attest:


Trustee

Dated: November 12, 1981

My name is Kenneth F. Gallagher. I am employed by the Boston and Maine Corporation as Engineer of Track, Maintenance of Way. My business address is Iron Horse Park, No. Billerica, MA.

After graduating from high school, I was employed by the Boston and Maine as a Trackman in June of 1942. After a tour of duty with the U. S. Army, I returned to the Railroad where I worked my way through the ranks, becoming a Track Foreman in 1956, a General Foreman in 1966, a Zone Director in 1968, Roadmaster in 1972, Engineer of Track in 1978, and in 1981 as Engineer Maintenance of Way, my present position. I have worked at various capacities in the Engineering Department throughout the entire system.

My responsibility as Engineer Maintenance of Way, requires all the maintenance and budgeting responsibility for the entire 2,275 miles of track of the Boston and Maine Corporation throughout the Commonwealth of Massachusetts and the States of Maine, New Hampshire, Vermont and New York. In 1980, I was responsible for the budgeting, cost analysis, and installation of over 106,000 new ties and the surfacing of over 142 miles of track.

Presently, I am a member of the Roadmasters Railroad Organization and I am a certified Federal Railroad Administration Safety Inspector.

I am familiar with the physical condition of the Amesbury Branch having last made a personal inspection of this line on December 11, 1980.

The Amesbury Branch is a single track line extending from Salisbury to Amesbury, Massachusetts, a distance of 3.71 miles, B&M MP S0.00 to MP S3.71. The general physical condition of this line is poor, maximum timetable speed is 10 m.p.h. Maximum allowable gross weight of car and lading is 220,000 pounds. The track is a mixture of 75# and 85# rail on treated and cedar ties and gravel and cinder ballast.

The general physical condition of the line is poor and is below FRA standard for Class I track.

There are 6 curves, the maximum being 6°, with an average degree of curvature of 4°. All curves require spot surfacing to correct approaches and curve elevations.

The 3.71 miles of track is laid with 75# and 85# rail. Field inspection reveals that the rail is adequate for FRA Class I.

There are no tie plates, the rails are doubled spiked directly to the ties.

The rail is joined with various types of joints, mostly Weber-type which require a wood filler. There are some joints which are continuous and head free. Approximately 60 joints must be changed because of track or mismatch.

The ties are primarily treated although there are still several areas of cedar ties. One thousand four hundred and seventy-six (1,476) must be changed to maintain Class I FRA track standard.

The best type of track structure is a well-drained track. Ditches are extremely clogged and there is much standing water. This has brought about a very heavy vegetation and brush condition which does not allow the track structure to dry out. This in turn causes pumping joints which require surfacing. The low side of the curves drop off in the wet condition which causes excessive elevation.

The ballast is pit run material long since filled with dirt and humus. There is some evidence of trespass by firewood cutters, dirt bikes, snowmobiles, and local citizens. There is also evidence of some dumping at several locations.

I have prepared and attached hereto Appendix A, a map depicting the entire Amesbury Branch line showing the proposed beginning and proposed end of abandonment.

FRA Standard 49 CFR 213.37 Vegetation. The rule regulates vegetation in brush as to fire, the obstruction of railroad signs, interference of railroad employees performing track side duties, or preventing employees from visually inspecting moving equipment.

I studied the Maintenance of Way and Structures expense by B&M in the maintenance of the segments of the line for the calendar years 1978, 1979, 1980, and for the months of 1981. The items of maintenance expense were derived from B&M's records detailing the actual incurred expense for each of those periods.

I personally observed the physical condition of the line by walking numerous locations at various crossings. The line cannot be inspected by a hyrail vehicle due to the extreme brush, the removal of six rails at MP S3.5 and due to one paved over crossing. I made several stops for on-ground inspections wherever the incidence of the structure condition appeared indicating the level of maintenance below Federal Railroad Administration (FRA) permissible operating levels for Class I track. The minimum level for permissible operation required in the maintenance of cross ties by the FRA Class I standard is that the maximum distance between non-defective cross ties must be no more than 100" center to center.

