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December 8, 2014

237179
ENTERED
Office of Proceedings
December 8, 2014
Part of
Public Record

VIA E-FILING

Cynthia T. Brown, Chief
Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

Re: *Norfolk Southern Railway Company – Acquisition and Operation -
Certain Rail Lines of the Delaware and Hudson Railway Company, Inc.*, STB
Docket FD 35873

Dear Ms. Brown:

Enclosed is Norfolk Southern Railway Company's "List Of Supporting Parties And Submission Of Statements In Support Of The Transaction" (NS-5) to be submitted in the above referenced proceeding. If there are any questions concerning this filing, please contact me at the address and phone listed above or at wmullins@bakerandmilller.com.

Respectfully submitted,



William A. Mullins
Attorney for Norfolk Southern Railway Company

Enclosures

cc: Parties of Record

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35873

NORFOLK SOUTHERN RAILWAY COMPANY

- ACQUISITION AND OPERATION -

**CERTAIN RAIL LINES OF THE DELAWARE AND HUDSON RAILWAY
COMPANY, INC.**

**LIST OF SUPPORTING PARTIES AND SUBMISSION OF STATEMENTS IN SUPPORT
OF THE TRANSACTION**

**James A. Hixon
William A. Galanko
John M. Scheib
Maquiling B. Parkerson
Aarthy S. Thamodaran
NORFOLK SOUTHERN CORPORATION
Three Commercial Place
Norfolk, VA 23510
Tel: (757) 533-4939
Fax: (757) 533-4872**

**William A. Mullins
Amber L. McDonald
Crystal M. Zorbaugh
BAKER & MILLER PLLC
2401 Pennsylvania Ave, NW
Suite 300
Washington, DC 20037
Tel: (202) 663-7820
Fax: (202) 663-7849**

**Attorneys for Norfolk Southern
Railway Company**

December 8, 2014

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35873

NORFOLK SOUTHERN RAILWAY COMPANY

– ACQUISITION AND OPERATION –

**CERTAIN RAIL LINES OF THE DELAWARE AND HUDSON RAILWAY
COMPANY, INC.**

**LIST OF SUPPORTING PARTIES AND SUBMISSION OF STATEMENTS IN SUPPORT
OF THE TRANSACTION**

On November 17, 2014, Norfolk Southern Railway Company (“NS” or “Applicant”) submitted a Minor Application (NS-1) seeking approval for NS’s acquisition and operation of 282.55 miles of Delaware and Hudson Railway Company, Inc.’s (“D&H”) rail lines located in Pennsylvania and New York (the “D&H South Lines”), including any and all other tracks related to or auxiliary to the acquired lines, and for approval of certain other related actions, collectively the “Transaction” as further explained and set forth in the Application. As noted at page 47 and in footnote 34, because the filing of the Application was occurring at the same time as the public announcement of the proposed Transaction, NS was not able to provide shippers, government agencies, political officials, or short lines with advance notice of the filing of the Application or to gauge whether such entities would support or oppose the Transaction. NS is pleased to inform the Board that since the public announcement and the filing of the Application, there has been substantial support for the Transaction.

Attached as Exhibit 1 to this filing is a listing of the supporting parties and copies of the various support statements and letters which NS has received to date. NS hereby submits these

statements for inclusion in the record.¹ The statements represent a broad range of the shipping public, including intermodal and merchandise companies; several short lines, including the largest connecting short line; and; the Pennsylvania Department of Transportation. Indeed, NS estimates that the shippers providing support for the Transaction represent approximately two-thirds of the number of carloads/intermodal containers traversing the D&H South Lines, and NS expects that percentage to increase. Given this broad range of support, NS is hopeful that the Board will accept the application as a minor transaction and proceed with an expeditious procedural schedule, consistent with the statutory deadlines for a minor transaction.

Respectfully submitted,



James A. Hixon
 William A. Galanko
 John M. Scheib
 Maquiling B. Parkerson
 Aarthy S. Thamodaran
 NORFOLK SOUTHERN CORPORATION
 Three Commercial Place
 Norfolk, VA 23510
 Tel: (757) 533-4939
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William A. Mullins
 Amber L. McDonald
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 2401 Pennsylvania Ave, NW
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 Washington, DC 20037
 Tel: (202) 663-7820
 Fax: (202) 663-7849

Attorneys for Norfolk Southern Railway Company

December 8, 2014

¹ Some of these letters have been independently filed with the Board, but are included herein in order to provide a comprehensive listing and a complete record to date. NS understands that others are still in the process of being signed and mailed to NS or the Board. However, due to the short time frame since the public announcement of the transaction, a few of the letters in Exhibit 1 are not yet signed and some supporters have not yet provided NS with their letters. Nonetheless, NS understands that such parties support the transaction and that signed letters should be forthcoming. NS will continue to provide letters of support as it receives them.

CERTIFICATE OF SERVICE

I hereby certify that I have served a copy of the foregoing List Of Supporting Parties And Submission Of Statements In Support Of The Transaction (NS-5) in STB Finance Docket No. 35873, by first class mail, properly addressed with postage prepaid, or via more expeditious means of delivery, upon all persons required to be served as set forth in 49 C.F.R. § 1180.4(c)(5) and all present parties of record.



William A. Mullins
Attorney for Norfolk Southern Railway Company

December 8, 2014

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 35873

NORFOLK SOUTHERN RAILWAY COMPANY

- ACQUISITION AND OPERATION -

**CERTAIN RAIL LINES OF THE DELAWARE AND HUDSON RAILWAY
COMPANY, INC.**

EXHIBIT 1

**LIST OF SUPPORTING PARTIES AND ATTACHED COPIES OF
SOME OF THE SUPPORT LETTERS AND STATEMENTS**

Shippers

1. AGRIServices of Brunswick, LLC
2. Air Products and Chemicals, Inc.
3. Alliance Shippers Inc.
4. Arauco North America
5. Axsun
6. Baroid Fluid Services
7. Bartlett Grain Co., LP
8. Beasley Forest Products
9. Bulk Service
10. Casco Bay Steel Structures, Inc.
11. CCRC Rail Logistics
12. Celtic International, Inc.
13. Ciment Quebec Inc.
14. Clipper Exxpress Co.
15. Consol Energy
16. Coyote
17. Distribution Unlimited, Inc.
18. Esbenshade Inc.
19. Essex Hybrid Seed Co.
20. Federal White Cement
21. Feed Commodities International, Inc.
22. Forest City Trading Group, LLC
23. Fracht FWO
24. GateFront, LLC
25. Gavilon Fertilizer, LLC
26. Gerresheimer Glass Inc.
27. Gold Star Feed and Grain, LLC
28. Grain Processing Corp.
29. Hampton Lumber Sales Co.
30. Hanjin Shipping America, LLC
31. Hapag-Lloyd (America) Inc.
32. HLI Rail & Rigging, LLC
33. Hub Group
34. Indorama Ventures
35. Interstate Commodities Inc.
36. JB Hunt Transport Services, Inc.
37. JBS USA LLC
38. J.D. Irving, Ltd.
39. Jordan Lumber

40. "K" Line America, Inc.
41. Kimberly-Clark Corp.
42. Lafarge North America
43. Lubrizol Corp.
44. Lumbermens Merchandising Corp.
45. Midstates, Inc.
46. Moark LLC
47. Northeast Utilities System
48. Omya Inc.
49. Packaging Corporation of America
50. Paper Transport, Inc.
51. PBF Energy
52. Reagent Chemical & Research, Inc.
53. R.G. Phillips Group of Companies Inc.
54. RSI Logistics, Inc.
55. Rousselot
56. Specialty Minerals Inc.
57. Thomasson Co.
58. Thoroughbred Direct Intermodal Services, Inc.
59. TOTO USA, Inc.
60. TTS, LLC
61. Turf Care Supply Corp.
62. Unilever ASCC AG
63. West Fraser Mills Ltd.
64. WoodPerfect of NC
65. Yusen Logistics (Americas) Inc.

