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SERVICE DATE - NOVEMBER 20, 1996

SURFACE TRANSPORTATION BOARD¹

Finance Docket No. 32760

UNION PACIFIC CORPORATION, UNION PACIFIC RAILROAD COMPANY, AND MISSOURI PACIFIC RAILROAD COMPANY--CONTROL AND MERGER--SOUTHERN PACIFIC RAIL CORPORATION, SOUTHERN PACIFIC TRANSPORTATION COMPANY, ST. LOUIS SOUTHWESTERN RAILWAY COMPANY, SPCSL CORP., AND THE DENVER AND RIO GRANDE WESTERN RAILROAD COMPANY

[Decision No. 59]

Decided: November 15, 1996

In Decision No. 44 (served August 12, 1996), we approved common control of the rail carriers controlled by Union Pacific Corporation (Union Pacific Railroad Company and Missouri Pacific Railroad Company, referred to collectively as UP) and the rail carriers controlled by Southern Pacific Rail Corporation (Southern Pacific Transportation Company, St. Louis Southwestern Railway Company, SPCSL Corp., and The Denver and Rio Grande Western Railroad Company, referred to collectively as SP), subject to various conditions. Common control was consummated on September 11, 1996, when Southern Pacific Rail Corporation was merged with and into UP Holding Company, Inc., a direct wholly owned subsidiary of Union Pacific Corporation.

By petition filed September 4, 1996, Mr. Scott Manatt, arguing that common control is not in the public interest, urges that we reconsider our approval thereof. By reply (UP/SP-279) filed September 23, 1996, UP/SP, arguing that Mr. Manatt has identified no material error in Decision No. 44, urges the denial of his petition.

We are denying the petition filed by Mr. Manatt. We believe that, subject to the many conditions we have imposed, UP/SP common control is consistent with the public interest. See 49 U.S.C. 11344(c). Nothing in Mr. Manatt's petition suggests otherwise.

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

It is ordered:

1. The petition filed by Mr. Manatt is denied.

¹ Proceedings before the Interstate Commerce Commission (ICC) that remained pending on January 1, 1996, must be decided under the law in effect prior to that date if they involve functions retained by the ICC Termination Act of 1995, Pub. L. No. 104-88, 109 Stat. 803. This proceeding was pending with the ICC prior to January 1, 1996, and relates to functions retained under Surface Transportation Board (Board) jurisdiction pursuant to new 49 U.S.C. 11323-27. Citations are to the former sections of the statute, unless otherwise indicated.

2. This decision shall be effective on November 20, 1996.

By the Board, Chairman Morgan, Vice Chairman Simmons, and
Commissioner Owen.

Vernon A. Williams
Secretary