The FRA Class I minimum level of maintenance also requires that any mismatch of rail at joints may not exceed 1/4" (49 CFR 213.115).

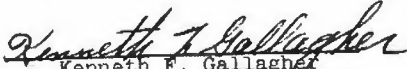
FRA Standard 49 CFR 213.33 drainage requires that, "each drainage or other water carrying facility under or immediately adjacent to the roadbed must be maintained and kept free of obstruction, to accommodate expected water flow from the area concerned." Each such water carrying facility must be completely cleaned out to restore proper drainage.

I estimate the B&M's cost to bring the segments of the line up to the minimum permissible level of maintenance provided in FRA Class I Standard is arrived at as follows:

Replacing 1,476 ties @ \$40/tie	\$ 59,040.
Replacing 60 joints @ \$60/joint	3,600.
Ditching and draining 3.71 miles of track	16,605.
Cutting 3.71 miles of brush and weed spray	29,520.
Installation of 6 panels @ \$1000/panel to replace rail and ties removed	6,000.
Rebuild 5 Panel Crossings @ \$4000 each	20,000.
Spot surface	11,070.
Bridge and culvert repairs	400.
TOTAL COSTS	\$146,235.

I also studied the estimated liquidation value of the segments of the line, and attach the results of that study hereto as Appendix B.

It shows that the B&M will realize approximately \$135,918. in net liquidation value if the line were salvaged and the track, bridge structures and land were sold.


Kenneth F. Gallagher
Engineer Maintenance of Way

Dated September 2, 1981

VERIFICATION

State of Massachusetts

County of Middlesex

ss:

Kenneth F. Gallagher being duly sworn, deposes and says that he has read the foregoing statement, knows the facts asserted therein, and that the same are true as stated.

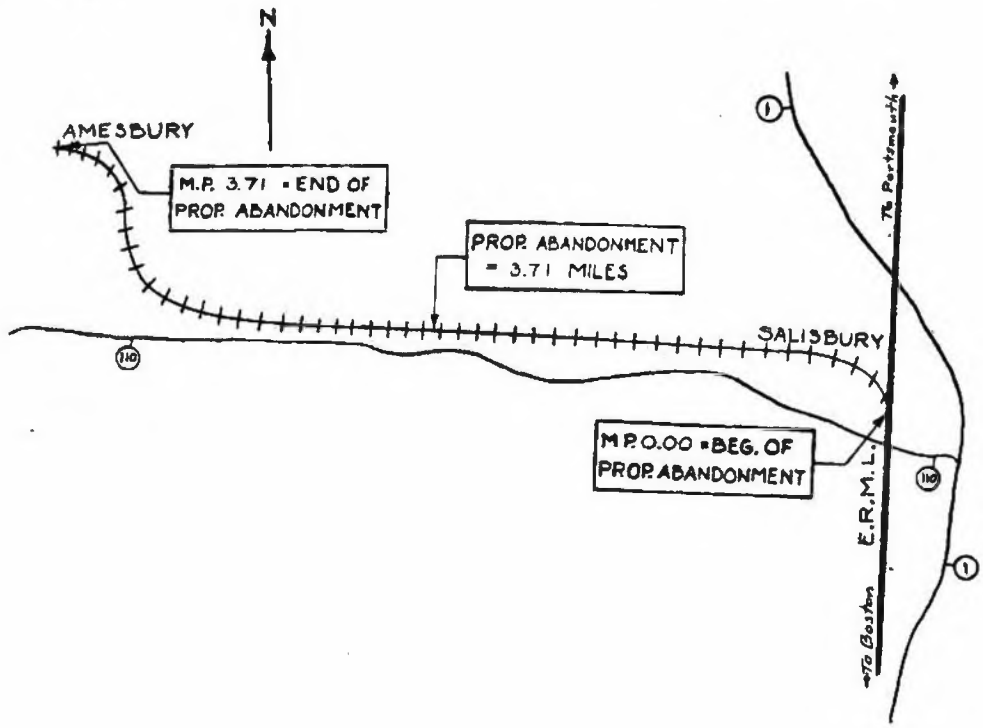
(Signed) Kenneth F. Gallagher

Subscribed and sworn to before me this 2ND day of SEPTEMBER, 1981.