Short Lines

66. Belvidere & Delaware River Railway Company, Inc.
67. Black River & Western Railroad
68. Lancaster & Chester Railroad
69. Lehigh Railway, LLC
70. Luzerne and Susquehanna Railway Company
71. Meridian Southern Railway, LLC
72. Milford-Bennington Railroad Co., Inc.
73. Owego Harford Railway, Inc.
74. Reading & Northern Railroad
75. Western New York & Pennsylvania RR, LLC
76. Springfield Terminal Railway Company
77. Pan Am Southern LLC

Public Agencies and Government Officials

78. Pennsylvania Department of Transportation



November 25, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of AGRIServices of Brunswick, LLC to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

AGRIServices of Brunswick supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in cursive script that reads "William P. Jackson".

William P. Jackson
General Manager
AGRIServices of Brunswick, LLC

Brunswick West - 660-549-3351 - 800-279-4229 - FAX 660-549-3442

Brunswick East - 660-548-3177 - 888-548-3177 - FAX 660-548-3541

Mendon - 660-272-3213 - 800-272-7501 - FAX 660-272-4116

Agland - 660-258-7493 - FAX 660-258-2594



Air Products and Chemicals, Inc.
7201 Hamilton Boulevard
Allentown, PA 18195-1501
Telephone (610) 481-4911

December 3, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873_0

Dear Ms. Brown:

My name is Danny Fahringer. I am the Project Logistics Manager for Air Products and Chemicals, Inc. I'm writing to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

Air Products supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. Specific to Air Products shipping needs, we feel this acquisition will reduce the handoffs in the movement of our over dimensional LNG exchanger moves. These are highly managed, special train moves that become even more complex with multiple operators involved. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As we see no competitive harms that would arise from this acquisition, we fully support this proposal.

Sincerely,

A handwritten signature in black ink, appearing to read "D. Fahringer", written in a cursive style.

Strategic Sourcing Manager, North American Logistics

ALLIANCEshippers inc.

November 20, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

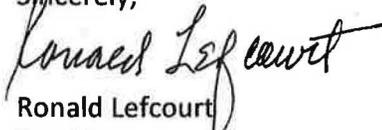
Alliance Shippers Inc. submits this letter in strong support of the application filed on November 18, 2014 of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Alliance Shippers Inc. is a major Intermodal Marketing Company that depends on reliable and sustainable service over Norfolk Southern’s routes over the D&H South Lines.

Alliance Shippers Inc.’s customer base represents approximately 400,000 trailer loads shipped via the nation’s railroads. We are the second largest intermodal marketing company on the Norfolk Southern Railroad. The acquisition of the Delaware and Hudson Railway would improve the Norfolk Southern’s service between the Midwest and the states in the Northeast. On behalf of our customer base and Alliance Shippers Inc., we strongly support this acquisition.

We respectfully request your expedited review and approval of this transaction.

Sincerely,


Ronald Lefcourt
President



December 1, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

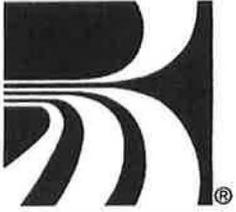
I am writing on behalf of Arauco North America to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Arauco North America supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Jason Rosenblatt
Eastern Regional Transportation Manager



4900 Main Street, Suite 1200
Kansas City, Missouri 64112-2807
816-753-6300

November 24, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway
STB Docket No. FD_35873_0

Dear Ms. Brown:

I am writing on behalf of Bartlett Grain Co, L.P. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Bartlett Grain Co, L.P. supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read 'Joe Griffith', is written over a light blue horizontal line. The signature is fluid and cursive.

Joe Griffith
General Director of Transportation

BELVIDERE & DELAWARE RIVER RAILWAY

POST OFFICE BOX 22
RINGOES, NEW JERSEY 08551

November 28, 2014

Chairman Dan Elliott
Vice Chairman Deb Miller
Commissioner Ann Begeman
Surface Transportation Board
395 E Street, SW
Suite 1220
Washington, DC 20423-0001

RE: Finance Docket No. 35873
Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway

Dear Board Members:

The Belvidere & Delaware River Railway Company, Inc. (BDRV) submits this letter in strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

The BDRV connects with the Norfolk Southern at Phillipsburg, NJ and extends 16 miles south through Warren and Hunterdon Counties, with a branch to Easton, PA. Located central to New York and Philadelphia, the BDRV serves these metro areas as well as Central New Jersey and Eastern Pennsylvania.

The proposed NS acquisition of former D&H lines to Albany will offer single line service and pricing from many points in New England to BDRV customers, for the first time in history. Not only will this enhance rail competition, it will offer shippers an alternative to lanes that have been truck dominated for decades.

For these reasons, BDRV strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Very truly yours,

Kean Burenga
President
Email: KBurenga@brwrr.com
Phone: 908-782-1611
Fax: 908-782-0134
Cell: 908-963-0067

There is no job so important, no service so urgent, that it needs to be done, except safely.



P.O. Box 788
Hazlehurst, Georgia 31539
(912) 375-5174 Phone
(912) 375-9541 Fax

12/3/14

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Beasley Forest Products to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Beasley Forest Products supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Darrell Beasley
CEO

BLACK RIVER & WESTERN RAILROAD

POST OFFICE BOX 200
RINGOES, NEW JERSEY 08551

November 28, 2014

Chairman Dan Elliott
Vice Chairman Deb Miller
Commissioner Ann Begeman
Surface Transportation Board
395 E Street, SW
Suite 1220
Washington, DC 20423-0001

RE: Finance Docket No. 35873
Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway

Dear Board Members:

The Black River & Western Railroad (BRW) submits this letter in strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

The BRW connects with the Norfolk Southern at Three Bridges, NJ and has provided local rail service to Hunterdon County for fifty (50) years. Located central to New York and Philadelphia, the BRW serves these metro areas as well as Central New Jersey.

The proposed NS acquisition of former D&H lines to Albany will offer single line service and pricing from many points in New England to BRW customers, for the first time in history. Not only will this enhance rail competition, it will offer shippers an alternative to lanes that have been truck dominated for decades.

For these reasons, BRW strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Very truly yours,

Kean Burenga
President
Email: KBurenga@brwrr.com
Phone: 908-782-1611
Fax: 908-782-0134
Cell: 908-963-0067

There is no job so important, no service so urgent, that it needs to be done, except safely.

Bulk Service
2801 Rock Road
Granite City, IL 62040
618-219-3919

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of the Delaware and Hudson Railway

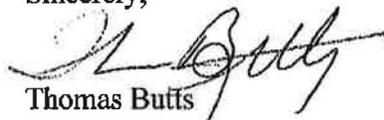
Dear Ms. Brown:

I am writing on behalf of Bulk Service to express our strong support of the application filed on November [18th], 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Bulk Service supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,


Thomas Butts
General Manager

Casco Bay Steel Structures, Inc.

