B.C.D. 02-15

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EMPLOYER STATUS DETERMINATION
Upper Merion and Plymouth Railroad Company, LLC
Patapsco & Back Rivers Railroad Company, LLC
Keystone Railroad, LLC
Conemaugh & Black Lick Railroad Company, LLC
Brandywine Valley Railroad Company, LLC
Steelton & Highspire Railroad Company, LLC
Lake Michigan & Indiana Railroad Company, LLC

This is the determination of the Railroad Retirement Board concerning the status of the above-listed companies as employers under the Railroad Retirement Act (45 U.S.C. § 231 et seq.) and the Railroad Unemployment Insurance Act (45 U.S.C. § 351 et seq.).

Six corporations which are subsidiaries of Bethelem Steel Corporation and which were held to be covered employers under the Acts have been merged into new limited liability corporations with substantially identical names: Upper Merion and Plymouth Railroad Company, BA Number 3370; Patapsco & Back Rivers Railroad Company, BA Number 4341; Keystone Railroad, Inc., B.A. No. 4343; Conemaugh & Black Lick Railroad Company, BA Number 4320; Brandywine Valley Railroad Company, BA Number 3342; and Steelton & Highspire Railroad Company, BA Number 4349. These changes in corporate structure were effective January 1, 2002.

Bethelem Steel has also formed a new limited liability corporation, Lake Michigan & Indiana Railroad, LLC. On October 2, 2001, the assets of the Lake Michigan & Indiana Railroad Division of Keystone Railroad, Inc., were transferred to the Lake Michigan & Indiana Railroad, LLC, a new direct subsidiary of Bethelem Steel. In Surface Transportation Board Finance Docket No. 34140, the new limited liability corporation filed an exemption to operate a 66-mile rail line in Burns Harbor, Indiana, which was formerly a division of Keystone Railroad, Inc.

Section 1(a)(1) of the Railroad Retirement Act (45 U.S.C. § 231(a)(1)), insofar as relevant here, defines a covered employer as:

Upper Merion and Plymouth Railroad Company, LLC
Patapsco & Back Rivers Railroad Company, LLC
Keystone Railroad, LLC
Conemaugh & Black Lick Railroad Company, LLC
Brandywine Valley Railroad Company, LLC
Steelton & Highspire Railroad Company, LLC
Lake Michigan & Indiana Railroad Company, LLC

> (i) any carrier by railroad subject to the jurisdiction of the Surface Transportation Board under Part A of subtitle IV of title 49, United States Code;

Sections 1(a) and 1(b) of the Railroad Unemployment Insurance Act (45 U.S.C. §§ 351(a) and (b)) contain substantially the same definition, as does section 3231 of the Railroad Retirement Tax Act (26 U.S.C. § 3231).

The evidence of record establishes that Lake Michigan & Indiana Railroad, LLC, is a carrier operating in interstate commerce. Accordingly, it is determined that Lake Michigan & Indiana Railroad, LLC, is an employer within the meaning of section 1(a)(1)(i) of the Railroad Retirement Act (45 U.S.C. § 231(a)(1)(i)) and the corresponding provision of the Railroad Unemployment Insurance Act as of October 2, 2001, the date as of which it commenced operations.

The Board also holds that (1) the coverage under the Acts of Upper Merion and Plymouth Railroad Company, BA Number 3370; Patapsco & Back Rivers Railroad Company, BA Number 4341; Keystone Railroad, Inc., B.A. No. 4343; Conemaugh & Black Lick Railroad Company, BA Number 4320; Brandywine Valley Railroad Company, BA Number 3342; and Steelton & Highspire Railroad Company, BA Number 4349, is terminated as of January 1, 2002, and that (2) Upper Merion and Plymouth Railroad Company, LLC; Patapsco & Back Rivers Railroad Company, LLC; Keystone Railroad, LLC; Conemaugh & Black Lick Railroad Company, LLC; Brandywine Valley Railroad Company, LLC; and Steelton & Highspire Railroad Company, LLC, are held to be

Upper Merion and Plymouth Railroad Company, LLC
Patapsco & Back Rivers Railroad Company, LLC
Keystone Railroad, LLC
Conemaugh & Black Lick Railroad Company, LLC
Brandywine Valley Railroad Company, LLC
Steelton & Highspire Railroad Company, LLC
Lake Michigan & Indiana Railroad Company, LLC

employers under the Railroad Retirement and Railroad Unemployment Insurance Acts as of January 1, 2002. The Board agrees to the request by Bethelem Steel that the new limited liability corporations be permitted to retain the BA numbers of the corresponding corporations with which they merged.

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