

WESTERN CAROLINA RAILWAY SERVICE

C O R P O R A T I O N

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

November 21, 2005

ORIGINAL

By Electronic Filing

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:

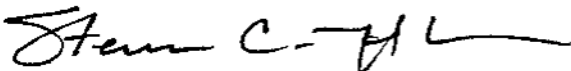
Please find attached for filing in STB Docket No. AB-490-1-X, *Greenville County Economic Development Corporation Petition for Exemption for Partial Discontinuance and Partial Abandonment in Greenville County, SC*, Western Carolina Railway Service Corporation's ("WCRS") November 21, 2005 e-mail response (Attachment 1) to a November 20, 2005 e-mail from Carlton Owen of Upstate Forever ("UF").

The subject of the e-mail was WCRS's November 14, 2005 Reply (STB File No. 215147) that was filed with the Board. The attachment is being provided as a supplement to The Record.

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

Thank you for your time and consideration.

Sincerest regards,



Steven C. Hawkins,
President

Attachment

Hawkins, Steven C.

Subject: Re: Upstate Forever Request to WCRSC**Date:** Monday, November 21, 2005 8:35 AM**From:** Steven C. Hawkins <steven.hawkins@wcrscorp.com>**To:** Carlton <carltonowen@charter.net>**Cc:** <bkirv@aol.com>, "Andy J. White (E-mail)" <ajwhite@hsblawfirm.com>, "William A. Mullins (E-mail)" <WMullins@bakerandmiller.com>, "Mathena, Randolph R." <rmathena@papercuttersinc.com>, Charlie Manogue <CManogue@molpus.com>, Dianna Gracely <dianna@travelersrestsc.com>, David Shi <david.shi@furman.edu>, Brad Wyche <bwyche@upstateforever.org>, "DReeves@bakerandmiller.com" <DReeves@bakerandmiller.com>**Conversation:** Upstate Forever Request to WCRSC

Mr. Owen:

My exact reply to you (only once, and only after the third time you mentioned Upstate Forever's request in that meeting at Furman) was "You will get your response". To that end, UF has received its response.

I am working under the Surface Transportation Board's guidelines for preservation of rail service, which take foremost precedence to the creation of a trail. While I have no objection to cooperating with my community to develop a trail upon WCRS's assumption of ownership of the line, that willingness to cooperate does not factor into determining a Fair Market Value for the line. Additionally, UF's right to participate in determining the outcome of this matter is null and void unless WCRS does NOT purchase the line from GCEDC. Based on that order of participation in regard to this docket, UF has no right to my proprietary and confidential information any more than any other business seeking to acquire a structure or property for its business would be expected to provide its proprietary or confidential information to a third party seeking to acquire the same structure or property for a dissimilar purpose. On direct advice from counsel, I prepared my response in the manner in which you received it.

You refer to our first meeting of October 7, 2005, which took place at 8:00 AM at Soby's coffee shop. In correspondence received by mail prior to that meeting, as well as your e-mail response to our exchange to schedule that meeting, you presented yourself as "The Environmental Edge, LLC" only... I learned only by secondhand sources of your UF involvement, which you verified at the Furman meeting. Not once in the initial meeting did you mention your affiliation with UF, and I distinctly remember your comments to such end that if WCRS succeeds in acquiring the rail line from GCEDC, you, as a private citizen, with all your "political contacts in Washington" would see to it I failed. You immediately followed that comment up with "I hope you don't perceive that as a threat". Well, Mr. Owen, to be quite frank, I do now take your comments as a personal threat, just as I am sure that this continued harassment by yourself and Upstate Forever could be perceived by others as threatening and harassing in nature.