One Wallace Avenue
South Portland, Maine 04106

Phone: (207) 780-6722

Fax: (207) 780-6726

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

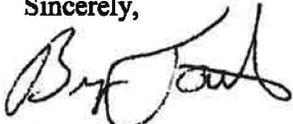
Dear Ms. Brown:

I am writing on behalf of Casco Bay Steel Structures, Inc. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Casco Bay Steel Structures, Inc. supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Bryon Tait
President
11/26/14



7840 Graphics Drive Suite 100 Tinley Park, Illinois 60477

phone 708 532 9200 fax 708 532 4542

STEVEN M. GOLICH
PRESIDENT

November 18, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

Celtic International, Inc. submits this letter in strong support of the application filed on November 18, 2014 of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Celtic International, Inc. is a major Intermodal Marketing Company that depends on reliable and sustainable service over Norfolk Southern’s routes over the D&H South Lines. Our company ships Intermodal containers from Pennsylvania origins to new York destinations via Norfolk Southern over the D&H.

Celtic International, Inc. supports the proposed acquisition because it:

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines
- Aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines.
- Directly connects NS with its PanAm Southern facilities, which should result in more efficient service and competitive transportation options]
- Results in minimal disruption of service, since NS already operates daily over the lines
- Produces no competitive harms, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market

For the above reasons, Celtic International Inc. strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,


Steven M. Golich
President

cc: Mark Boge Norfolk & Southern Railway



November 25, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway

STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Ciment Québec inc. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Ciment Québec inc. supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Jean Lebrun
Assistant V.P. Cement Business Dev. And Logistics Manager



9014 Heritage Road, Suite 300
Woodridge, IL USA 60517-5080
T. 630.739.0700
F. 630.739.1817
www.clippergroup.com

November 21, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

Clipper Exxpress Company submits this letter in strong support of the application filed on November 17, 2014 of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Clipper Exxpress is a major Intermodal Marketing Company that depends on reliable and sustainable service over Norfolk Southern’s routes over the D&H South Lines. Our company ships Intermodal containers from Chicago to Ayer, MA via Norfolk Southern over the D&H.

Clipper Exxpress supports the proposed acquisition because it:

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines
- Aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines.
- Directly connects NS with its PanAm Southern facilities, which should result in more efficient service and competitive transportation options]
- Results in minimal disruption of service, since NS already operates daily over the lines
- Produces no competitive harms, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market

For the above reasons, Clipper Exxpress Company strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "Terry Armstrong", written over a white background.

Terry Armstrong
Vice President & General Manager

cc: Mark Boge, Account and Marketing Manager, Norfolk Southern Railway



CONSOL ENERGY

4 December 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of CONSOL Energy to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

CONSOL Energy supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read 'S. Johnson', written over a circular stamp or watermark.

Samuel H. Johnson
Vice President Energy Marketing
CONSOL Energy



2545 W Diversey Ave
Chicago, IL 60647
www.coyote.com

T 877 626 9683
F 847 295 2828

November 18, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

Coyote submits this letter in strong support of the application filed on November 18, 2014 of Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

Coyote is a major Intermodal Marketing Company that depends on reliable and sustainable service over Norfolk Southern's routes over the D&H South Lines. Our company ships Intermodal containers from Chicago, IL to Taylor, PA via Norfolk Southern over the D&H.

Coyote supports the proposed acquisition because it:

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines
- Aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines.
- Directly connects NS with its PanAm Southern facilities, which should result in more efficient service and competitive transportation options]
- Results in minimal disruption of service, since NS already operates daily over the lines
- Produces no competitive harms, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market

For the above reasons, Coyote strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Tim Foersom
Vice President Intermodal
Coyote

cc: Mark Boge / Norfolk Southern



Essex Hybrid Seed Company
6161 Coronation Ave, Windsor, ON, N8T 0A5, Canada
1(519)974-9993 FAX-1(519)974-0998

11/26/14

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

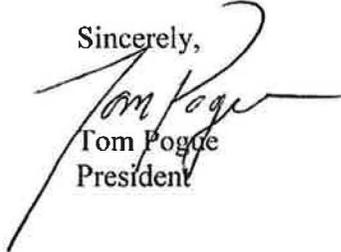
Dear Ms. Brown:

I am writing on behalf of Essex Hybrid Seed Company to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Essex Hybrid Seed Company supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Tom Fogue
President



FEDERAL WHITE CEMENT

3043 Marcor Drive
SINKING SPRING, PA 19608

PHONE: (610) 927-1410 • (800) 265-1806

FAX: (610) 670-1908

12/5/14

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Federal White Cement to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Federal White Cement supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Bernard J Igusky
Director Logistics, Marketing & Technical Services



FEED COMMODITIES INTERNATIONAL, INC.

Vergennes, VT • Middlebury, VT • Newport, VT • Detroit, ME • Bernardston, MA • Malone, NY

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Feed Commodities International, INC. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Feed Commodities International, INC. supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Randy Bigelow
Feed Commodities International, INC.
47 Feed Mill Lane
Middlebury, VT 05753



Forest City Trading Group, LLC

TRADITION OF EXCELLENCE

December 4, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Forest City Trading Group to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Forest City Trading Group supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Elizabeth Myzak
Vice President Compliance & Operations Risk



225 Schilling Boulevard, Suite 120
Collierville, TN 38017
(901) 537-7266 Office
(901) 767-7454 Fax

December 4, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of GateFront, LLC to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

GateFront, LLC supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "Dan Reynolds".

Dan Reynolds,
President of GateFront, LLC



5 Skidaway Village Walk
Suite 201
Savannah, GA 31411-2905
Phone: 912.598.8392
Fax: 912.598.8692
www.gavilon.com

December 4, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of GAVILON FERTILIZER, LLC to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. ("D&H").

GAVILON FERTILIZER, LLC supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "Ken Schuster", with a long, horizontal flourish extending to the right.

Ken Schuster
Vice President



Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Gold Star Feed and Grain, LLC. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Gold Star Feed and Grain, LLC supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "CB", is written over the word "Sincerely,".

Corey Bisgard (Director of Logistics) Gold Star Feed and Grain, LLC

Gold Star Feed and Grain, LLC

2501 SE Tones Drive • Suite 500 • Ankeny, IA 50021 • Office (515) 289-9400 • Toll Free (866) 755-4295 • Fax (515) 965-2404



1600 Oregon Street, Muscatine, IA 52761, USA
grainprocessing.com

November 21, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway

STB Docket No. FD 35873

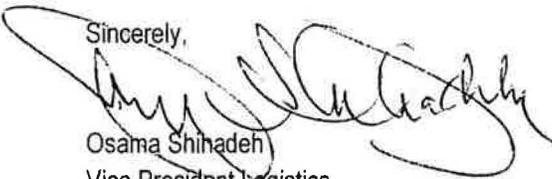
Dear Ms. Brown:

I am writing on behalf of Grain Processing Corporation to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

Grain Processing Corporation supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,


Osama Shihadeh
Vice President-Logistics



HAMPTON LUMBER SALES COMPANY

9600 SW Barnes Road
Suite 200
Portland, OR 97225-6666
phone 503.297.7691
www.hamptonaffiliates.com

December 5, 2014

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

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of the Delaware and Hudson Railway, Company, Inc. STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Hampton Lumber Sales to express our support of the application filed on November 17, 2014 by the Norfolk Southern Railway, to acquire and operate certain rail lines of the Delaware and Hudson Railway Company.

