

VERMONT RAILWAY INC

FREIGHT TARIFF VTR 9102

ADOPTION NOTICE

The Vermont Railway Inc. (VTR), hereby adopts, ratifies and makes its own, in every respect as if the same had been originally filed and issued by it, all freight tariffs, classifications, rules, notices, concurrences, traffic agreements, divisions, authorities, powers of attorney, or other instruments whatsoever, including supplements or amendments thereto, whether or not filed with the Surface Transportation Board (STB) or the former Interstate Commerce Commission (ICC), by the Washington County Railroad (WACR), prior to July 1, 2010, insofar as said instruments apply from, to, at, or via the Washington County Railroad (WACR) stations set forth in attached Exhibit (See Note).

Note – This adoption notice does not have the effect of eliminating adopted stations as stations of the WACR; but, establishes adopted stations as stations of the VTR for routing and rating purposes.

This tariff is also applicable on intrastate traffic, except where expressly provided to the contrary.

ISSUED: May 25, 2010

EFFECTIVE: July 1, 2010

ISSUED BY:

**Ed Fitzgerald, VP Marketing
One Railway Lane
Burlington, VT 05478**

OPSL 6000-series

VERMONT RAILWAY INC (VTR)

	<u>STATIONS (NOTES)</u>	<u>ST</u>	<u>COUNTY</u>	<u>RULE</u>			<u>SPLC</u>	<u>NRB</u>	<u>SLC</u>	<u>RATE ZIP</u>
				<u>260</u>	<u>OPSL</u>	<u>FSAC</u>				
[N][O][R]	Bank (1-3100)	VT	Windsor		1500	1500	136233	White River Jct., VT	Bank, VT	05001
[O][R]	White River Jct. (1-3100)	VT	Windsor	WRIJC	1505	1505	136226	White River Jct., VT	White River Jct., VT	05001
[O][R]	Wilder (1-3100)	VT	Windsor		1510	1510	136229	White River Jct., VT	Wilder, VT	05088
[O][R]	Norwich (1-3100)	VT	Windsor		1515	1515	136211	White River Jct., VT	Norwich, VT	05055
[N][O][R]	Kendall (1-3100)	VT	Windsor		1520	1520	136218	White River Jct., VT	Kendall, VT	00543
[O][R]	Thetford (1-3100)	VT	Orange		1525	1525	134291	White River Jct., VT	Thetford, VT	05074
[N][O][R]	Northboro (1-3100)	VT	Orange		1530	1530	134292	White River Jct., VT	Northboro, VT	05054
[O][R]	Ely (1-3100)	VT	Orange		1535	1535	134184	White River Jct., VT	Ely, VT	05045
[O][R]	Fairlee (1-3100)	VT	Orange		1540	1540	134181	Wells River, VT	Fairlee, VT	05045
[O][R]	Bradford (1-3100)	VT	Orange		1545	1545	134171	Wells River, VT	Bradford, VT	05033
[O][R]	Hooker (1-3100)	VT	Orange		1550	1550	134172	Wells River, VT	Hooker, VT	05051
[O][R]	Newbury (1-3100)	VT	Orange		1555	1555	134131	Wells River, VT	Newbury, VT	05081
[O][R]	Wells River (1-3100)	VT	Orange		1560	1560	134136	Wells River, VT	Wells River, VT	05081
[O][R]	East Ryegate (1-3100)	VT	Calendonia		1565	1565	131484	Wells River, VT	East Ryegate, VT	05042
[N][O][R]	Bell (1-3100)	VT	Calendonia		1570	1570	131483	Wells River, VT	Bell, VT	05042
[O][R]	McIndoes (1-3100)	VT	Calendonia		1575	1575	131446	St Johnsbury, VT	McIndoes, VT	05050
[O][R]	Barnet (1-3100)	VT	Calendonia		1580	1580	131441	St Johnsbury, VT	Barnet, VT	05821
[N][O][R]	Inwood (1-3100)	VT	Calendonia		1585	1585	131443	St Johnsbury, VT	Inwood, VT	05821
[A][O][R]	Passumpsic (1-3100)	VT	Calendonia		1590	1590	131447	St Johnsbury, VT	Passumpsic, VT	05861

	<u>STATIONS (NOTES)</u>	<u>ST</u>	<u>COUNTY</u>	<u>260</u>	<u>OPSL</u>	<u>FSAC</u>	<u>SPLC</u>	<u>NRB</u>	<u>SLC</u>	<u>RATE ZIP</u>
[O][R]	St. Johnsbury (1-3100)	VT	Calendonia		1600	1600	131410	St Johnsbury, VT	St. Johnsbury, VT	05819
[O][R]	Lyndonville (1-3100)	VT	Calendonia		1605	1605	131367	St Johnsbury, VT	Lyndonville, VT	05851
[O][R]	West Burke (1-3100)	VT	Calendonia		1610	1610	131327	St Johnsbury, VT	West Burke, VT	05871
[N][O][R]	Willoughby (1-3100)	VT	Calendonia		1615	1615	132232	St Johnsbury, VT	Willoughby, VT	05832
[O][R]	Barton (1-3100)	VT	Orleans		1620	1620	132231	Newport, VT	Barton, VT	05822
[O][R]	Orleans (1-3100)	VT	Orleans		1625	1625	132235	Newport, VT	Orleans, VT	05860
[O][R]	Newport (1-3100)	VT	Orleans	NEWPT	1630	1630	132140	Newport, VT	Newport, VT	05855
[O][R]	Montpelier Jct. (1-3100)	VT	Washington	MONJC	1800	1800	132594	Montpelier, VT	Montpelier Jct., VT	05602
[O][R]	Montpelier (1-3100)	VT	Washington		1805	1805	132567	Montpelier, VT	Montpelier , VT	05602
[O][R]	Barre (1-3100)	VT	Washington		1810	1810	132580	Montpelier, VT	Barre, VT	05641
[O][R]	Websterville (1-3100)	VT	Washington		1815	1815	132589	Montpelier, VT	Websterville, VT	05678
[O][R]	Graniteville (1-3100)	VT	Washington		1820	1820	132585	Montpelier, VT	Graniteville, VT	05654

[A] - Adopted station Passumpsic Grvl Pit, VT name changed to Passumpsic, VT

[N] - Establish as New Station on the WACR

[O] - Operating Station

[R] - Revenue Station

I - Explanation of Notes:

Notes 1 and 3100 - As explained in OPSL 6000-series

II - Interchanges:

- (1) White River Jct., VT
 - (a) Between NECR and VTR
 - (b) Between PAS and VTR
 - (c) Between CCRR and VTR

- (2) Newport, VT
 - (a) Between MMA and VTR

- (3) Montpelier Jct., VT
 - (a) Between NECR and VTR