

INVITATION FOR PROPOSALS TO PURCHASE THE
STEWARTSTOWN RAILROAD

*located in Stewartstown, York County, Pennsylvania
(south central Pennsylvania, approximately midway between
York, Pennsylvania and Baltimore, Maryland)*

The Board of Directors of the Stewartstown Railroad Company is seeking proposals from individuals or entities interested in purchasing the Stewartstown Railroad for the purpose of preservation and operation. It is not the intent of the Board of Directors or the Shareholders of the Company to scrap the railroad or to abandon it.

After much consideration, the Board has decided that it may be in the best interest of the shareholders and of the railroad itself to put the railroad into the hands of an individual or entity with sufficient resources to restore the railroad to operation on a prompt time frame. The sale would include the railroad's real properties and track from New Freedom, PA to Stewartstown, PA, locomotives #9 and #10, structures including two stations and enginehouse, and all tools, equipment, maintenance parts, tie, rail and track material inventories on hand. At the present time, the corporate archives and records, and the corporation itself, are not for sale. We are also not considering the sale of individual assets or the donation of the railroad at this time. Individuals or entities wishing further details or to submit a written proposal should contact:

Ms. Renee Bitten, Corporate Secretary
Stewartstown Railroad Company
P.O. Box 155
Stewartstown, PA 17363.
or e-mail Ms. Bitten at: ken@classicrail.com

By Order of the Board of Directors
Renee Bitten, Corporate Secretary
Stewartstown, Pennsylvania

December 31, 2009