

WESTERN CAROLINA RAILWAY SERVICE

C O R P O R A T I O N

Post Office Box 16614, Greenville, South Carolina 29606 - 7614

September 30, 2005

214802

ORIGINAL

Mr. Vernon A. Williams,
Secretary
Surface Transportation Board
1925 K Street, NW, Suite 700
Washington, DC 20423-0001



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

Secretary Williams:

Please find enclosed for filing in 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*, one original and ten copies of Western Carolina Railway Service Corporation's Motion for Protective Order and Motion for Expedited Handling.

Please also find enclosed one additional copy of the notice(s) and this letter. I do hereby request that each of these additional documents be date stamped to indicate receipt of this filing and returned in the provided self-addressed stamped envelope.

Should you have questions or concerns regarding this filing, please do not hesitate to contact me.

Thank you for your time and consideration.

Sincerest regards,

A handwritten signature in black ink that reads "Steven C. Hawkins".

Steven C. Hawkins,
President

Enclosures

Cc: William A. Mullins, Attorney for Greenville County Economic Development Corporation
David C. Reeves, Attorney for Greenville County Economic Development Corporation

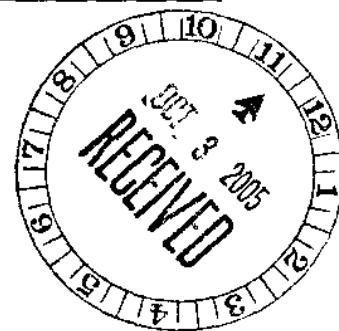
BEFORE THE SURFACE TRANSPORTATION BOARD
WASHINGTON, DC

214802

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

MOTION FOR PROTECTIVE ORDER
MOTION FOR EXPEDITED HANDLING



Steven C. Hawkins,
President
Western Carolina Railway Service Corporation
Post Office Box 16614
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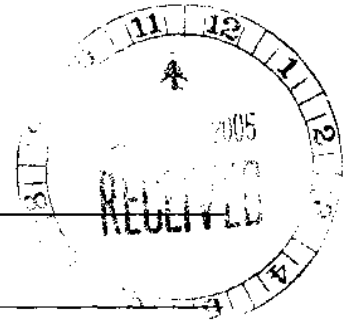
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ORIGINAL

September 30, 2005

**BEFORE THE SURFACE TRANSPORTATION BOARD
WASHINGTON, DC**



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**

MOTION FOR PROTECTIVE ORDER

MOTION FOR EXPEDITED HANDLING

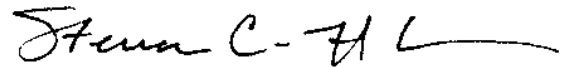
Pursuant to 49 CFR 1104.14, Western Carolina Railway Service Corporation ("WCRS") does hereby request that the Board issue a protective order allowing WCRS to file under seal certain confidential documents and information in connection with WCRS's forthcoming offer of financial assistance in the above captioned proceeding.

Such confidential documents shall include an unabridged listing of all encroachments and their related fee schedules (Exhibit J) as well as WCRS's proof of financial ability (Exhibit K). Public disclosure of this information is not necessary for the Board's consideration of WCRS's forthcoming offer of financial assistance, which WCRS has prepared and intends to submit on or before October 7, 2005.

Accordingly, WCRS does hereby request further consideration for expedited handling in the Board's review of the aforementioned request for the Board's issuance of a protective order given WCRS's intent to file its offer of financial assistance in advance of the docket's scheduled decision date of October 12, 2005.

WCRS therefore requests that the Board adopt, in expedited fashion, that protective order provided as Appendix 1 to these motions.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Steven C. Hawkins". The signature is fluid and cursive, with a long horizontal stroke at the end.