Hampton Lumber Sales supports the proposed acquisition because of the reinvestment practices of the Norfolk Southern Railway that would ensure the viability of the D&H South lines. This action would certainly create operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast market as it enables the NS and the D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of the D&H railway.

Sincerely,

A handwritten signature in cursive script, appearing to read "G. Bonner".

George Bonner
Director of Transportation
Hampton Affiliates



HANJIN SHIPPING AMERICA, LLC.

80 ROUTE 4 EAST, SUITE 490, PARAMUS, NJ 07652 • TEL. (201) 291-4600 • FAX. (201) 291-9393

November 19, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, Norfolk Southern Railway Company – Acquisition
and Operation – Certain Rail Lines of the Delaware and Hudson Railway

Dear Honorable Commissioners:

Hanjin Shipping submits this letter in strong support of the application filed on November 19, 2014 of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Hanjin Shipping is a major global ocean carrier that depends on reliable and sustainable service over Norfolk Southern’s routes over the D&H South Lines. Our company ships Intermodal containers from many origins to many destinations via Norfolk Southern over the D&H.

Hanjin Shipping supports the proposed acquisition because it :

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines
- Aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines.
- Directly connects NS with its PanAm Southern facilities, which should result in more efficient service and competitive transportation options]
- Results in minimal disruption of service, since NS already operates daily over the lines
- Produces no competitive harms, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market

For the above reasons, Hanjin Shipping strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Mike Radak
Senior Vice President,
Sales / Marketing and Operations
Hanjin Shipping America



HANJIN SHIPPING AMERICA, LLC.

80 ROUTE 4 EAST, SUITE 490, PARAMUS, NJ 07652 • TEL. (201) 291-4600 • FAX. (201) 291-9393

cc: YH Jung – Hanjin Shipping
SH Jeong – Hanjin Shipping
Paul Schneider – Hanjin Shipping
Ed Elkins – Norfolk Southern
Randy Bayles – Norfolk Southern
Hugh Dodd – Norfolk Southern

Thomas Barattini

Hapag-Lloyd (America) Inc.
399 Hoes Lane
Piscataway, NJ 08854
Phone (732) 582-1800
Fax (732) 885-6132
www.hapag-lyoyd.com

November 20, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway

Dear Honorable Commissioners,

Hapag-Lloyd submits this letter in strong support of the application filed on November 17, 2014 of Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

Hapag-Lloyd is a major ocean carrier who depends on reliable and sustainable service over Norfolk Southern's routes over the D&H South Lines. Our company ships Intermodal containers between New York / New Jersey and Eastern Canada via Norfolk Southern over the D&H.

Hapag-Lloyd supports the proposed acquisition because it:

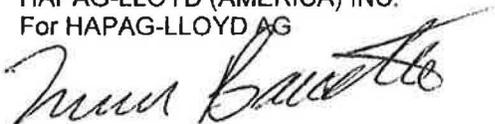
- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines.
- Directly connects NS with its PanAm Southern facilities, which should result in more efficient service and competitive transportation options.
- Enhances overall competition in the Northeast surface transportation market.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H.

We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

HAPAG-LLOYD (AMERICA) INC.
For HAPAG-LLOYD AG



Thomas Barattini
Director
Corporate Logistics



HLI Rail & Rigging, LLC

Wednesday, November 26, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Norfolk Southern to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

HLI Rail & Rigging, LLC supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

X 

Michael R Scott
Partner/Director of Rail Operations

HLI Rail & Rigging, LLC
8900 Eastloch Drive, Suite 215
Spring, TX 77370
TEL: 281-826-0009 Fax: 281-826-0094



2000 Clearwater Drive
Oak Brook, IL 60523

P 630.271.3600
F 630.964.6475
HUBGROUP.COM

November 21, 2014

Commissioners
Surface Transportation Board
395 E. Street, S.W.
Washington, D.C. 20423

Re: Finance Docket No. FD35873, Norfolk Southern Railway Company (“NS”)—Acquisition and Operation—Certain Rail Lines of the Delaware and Hudson Railway (“D&H”)

Dear Commissioners:

I am the Chairman and Chief Executive Officer of Hub Group, Inc., a \$3.4 billion transportation company that is traded on NASDAQ under the symbol IIUBG. Intermodal is Hub Group’s largest line of business representing approximately \$2.2 billion in revenue in 2013. Hub Group is a significant customer of the major U.S. rail carriers, moving over 800,000 intermodal containers per year. Additionally, Hub Group has a proprietary fleet of approximately 28,000 containers that move on the NS, Union Pacific, Canadian Pacific, Canadian National, Kansas City Southern and Florida East Coast railroads and their subsidiaries, including the D&H. Hub Group has over 1,650 active customers and our customer list represents most of the Fortune 500 companies in the United States.

Hub Group depends on consistent intermodal service from NS in the important northeastern corridor serviced by the D&H’s southern lines in order to utilize the NS’ terminals in Ayer, Massachusetts, servicing Boston, and metropolitan Albany, New York, as well as the CP terminal at Taylor, Pennsylvania that is part of the transaction. In 2013, these terminals serviced approximately 22,600 Hub Group shipments. I write this letter in fervent support of the NS’ application to acquire the southern D&H lines.

Intermodal service works more efficiently with less intermediary railroads. Hub’s customers depend on consistent rail service in order to best manage their inventory and operations. By eliminating the D&H as a connecting railroad, operations in the lanes that service upstate New York and New England will improve because the NS will be fully responsible for the planning crew, locomotives, train schedules and the capital for necessary infrastructure improvements along the line. In our opinion, the NS has both the resources and the interest in improving service in this corridor. Further, by aligning ownership with usage, operating efficiencies should improve the reliability of service. By connecting the NS directly with the PanAm Southern facilities reaching Massachusetts, this relatively underutilized corridor will be more efficient and more competitive for intermodal service. This should ultimately result in increased intermodal usage and less trucks on the road in this already congested area of the country. Following the completion of the proposed transaction, we expect minimal disruption of service as the acquisition is implemented as the NS already operates daily on the southern D&H lines. Finally, the proposed acquisition will not harm competition in any way as these market areas are all already serviced by NS.

We strongly urge the STB to approve the NS’ application to acquire the D&H southern lines.

Sincerely,

A handwritten signature in black ink that reads 'David P. Yeager'.

David P. Yeager
Chairman and Chief Executive Officer



December 2, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
The Delaware and Hudson Railway. STB Docket No. FD #35873

Dear Ms. Brown:

I am writing on behalf of *Indorama Ventures* which include in following manufacturing companies within the United States; *Auriga Polymers*, Spartanburg, SC, *Starpet, Inc.*, Asheboro, NC, *Alphapet, Inc.*, Decatur, AL and *Indorama Ventures Oxide & Glycols*, Clear Lake, TX to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Indorama Ventures supports the proposed acquisition because *Indorama* shipments move over the subject rail lines and because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in cursive script that reads "Phillip C. Rine".