Given this continuing negative and uncooperative tone, why would you expect WCRS to willingly open its private information to UF scrutiny? If my financial documentation satisfies the STB under the United States Code and the Code of Federal Regulations, then why should WCRS be worried about gaining UF's approval when UF is not a primary party in this matter unless WCRS were to bow out? You refer to my lack of response as "stonewalling"... Well, I consider UF's continued insistence on its right to my proprietary information as not being a very good show of faith on the part of UF toward WCRS that WCRS would be willing to cooperate with UF in the development of a trail after it assumes ownership of the line. At this point, I would still be willing to work with a public or private entity to develop a trail, but I am quickly losing interest in working with UF. You have not once shown any faith in my comments regarding my willingness to cooperate in trail development, but rather you have done all in your power to attack myself and my company's integrity and "stop" my efforts to acquire the line – without provocation.

As per your request, for Upstate Forever's clarification:

- 1. I am working to acquire this line as a commercial railroad line. This is my first priority.**
- 2. I am willing to work with some entity to develop a trail. This is my second priority.**

I hope that is sufficiently clear for you and Upstate Forever.

Furthermore, under STB guidelines, you or Upstate Forever have no right to be involved in the negotiation between WCRS and GCEDC. Your "stonewalling" interpretation of my intention to keep my confidential and proprietary information confidential is nothing more than your outward expression of displeasure toward WCRS for being strong in its position on this matter.

I hope that, too, is now sufficiently clear.

If WCRS does not come to an agreement with GCEDC or should WCRS simply bow out, Upstate Forever will be able to proceed with its intended trail plans. If WCRS were to enter into a "lease" agreement with GCEDC, it is feasible that a trail clause may be included that would allow Upstate Forever to be able to proceed with its intended trail plans. If WCRS were to purchase the line outright, as is very much still a possibility under STB guidelines, it would behoove you (and UF) to improve your respective relationships with WCRS in order to insure a continued willingness on the part of WCRS to work with UF so that it can proceed with its intended trail plans. Right now, I see no mutual respect on the part of UF toward WCRS in this matter.

Good day.

Sincerest regards,

Steven C. Hawkins,
President

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This e-mail is intended for the addressed recipient only. Content therein is considered confidential and is not to be printed, copied, forwarded, or discussed without the expressed written consent of Western Carolina Railway Service Corporation.

From: Carlton <carltonowen@charter.net>
Date: Sun, 20 Nov 2005 18:10:07 -0500
To: "Steven C. Hawkins" <steven.hawkins@wcrscorp.com>
Cc: <bkirv@aol.com>, "Andy J. White (E-mail)" <ajwhite@hsblawfirm.com>, "William A. Mullins (E-mail)" <WMullins@bakerandmiller.com>, <rmathena@papercuttersinc.com>, Charlie Manogue <CManogue@molpus.com>, Dianna Gracely <dianna@travelersrestsc.com>, David Shi <david.shi@furman.edu>, Brad Wyche <bwyche@upstateforever.org>
Subject: Upstate Forever Request to WCRSC

Steven:

At our recent meeting at Furman you responded to my questions about the economic viability of your proposals at least three times with the statement "you will get the financials you requested." Needless to say we were very surprised to get the letter from you dated November 14 rejecting response to **every** one of our requests then ending your letter with **"WCRS objects to UF's Request For Production of Documents in its entirety."** (emphasis in your letter).

From our very first meeting (which I requested) we have been consistent in our statements that it is difficult for us to simply accept your assurances about valuation and potential economic viability of your plan without any information whatsoever. I hope you'll recall that I'm the one who suggested looking for win-win approaches that might allow both rail and trail to be possible. Your lack of

response does not suggest that you wish to operate in a manner that gives us reason to seek such alternatives.

Should you decide to persist in your stance, which we can only read as stonewalling, we will be left with no option but to do whatever is within our power to oppose your plan. If we have somehow misinterpreted your actions please help us understand as soon as possible.

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I hereby certify that on this 21st day of November 2005, a copy of the foregoing document and its related attachment were served by:

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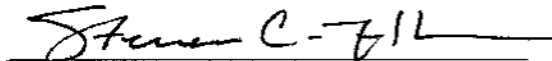
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