INTRASTATE RAILROAD GROSS EARNINGS

ANNUAL REPORT

OF

AKRON BARBERTON CLUSTER RAILWAY COMPANY

If name was changed during year, show also the previous name and date of change.

Website URL:

100 E. FIRST STREET BREWSTER, OH 44613

TO THE PUBLIC UTILITIES COMMISSION OF OHIO

FOR THE YEAR ENDED DECEMBER 31, 2011

DONNA L PHILLIPS, CONTROLLER 100 E. FIRST STREET BREWSTER, OH 44613

PHONE: 330-767-7254 FAX: 330-767-3483

This form satisfies the filing requirement specified under 4907.13 of the Ohio Revised Code for **ALL** railroads operating intrastate shipments within Ohio. This form replaces all previously required forms and **IS THE ONLY FILING REQUIREMENT FOR OHIO INTRASTATE RAILROADS**.

This report should be filed in duplicate.

SCHEDULE A--Identification of Officers and Management

Title	Name and Office Address
President	Bill Callison 100 E. 1st St Brewster, OH 44613
Vice-President	Les Ashley 43 2nd St. NW Barberton, OH 44203
Secretary	
Treasurer	
Controller/Auditor	Donna L Phillips 100 E. 1st St Brewster, OH 44613
Attorney or General Counsel	Bill Callison 100 E. 1st St Brewster, OH 44613
General Manager	Les Ashley 43 2nd St. NW Barberton, OH 44203
General Superintendent	
Chief Engineer	

SCHEDULE B--Track Information

1. Show total mileage of track owned and operated by respondent in Ohio. 71.96 miles.
2. Road is completed from Rittman to Ravenna . Total distance 71.96 miles.
3. Number of crossties applied in replacement during year 460. Number of feet of switch and bridge ties applied in replacement during year 0 feet .
4. Rail applied in replacement during year: .5 tons .
5. Number of miles over which operation is conducted by trackage rights is 26.93 miles.

SCHEDULE C--Itemized Statement of Intrastate Gross Earnings Within Ohio for the Year Ending December 31, 2011.

1. The definition of Intrastate Railway Operating Revenue:
Transportation of property or people, or the receipt, delivery, storage, or handling of property, entirely in the State of Ohio.
2. The definition of Other Revenue: Dividend and Interest Income, Gains from Disposition of Property --Operating and Non-operating, Other Operating or Non-operating Gains.

Intrastate Railway Operating Revenue	$ 2,232,119
Other Intrastate Revenue	$ 770,068
Total	$ 3,002,187

IN ORDER TO ENSURE THAT PUCO CORRESPONDENCE IS DIRECTED TO THE APPROPRIATE PERSON AT THE CORRECT ADDRESS, PLEASE COMPLETE THE FOLLOWING.

Name, Title, Address, and Phone Number of the Company's Contact Persons To Receive Entries and Orders from the Docketing Division

MICHAEL D MOKODEAN — V.P. & CFO
Name — Title

100 E. 1ST STREET BREWSTER, OH 44613
Address

330-767-7240
Phone Number (Including Area Code)

mdmoke@wlerwy.com
E-Mail Address

Name, Title, Address, and Phone Number of Person to whom Invoice Should be directed

MICHAEL D MOKODEAN — V.P. & CFO
Name — Title

100 E. 1ST STREET BREWSTER, OH 44613
Address

330-767-7240
Phone Number (Including Area Code)

mdmoke@wlerwy.com
E-Mail Address

Certification:

I state that I have carefully examined the foregoing report and that all information provided is a true, correct, and complete statement of the business and affairs of the above name railroad.

Signature — Date 08/08/2012

Title VP + CFO

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

8/8/2012 1:42:09 PM

in

Case No(s). 12-0008-RR-RPT

Summary: Annual Report electronically filed by Miss Donna L Phillips on behalf of AKRON BARBERTON CLUSTER RAILWAY VP & CFO