Phillip C. Rine
Director Logistics
Indorama Ventures

Cc: Norfolk Southern Railway Company, Pan Am Systems



Interstate Commodities, inc.

GRAIN AND FEED INGREDIENTS

12/01/2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Interstate Commodities Inc. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Interstate Commodities supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Gregory Oberting
CEO

PLEASE VISIT US ON THE WEB AT WWW.ICIGRAIN.COM



JB Hunt Transport Services, Inc.

November 20, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

J.B. Hunt Transport Services, Inc. submits this letter in strong support of the application filed on November 17, 2014, of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

J.B. Hunt is one of the leading transportation logistics companies in North America, operating the largest fleet of privately owned 53’ intermodal containers and one of the biggest private drayage fleets in the nation. J.B. Hunt depends on reliable and sustainable service on Norfolk Southern’s routes over the D&H South Lines. Our company ships intermodal containers from over thirty rail origins across the U.S. to ramps in Albany, NY and Ayer, MA via Norfolk Southern over the D&H.

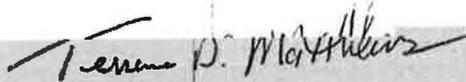
J.B. Hunt supports the proposed acquisition for several reasons. Primarily, this acquisition would increase competition in the Northeast surface transportation market. Because NS would be directly connected with its PanAm Southern facilities, notable improvements would likely be made to service and transit times. By aligning ownership with usage, NS should also be able to realize additional operating efficiencies that would improve the reliability and sustainability of service on the lines. These improvements would enhance overall competition by offering beneficial cargo owners a more attractive option for transporting freight in the Northeast. This acquisition would replace a disinterested D&H with a more robust NS, bringing renewed vitality and continued

P. O. BOX 130 LOWELL, ARKANSAS 72745-0130 479-820-0000

viability to the lines. It is also worth noting that any disruption of service during the transition would be minimal, as NS already operates over the lines on a daily basis.

For the above reasons, J.B. Hunt strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Terrence D. Matthews
Executive Vice President and President of Intermodal
J.B. Hunt Transport Services, Inc.

cc: **Kevin Saunders**
Director Intermodal Marketing, Premium Service
Norfolk Southern Corporation



JBS USA LLC
1770 PROMONTORY CIRCLE
GREELEY, COLORADO 80634

11/26/14

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of JBS USA LLC to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

JBS USA LLC supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,
Jeffrey Gunn



MAKING YOUR
WORLD STRONGER

Jeffrey Gunn

Director of Railroad Operations
Jeffrey.Gunn@jbssa.com

O: 970.506.8207
C: 970.324.1596
www.jbssa.com
1770 Promontory Circle
Greeley, CO 80634



J.D. Irving, Limited
LUMBER SALES

P.O. Box 5777, 300 Union Street, Saint John, New Brunswick, Canada E2L 4M3
Tel.: (506) 632-5100 Fax: (506) 632-5126

December 3, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
The Delaware and Hudson Railway - STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of J.D. Irving, Limited to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

J.D. Irving, Limited supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Andre Beaulieu
Director of Sales
J.D. Irving, Limited



"K" LINE AMERICA, INC.



8730 Stony Point Parkway, Suite 400
Richmond, VA 23235

November 19, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

"K" Line America submits this letter in support of the application filed on November 19, 2014 of Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

"K" Line America is a major Ocean Carrier that depends on reliable and sustainable service over Norfolk Southern's routes over the D&H South Lines. Our company ships Intermodal containers from the US West Coast to Ayer, MA via Norfolk Southern over the D&H.

"K" Line America supports the proposed acquisition because it:

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines
- Aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines.
- Directly connects NS with its PanAm Southern facilities, which should result in more efficient service and competitive transportation options]
- Results in minimal disruption of service, since NS already operates daily over the lines
- Produces no competitive harms, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market

For the above reasons, "K" Line America supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this seemingly minor transaction.

Sincerely,

Dave Daly
Vice President Liner Operations & Product Management

 **Kimberly-Clark Corporation**

November 20, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

Kimberly-Clark Corporation submits this letter in strong support of the application filed in November 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

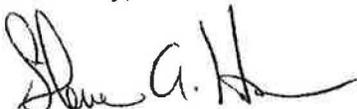
Kimberly-Clark Corporation is a major producer of consumer products, such as Kleenex facial tissue and Huggies diapers, that depends on reliable and sustainable service by Norfolk Southern over the D&H South Lines. Our company ships Intermodal containers from several plants and distribution centers in the U.S. to New England customers via NS routes over the D&H.

Thus, Kimberly-Clark Corporation supports the proposed acquisition for several reasons:

- D&H owner Canadian Pacific has long-desired to sell these routes to a viable candidate and we believe that NS is the best option to support our intermodal transportation needs.
- We believe that NS has the highest engineering standards of the major North American rail carriers, and ownership of the desired D&H lines will allow NS to improve both safety and service.
- Direct control of the D&H South Lines would better enable NS to coordinate interchange operations with its Pan Am Southern facilities, improving service reliability.
- This acquisition should actually strengthen competition in this market by allowing NS to invest in service enhancements that better position it to compete with all-highway options and CSX Transportation.

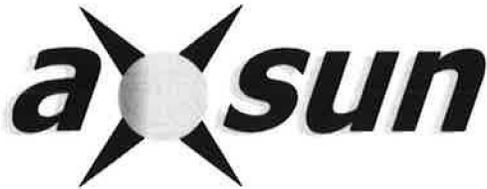
For the above reasons, Kimberly-Clark Corporation strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Steve Harmon
Vice President – Corporate Transportation

cc: Amy Bare, Scott Lindsey, Branch Sinkule



CANADA
Montreal, QC
888.99.AXSUN (29786)
Quebec City, QC
888.99.AXSUN (29786)
Toronto, ON
888.40.AXSUN (29786)

USA
Anaheim, CA
888.679.8864
Charlotte, NC
888.679.8864
Cary, NC
888.679.8864
Toms River, NJ
888.679.8864
Burr Ridge, IL
888.679.8864

MEXICO
Mexico City, MX
52 55 4434-4037
Queretaro, Qro
52.442.2179929, 2179189
axsungroup.com

11/24/14

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

Axsun submits this letter in strong support of the application filed on 11/24/14 of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Axsun is a major Intermodal Marketing Company that depends on reliable and sustainable service over Norfolk Southern’s routes over the D&H South Lines. Our company ships Intermodal containers from Albany to Chicago via Norfolk Southern over the D&H.

Axsun supports the proposed acquisition because it .

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines
- Aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines.
- Directly connects NS with its PanAm Southern facilities, which should result in more efficient service and competitive transportation options]
- Results in minimal disruption of service, since NS already operates daily over the lines
- Produces no competitive harms, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market

For the above reasons, Axsun strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Neil T. Higham
Regional Vice President

cc: Craig Nixon/ Norfolk Southern





Gulf & Ohio Railways, Inc.
P.O. Box 2408 • 422 W. Cumberland Ave • Knoxville, Tennessee 37901
Office: (865) 525-9400 • Fax: (865) 381-0518

Peter V. "Doc" Claussen
President

December 5, 2014

Chairman Dan Elliott
Vice Chairman Deb Miller
Commissioner Ann Begeman
Surface Transportation Board
395 E Street, SW
Suite 1220
Washington, DC 20423-0001

RE: Finance Docket No. 35873
Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of the
Delaware and Hudson Railway Company, Inc.