Steven C. Hawkins,
President
Western Carolina Railway Service Corporation
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Appendix 1

PROTECTIVE ORDER

1. For the purpose of this Protective Order, “Confidential Information” shall mean all documents constituting an unabridged listing of all encroachments and their related fee schedules (Exhibit J) as well as all documents constituting WCRS’s proof of financial ability (Exhibit K).
2. Confidential Information constituting Exhibit J was previously provided to WCRS by Greenville County Economic Development Corporation upon request of WCRS, and shall not, therefore, be provided to any other parties, excepting the Board.
3. Confidential Information constituting Exhibit K shall be provided to any employee, agent, or counsel of WCRS only pursuant to this Protective Order and only upon execution and delivery of an Undertaking, provided as Appendix 2 of this document, to those parties providing those documents which make up Exhibit K in its entirety.
4. Confidential Information outlined in Item 2 and Item 3 of this Protective Order shall be used solely for the purpose of this and any related Board proceedings, or any judicial review proceeding arising therefrom, and not for any other business, commercial, or other competitive purpose.
5. Confidential Information shall not be disclosed in any way or to any person without the written consent of both WCRS and those parties providing those documents or an order by the Board, solely for use in connection with this and related Board proceedings, or any judicial review proceeding arising therefrom, and then only provided that such person has been given and has read a copy of this Protective Order and agrees to be bound by its terms by executing an Undertaking, provided as Appendix 2 of this document, prior to receiving access to this information.
6. Any documents containing Confidential Information must be either returned to WCRS or must be destroyed, and notice of such destruction must be served on WCRS at the completion of this and any related Board proceedings, or any judicial review proceeding arising therefrom, whichever comes first.
7. If the Board retains the Confidential Information, it shall, in order to keep it confidential, treat the information in accordance with the procedure set forth in 49 CFR 1104.14.

- 8.** If any party intends to use the Confidential Information at hearings in this proceeding or in any related Board proceedings, or any judicial review proceeding arising therefrom, the party shall submit any documents setting forth or revealing such Confidential Information to the Board, or the reviewing court as appropriate, under seal, and shall accompany such submission with a written request to the Board or the court to 1) restrict attendance at the hearing during discussion of such Confidential Information, and 2) restrict access to the portion of the record or briefs reflecting discussion of such Confidential Information in accordance with this Protective Order.
- 9.** All parties must comply with all of the provisions stated in this Protective Order unless good cause, as determined by the Board, is shown by any party to warrant suspension of any of the provisions herein.

Appendix 2

UNDERTAKING

CONFIDENTIAL MATERIAL

I, _____, have read the Protective Order governing the filing of Confidential Information by Western Carolina Railway Service Corporation (“WCRS”) in STB Docket No. AB-490-1-X, understand the same, and agree to be bound by its terms. I agree not to use or permit the use of any data or information obtained under this Undertaking, or to use or permit the use of any techniques disclosed or information learned as a result of receiving such data or information, for any purpose other than the preparation and preservation of evidence and argument in STB Docket No. AB-490-1-X, or any judicial review proceedings taken or filed in connection therewith. I further agree not to disclose any data or information obtained under this Protective Order to any person who is not also bound by the terms of this order and has executed an Undertaking in the form hereof.

I understand and agree that money damages would not be a sufficient remedy for breach of this Undertaking and that those parties providing those documents which constitute Exhibit K of WCRS’s offer of financial assistance shall be entitled to specific performance and injunctive and/or equitable relief as a remedy for any such breach, and I further agree to waive any requirement for the securing or posting of any bond in connection with such remedy. Such remedy shall not be deemed to be the exclusive remedy for breach of this Undertaking but shall be in addition to all remedies available at law or equity.

Signed: _____

Print: _____

Title: _____

Affiliation: _____

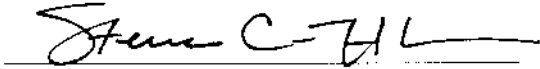
Date: _____

I hereby certify that on this 30th day of September 2005, a copy of the foregoing document was served by:

United States Postal Service First Class Mail, postage fully pre-paid, upon:

William A. Mullins,
Baker & Miller, PLLC
2401 Pennsylvania Avenue, NW
Suite 300
Washington, DC 20037-1725

David C. Reeves,
Baker & Miller, PLLC
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