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SEC

Service Date - December 19, 1996

SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 33286

NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
--CONTROL--
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

Decision No. 3

Decided: December 1-7, 1996

On November 6, 1996, Norfolk Southern Corporation (NSC) and Norfolk Southern Railway Company (NSR) (collectively application), filed a notice of intent (NSC-1) to file an application seeking Surface Transportation Board (Board) authorization under 49 U.S.C. 11-323-25: (1) for the acquisition of control of Conrail Inc. (CRI) and Consolidated Rail Corporation (CRC) (collectively, 'Conrail) by NSC; and (2) for the resulting common control by *NSC of* Conrail and its subsidiaries, on the one hand, and NSR and its subsidiaries on the other. In a decision served and published in the Federal Register on November 27, 1996 (Decision No. 1) the Board gave notice of this reviling notification and requested comments on a proposed procedural schedule.

In Decision No. 1, the Board also stated that we were in the process of obtaining an Administrative Law Judge (A L J) to be assigned to this proceeding for the purpose of handling discovery matters including the adoption of any discovery guidelines. Accordingly, the Board assigns and authorizes Administrative Law judge Jacob Leventhal to entertain and rule upon all disputes concerning discovery in @h@s proceeding. In addition to filing pleadings with the Board and with applicants' representative as instructed in Decision No. 1, parties must send a copy of all filings and documents in this Proceeding to Administrative Law judge Jacob Leventhal, Federal Energy Regulatory-Commission, Office of Hearings, 825 North Capitol Street, NE, Washington, DC 20426 and must refer to STE Finance Docket No. 33296.

This action will not significantly affect either the quality of the human environment or the conservation of energy resources.

it is ordered:

1.This proceeding is assigned to Administrative Law Judge Jacob Leventhal for handling c all discovery matters and initial resolution of all discovery disputes.

2.This decision is effective on the service date.

3. A copy of all filings and documents must be sent to
Administrative Law Judge Jacob Leventhal, Federal Energy
Regulatory Commission, Office of Hearings, 825 North Capitol
Street, NE, Washington, DC 20426 and refer to STB Finance Docket
No. 33286.

4. Administrative Law Judge Jacob Leventhal shall be added to the service list in this proceeding and a copy of this
decision shall be served on Administrative Law Judge Jacob Leventhal at the address listed in the preceding
paragraph.

By the Board, Vernon A. Williams, Secretary.

Vernon A. Williams
Secretary