Dear Board Members:

The Lancaster & Chester Railroad ("LC") submits this letter in strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. ("D&H").

The LC depends on reliable and sustainable service over the D&H South Lines. The LC connects with NS at Chester, SC. The LC has 15 employees and 28 customers. In particular, one of our customers (Coatex) ships approximately 110 annual carloads of cleaning compound via a haulage rights agreement over D&H track from Sunbury, PA to Mechanicsville, NY en route to their customer (Omaya). The proposed acquisition will allow NS to shorten the haulage portion of that route from 283 miles to 17 miles, improving car flow.

LC supports the proposed acquisition because it gives us direct access to the rail network of NS, a highly regarded Class I carrier. As NS currently is the primary user of the D&H South Lines with daily operations over these lines, the proposed acquisition should result in minimal disruption of service. And by aligning ownership of the D&H South Lines with usage, the proposed acquisition creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition produces no competitive harms, as it is essentially an end-to-end transaction.

For the above reasons, LC strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Peter V. "Doc" Claussen
President, Lancaster & Chester Railroad





Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

November 26, 2014

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Lumbermens Merchandising Corporation (LMC) to express our support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

LMC supports the proposed acquisition because we believe the Norfolk Southern will improve operations and provide adequate capital funding to ensure the continued viability of the D&H South Lines. The viability and vitality of the D&H South Lines are important to LMC to allow continued service to our customers via multiple class one carriers for short line deliveries. NS assures LMC that customers on short lines that today connect with both NS lines and D&H South Lines will continue to have commercial access to both D&H/CP and NS routings and rates for future traffic.

Additionally, LMC believes that the acquisition will improve operations and transit times on lumber and panel products originating in Maine and the Canadian Maritimes that are going to NS destinations.

From LMC’s perspective we can see no competitive harms that would arise from this acquisition.

We respectfully request your expedited review and approval of this transaction.

Sincerely,

Robert J Skarbek
Logistics Manager

Copies:

Andy Toombs, LMC VP Lumber Division

Vern Dando, LMC VP Panels, Special Wood Products, & Logistics Division



December 1, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Midstates, Inc to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Midstates, Inc. supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in cursive script, appearing to read "Charles Giroux", is written over the typed name.

Charles Giroux
President
Midstates, Inc

Milford-Bennington Railroad Co., Inc.
62 Elm Street
Milford, New Hampshire 03055
(603) 365-0621

November 21, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of the Milford-Bennington Railroad Co., Inc. (“MBRX”) to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

The MBRX supports the proposed acquisition because Norfolk Southern is a highly regarded Class I railroad with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast/New England surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our railroad fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Peter R. Leishman
President



272 Plains Road
Turner, ME 04282

December 3, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Moark LLC to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Moark LLC supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Skip Hagy ■ General Manager – East Region ■ Moark, LLC
272 Plains Road, Turner, ME 04282
Office 207-224-6156 ■ Mobile 860-608-2959 ■ Fax 207-224-7288
www.moarkllc.com



**Northeast
Utilities System**

107 Selden Street, Berlin, CT 06037

Northeast Utilities Service Company
P.O. Box 270
Hartford, CT 06141-0270
Phone: (860) 665-4563
Fax: (860) 665-4550

Lisa Riccio, Fuel Principal - Coal
Fuels Department

December 4, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Northeast Utilities System to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Northeast Utilities System supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Lisa Riccio
Principal-Fuels Management, Coal



December 3, 2014

Omya Inc.
9987 Carver Road
Suite 300
Cincinnati, OH 45242
Tel: (800) 749-6692
www.omya-na.com

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Omya Inc. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Omya Inc. supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "Erik G. Bohn". The signature is written in a cursive style with a long horizontal stroke at the end.

Erik G. Bohn
Director, Logistics & Customer Service – Americas



Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001
November 24, 2014

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Packaging Corporation of America to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Packaging Corporation of America supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in cursive script that reads "Charles Hatch".

Charles Hatch
General Manager, New England Region
Packaging Corporation of America

cc: J. Breen, Pan Am Railways



Paper Transport, Inc.
2701 Executive Drive | Green Bay, WI 54304
1-800-317-3650
www.papertransport.com

11/25/14

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

Paper Transport submits this letter in strong support of the application of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Paper Transport is a major trucking company that depends on reliable and sustainable service over Norfolk Southern’s routes over the D&H South Lines. Our company ships Intermodal containers from Chicago to Taylor PA and Ayer MA via Norfolk Southern over the D&H.

Paper Transport supports the proposed acquisition because it aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines. Additionally, this move results in minimal disruption of service, since NS already operates daily over the lines.

For the above reasons, Paper Transport strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "Joe Shefchik".

Joe Shefchik
Vice President, Business Development



PBF Holding Company LLC
1 Sylvan Way, Second Floor
Parsippany, NJ 07054

Office 973.455.7500
Fax 973.455.7560

www.pbfenergy.com

December 1, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of PBF Energy to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

PBF Energy supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "James Fedena".

James Fedena
Senior VP - Logistics



COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF TRANSPORTATION
HARRISBURG, PENNSYLVANIA

OFFICE OF
SECRETARY OF TRANSPORTATION

November 25, 2014

Chairman Dan Elliott
Vice Chairman Deb Miller
Commissioner Ann Begeman
Surface Transportation Board
395 E Street, SW
Suite 1220
Washington, DC 20423-0001

RE: Finance Docket No. 35783
Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
The Delaware and Hudson Railway

Dear Board Members:

The Pennsylvania Department of Transportation (PennDOT) submits this letter in strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

PennDOT takes a serious and active interest in transportation matters that affect not only the Commonwealth, but the Northeast region as well. Being home to more than 60 railroads, many Pennsylvania industries depend on rail service as the primary means to transport goods and commodities to their customers throughout the United States.

With a little more than 127 miles in the Commonwealth, the D&H line is a critical piece of Pennsylvania’s rail network. It is essential that this line is owned and operated by a railroad who will work as a partner with PennDOT to develop economic opportunities and provide a high level of service to existing and future industries. Through various projects over the years, NS has proven time and again to be as committed to the future of Pennsylvania freight rail as PennDOT and would be ideal as the owner of the D&H.

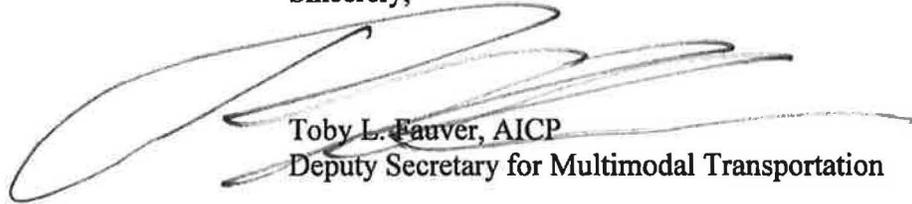
PennDOT supports the proposed acquisition for the following reasons:

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines for Pennsylvania industries
- Preserves, and may even increase, jobs for our citizens currently working on these lines
- Aligns ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines for our Pennsylvania industries
- Should be a seamless transition resulting in minimal disruption of service for our industries, since NS already operates daily over the lines

- Produces no competitive harms for any of our industries, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market for the benefit of Pennsylvania industries

For the above reasons, PennDOT strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Toby L. Fauver, AICP
Deputy Secretary for Multimodal Transportation

cc: Rudy Husband, Resident VP, Norfolk Southern (via e-mail)

READING & NORTHERN RAILROAD

2011 Regional Railroad of the Year

1 Railroad Blvd., P.O. Box 218, Port Clinton, PA 19549

Phone: 610-562-2100 Fax: 610-562-1920 www.READINGNORTHERN.com

December 8, 2014

Chairman Dan Elliott
Vice Chairman Deb Miller
Commissioner Ann Begeman
Surface Transportation Board
395 E Street, SW
Suite 1220
Washington, DC 20423-0001

RE: Finance Docket No. 35873
Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
the Delaware and Hudson Railway Company, Inc.

