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December 12, 2014

By e-filing

Ms. Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024

Re: Finance Docket No. 35873, *Norfolk Southern Railway Company -- Acquisition and Operation -- Certain Rail Lines of The Delaware and Hudson Railway Company, Inc.*

Dear Ms. Brown:

Alma Realty Corp., 31-10 37th Avenue, Suite 500, New York, NY 11101 (Alma) and Pace Glass, Inc., 73 Cornelison Avenue, Jersey City, NJ 07304 (Pace) hereby join in a Motion filed by CNJ Rail Corporation (CNJ) on December 8, 2014 to Reject the Application filed by Norfolk Southern Railway Company (NS) in the above proceeding on November 17, 2014 on the ground that the Application is not complete because it omits applications, petitions, or notices for discontinuance of trackage rights held by Delaware & Hudson Railway Company, Inc. (DH), which are acknowledged by NS to be transactions related to the proposed NS acquisition and operation of DH. (*See* 49 U.S.C. § 11325(a), “if the application is incomplete, the Board shall reject it . . .”).

NS’s failure to have filed its own Application on a timely basis is an additional ground for rejection of the Application. It is provided in 49 C.F.R. § 1180.4(c)(6) that “(a)ll filing . . . requirements of these procedures must be complied with when filing the application.” In disregard of that regulation, NS filed Appendix A of the Direct Short Line Access Agreement in Volume II on November 25, 2014, eight days after the Application was filed. In even more blatant non-compliance with that regulation, NS filed 40 pages containing statements of shippers, rail carriers, and a governmental agency on December 8, 2014, twenty-one days after the Application was filed. Presumably, NS intends that those materials are to be elements of its case-in-chief in support of the Application. In order to be so considered, however, those

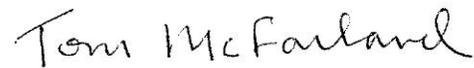
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materials were required to be filed as part of NS's Application at the time when the Application was filed. Consequently, the Application was not complete when filed. That being the case, the governing statute, 49 U.S.C. § 11325(a), requires that the Application be rejected.^{1/}

WHEREFORE, NS's Application should be rejected. If the Application is not rejected, notice of its filing should not be published in the Federal Register before January 7, 2015.

Respectfully submitted,



Thomas F. McFarland
*Attorney for: CNJ Rail Corporation
Alma Realty Corp.
Pace Glass, Inc.*

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cc: William Mullins, Esq., *by e-mail, wmullins@bakerandmiller.com & first-class U.S. mail*
All other parties of record, *by first-class U.S. mail*

^{1/} If the Application is not rejected, it should be determined that the Application was not complete until the latest of NS's late-filed statements were filed on December 8, 2014. On that basis, notice in the Federal Register of filing of the Application should be published 30 days thereafter, on January 7, 2015.