Notary Public of Massachusetts

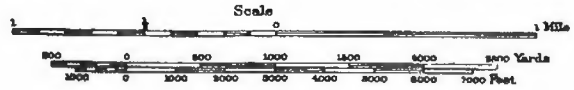
My Commission expires September 12, 1986

Notary Public John F. Adams



KEY
 ——— BOSTON AND MAINE CORPORATION
 + + + + PROPOSED ABANDONMENT
 ——— HIGHWAYS

BOSTON AND MAINE CORPORATION
PROPOSED ABANDONMENT OF LINE
BETWEEN
SALISBURY, MASS. AND AMESBURY, MASS.
M.P. 0.00 TO M.P. 3.71 = 3.71 MILES
OFFICE OF VICE PRESIDENT - ENGINEERING, NO. BILLERICA, MASS.
MAY 13, 1981



BOSTON AND MAINE CORPORATION-DEBTOR

DOCKET NUMBER

EXHIBIT NUMBER

WITNESS: K. F. Gallagher

AMESBURY BRANCH
SALISBURY TO AMESBURY, MASSACHUSETTS

ESTIMATED LIQUIDATION VALUE (3.71 Miles)

TRACK

Rail 85# Relay	509	N.T.	@	240.	\$122,160.
Rail 75# Relay	40	N.T.	@	180.	7,200.
Joints 85# Relay	434	ea.	@	12.	5,208.
Joints 75# Relay	38	ea.	@	10.	380.
Misc. Small Scrap	126	G.T.	@	80.	10,080.
Connection Scrap	12	G.T.	@	80.	960.
Cross Ties Relay	738	ea.	@	4.	<u>2,952.</u>

Estimated Track Salvage \$148,940

ESTIMATED COST TO REMOVE SALVAGE

Track & Fastenings	20,011	ft.	@	2.00	\$ 40,022.
Repair Crossings					5,000.
Crossing Protection					<u>3,000.</u>

Estimated Cost to Remove \$ 48,022.

Estimated Net Salvage \$100,918.

LAND VALUE

Land 3.71 Miles \$ 35,000.

TOTAL NET SALVAGE \$135,918.

*Atty General Justice
Amesbury Row*

North Billerica, Mass.
April 10, 1981

Mr. S. Weinberg:

This refers to yours of April 6th to Mr. Dustin which concerns status of abandonment applications.

Item No. 8 on the agenda as concerns the Amesbury Branch, which as you know has been in the abandonment stages for many years, could be abandoned without any significant detail in that the branch has not had any traffic for a good number of years, although the embargo shows on November 20, 1980 it was determined many years ago the line was in an unsafe condition and that at that time service was discontinued.

There has been no business consigned to any consignees nor shipped from any shippers on the line for a number of years. We do have land and track agreements with two concerns; however, no business has been generated from either concern for years. Attached is a copy of the two concerns having the agreements.


J. I. Bean

CC: Mr. W. J. Rennieke
Mr. V. R. Terrill
Mr. S. B. Culliford
Mr. P. W. Carr
Mr. E. J. Marrs
Mr. F. G. Fotta

Land and Track Agreements

Contract #30196 effective October 3, 1952 with Amesbury Metal Products Company covering land and sidetrack in Amesbury, Mass., \$60.00 per year plus taxes - 30 days w/n.

Contract #50718 effective December 7, 1953 with W. E. Atkinson Co., covering maintenance and operation of sidetrack (includes coal hoppers) in Amesbury, Mass., No Rental - 30 days w/n.

CONTRACT BUREAU
April 9, 1981

W. H. Von Slyke, AAR, Washington, DC

Nov. 20, 1980

Please issue B&M Embargo No. 15-80 effective at once all shipments
consigned or reconsigned to Amesbury, MA. Cause: Track conditions.

Exceptions: None.

R. E. Hill, Supt. Trans.
B&M Corp.