Dear Board Members:

Reading & Northern Railroad (R&N) submits this letter in strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

Since the NS takeover of our prior Conrail connections R&N has developed an excellent working relationship with NS. As our CEO wrote in our company newsmagazine back in the Fall of 2012 NS is a true partner in every sense of the word. From a marketing perspective, NS has been supportive of all of our initiatives. Its support has helped us grow our railroad into the award-winning regional railroad we have become. From an operating perspective, we have found NS committed to safe and efficient interchanges. And as a trackage rights tenant, NS has been supportive of our efforts to maintain and upgrade our tracks. And we cannot understate the importance to us as a shortline the fact that NS pays us quickly and accurately.

The result of our NS partnership has been unprecedented growth for the RBMN. We have developed new customers and retained old customers despite tough economic and competitive circumstances. We have emerged from the past decade as the largest privately-owned railroad in Pennsylvania with over 80,000 carloads moving over our 320+ mile system. And our employment has grown by over 35 percent in the last few years. At present we have over 180 employees at the railroad and our affiliated companies.



“The Road of Antiquity”

SERVING OUR CUSTOMERS AND THE ENVIRONMENT

It is for all of these reasons that we strongly support the NS acquisition of the D&H South Lines. This acquisition will strengthen NS and improve service to our entire region. By aligning ownership of the D&H South Lines with usage, the proposed acquisition creates operating efficiencies that should improve the reliability and sustainability of service. The fact that NS will have improved service to New England opens up that market for our anthracite shippers. And the fact that NS and D&H have agreed to preserve our future access to D&H/CP routings means our dozens of customers will continue to have competitive alternatives.

For all of the above reasons and for the benefit of our employees, our customers and our region, R&N strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in cursive script that reads "Wayne A. Michel". The signature is written in black ink and is positioned above the typed name.

Wayne A. Michel

President

Reading & Northern Railroad

Work Phone (610) 562-0227

Cell Phone 484-332-1007



Reagent Chemical & Research, Inc.

1300 POST OAK BLVD., SUITE 680, HOUSTON, TX 77056

OFFICE: (713) 626-1843 • FAX: (713) 963-0951

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
the Delaware and Hudson Railway
STB Docket No. 35873

Dear Ms. Brown:

I am writing on behalf of Reagent Chemical & Research, Inc. to express our strong support of the application filed in November by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Reagent Chemical & Research, Inc. supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in cursive script that reads "Kenneth Pramik".

Kenneth Pramik
Director Rail Division





R. G. PHILLIPS GROUP OF COMPANIES INC.

04/12/2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

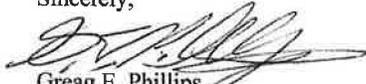
Dear Ms. Brown:

I am writing on behalf of R.G. Phillips Group of Companies Inc. to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

R.G. Phillips Group of Companies Inc. supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Greag E. Phillips

V.P.



December 1, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of RSI Logistics, Inc. and the 100+ companies that we represent to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

RSI Logistics, Inc. supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Robert B. Tuchek
President
RSI Logistics, Inc.
btuchek@rsilogistics.com
517-908-3646



P.O. Box 490
1007 St. Francis Drive
Philadelphia, MS 39350

Telephone: 601-656-6000
Facsimile: 601-656-6317
Toll Free: 800-647-6260

December 1, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Thomasson Company to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

Thomasson Company supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in black ink, appearing to read "Brent Gray", written over a horizontal line.

Brent Gray
President

TOTO®
PEOPLE-FIRST INNOVATION™

12/3/14

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

TOTO USA, Inc. submits this letter in strong support of the application filed on November 17, 2014 of Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

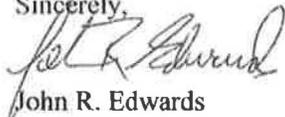
TOTO USA, Inc. is a major Plumbing Manufacturer that depends on reliable and sustainable service over Norfolk Southern’s routes over the D&H South Lines. Our company ships Intermodal containers from Atlanta to New England, Pennsylvania, and Upstate New York via Norfolk Southern over the D&H.

TOTO USA, Inc. supports the proposed acquisition because it:

- Directly connects NS with its Atlanta based southern facilities, which should result in more efficient service and competitive transportation options
- Results in minimal disruption of service, since NS already operates daily over the lines
- Produces no competitive harms, as it is essentially an end-to-end transaction
- Enhances overall competition in the Northeast surface transportation market

For the above reasons, TOTO USA, Inc. strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



John R. Edwards
Senior Manager Transportation – Logistics

cc: Brady Daniels, Norfolk Southern Rail Road



November 18, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423

**Finance Docket No. FD35873
Norfolk Southern Railway Company – Acquisition and Operation –
Certain Rail Lines of The Delaware and Hudson Railway**

Dear Honorable Commissioners:

TTS, LLC, a 3PL in Frisco, Texas, submits this letter in strong support of the application filed on November 17, 2014, of Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

TTS, LLC spends \$150 million a year on Intermodal Transportation for our customers, and we depend on reliable and sustainable service over Norfolk Southern's routes including D&H South Lines, as well as the other Class One Railroads. One of our largest customers, a New England based retailer, relies on this service daily.

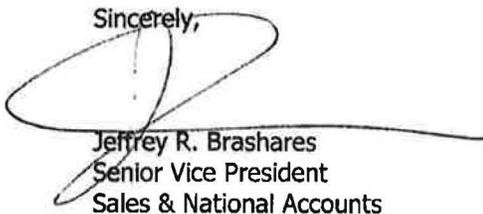
Having worked for the Erie Lackawanna Railway early in my career, D&H has always been a weak sister that should prosper under NS ownership. One only needs to look at the Joint Agreement with NS and KCS on the Meridian Speedway to see what can be possible.

This purchase should:

- Substitute a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines;
- Align ownership with usage, which creates operating efficiencies that should improve the reliability and sustainability of service on the lines;
- Directly connect NS with its Pan Am Southern facilities, which should result in more efficient service and competitive transportation options;
- Result in minimal disruption of service since NS already operates daily over the lines;
- Produce no competitive harm as it is essentially an end-to-end transaction; and,
- Enhance overall competition in the Northeast surface transportation market.

For the above reasons, TTS, LLC strongly supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,



Jeffrey R. Brashares
Senior Vice President
Sales & National Accounts

TTS, LLC

2595 Dallas Parkway • Suite 300 • Frisco, Texas 75034-8530
Phone: 214.778.0800 • Fax: 214.778.0880
www.tts-us.com



Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation –
Certain Rail Lines of The Delaware and Hudson Railway
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Unilever ASCC AG to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of The Delaware and Hudson Railway (“D&H”).

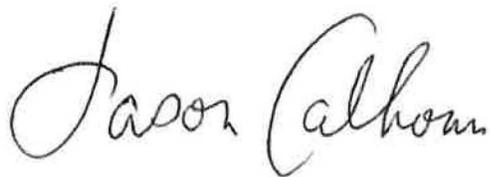
Unilever ASCC AG supports the proposed acquisition because Norfolk Southern is a highly regarded Class I with a history of strong reinvestment practices, which ensures the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition results in minimal disruption of service and better aligns ownership with usage, creating operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

Our traffic on this line provides raw materials essential for the production of highly visible products such as Dove and Caress soaps. We encourage this

acquisition, and we feel we will ultimately benefit from NS ownership of that rail line.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

A handwritten signature in cursive script that reads "Jason Calhoun". The signature is written in black ink and is positioned below the word "Sincerely,".

Jason Calhoun
Transportation Specialist, Bulk Operations – All Modes
Unilever ASCC AG
3 Corporate Drive
Shelton, CT 06484

11/21/14

West Fraser

#501, 858 Beatty St
Vancouver, BC
V6B 1C1

December 2, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of West Fraser Mills Ltd to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

West Fraser is a large integrated forestry company with 25 manufacturing facilities in Canada and 15 manufacturing facilities in the United States. We are the largest producer of softwood lumber in the world. West Fraser and NS have shared a long term and mutually beneficial business relationship for over 30 years.

West Fraser fully supports the proposed acquisition. NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening

their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Should you require any further information, please feel free to contact me at anytime

Sincerely,

A handwritten signature in black ink, appearing to read 'M Thomson', with a long horizontal flourish extending to the right.

Mark Thomson
General Manager, Transportation
West Fraser

Ph:604-895-2752

Email: Mark.Thomson@westfraser.com

WoodPerfect of NC
131 Rhea St.
Richfield, NC 28137
704-637-1508

December 2, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail
Lines of the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of WoodPerfect of NC to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

WoodPerfect of NC supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Alicia A. Summers-Rummage
Shipping/Receiving Coordinator



Yusen Logistics (Americas) Inc.
13901 Sutton Park Dr. Suite, C-270
Jacksonville, FL 32224

November 24, 2014

Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RE: Finance Docket No. FD 35873, *Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of The Delaware and Hudson Railway*

Dear Honorable Commissioners:

Yusen Logistics (Americas) Inc. submits this letter in support of the application filed on November 17, 2014 of Norfolk Southern Railway Company ("NS") to acquire and operate certain rail lines of The Delaware and Hudson Railway ("D&H").

Yusen Logistics (America) Inc. is a major Intermodal Marketing Company and Freight Broker that depends on reliable and sustainable service over Norfolk Sothern's routes over the D&H South Lines. Our company ships Intermodal containers from points in the southeast and Midwest to the Northeast and the Northeast to the other points throughout the U.S. via Norfolk Southern over the D&H.

Yusen Logistics (Americas) Inc. supports the proposed acquisition because it:

- Substitutes a stronger NS for a disinterested D&H, which should ensure the continued viability of the D&H South Lines
- Creates operating efficiencies that should improve the reliability and sustainability of service on the lines.
- Increases route efficiency in the northeast for intermodal shippers.
- Directly connects NS with its Pan Am Southern facilities, which should result in more efficient service.
- Enhances overall competition in the Northeast surface transportation market
- Provides greater incentive to convert increased Truck Traffic to Intermodal

Yusen Logistics (Americas) Inc. supports the application of NS before the STB to acquire and operate certain rail lines of D&H. We request your review and approval of this transaction.

Sincerely,

Brian D. Paolillo
SVP, GM



PAN AM RAILWAYS

IRON HORSE PARK
NO. BILLERICA, MA 01862

TRANSPORTATION DEPARTMENT
(978) 663-6961

December 8, 2014

Cynthia T. Brown
Chief—Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423-0001

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

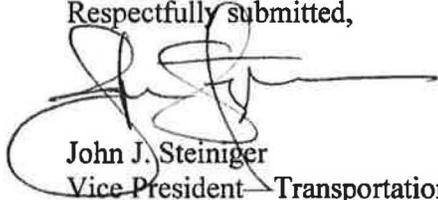
Dear Ms. Brown:

On behalf of the Springfield Terminal Railway Company (“ST”), please accept this correspondence in support of the application filed November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”). As detailed in the application, this transaction will preserve and enhance competitive options in the Northeast and qualifies as a minor transaction pursuant to 49 C.F.R. § 1180.2(c).

ST operates approximately 857 miles of track from Northern Maine to Central Massachusetts, as well as in New Hampshire. Today, many of ST’s customers enjoy multiple routing options to Class I carriers in Massachusetts and New York. If the transaction is approved, NS will have the ability to compete more effectively as a more direct routing option for ST customers and other rail users in the Northeast. Moreover, more efficient NS operations over the lines of the D&H to Mechanicville will benefit infrastructure improvements previously made by NS in the Patriot Corridor to improve the capacity and efficiency of Pan Am Southern LLC, which provides access for ST customers to multiple interchange connections in New York.

For the reasons stated in the application, ST respectfully requests your expedited review and approval of this minor transaction.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'John J. Steinger', with a long horizontal flourish extending to the right.

John J. Steinger
Vice President - Transportation

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing document was served by US first class mail, postage prepaid, to the following Parties of Record:

Steven M. Golich
Celtic International
7840 Graphics Drive, Suite 100
Tinley Park, IL 60477

Peter R. Leishman
Milford-Bennington Railroad Co., Inc.
62 Elm Street
Milford, NH 03055

Terrence D. Matthews
JB Hunt Transport Services, Inc.
P.O Box 130
Lowell, AR 72745

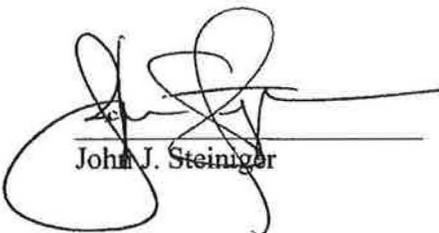
William A. Mullins
Baker & Miller PLLC
2401 Pennsylvania Ave., NW Suite 300
Washington, DC 20037

Michael Radak
Hanjin Shipping America, LLC
80 Route 4 East
Paramus, NJ 07652

P. Scott Conti
Providence & Worcester Railroad Co.
75 Hammond Street
Worcester, MA 01610

Jeffrey A. Bartos
Guerrieri, Clayman, Bartos & Parcelli, PC
1900 M Street, NW, Suite 700
Washington, DC 20036

December 8, 2014


John J. Steiniger

PAN AM SOUTHERN LLC

1700 IRON HORSE PARK
NORTH BILLERICA, MA 01862-1681

EXECUTIVE DEPARTMENT
(978) 663-1186

December 8, 2014

Cynthia T. Brown
Chief—Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423-0001

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

Dear Ms. Brown:

I am writing on behalf of Pan Am Southern LLC (“PAS”)¹ in support of the application filed November 17, 2014, by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”). As detailed in the application, this transaction will preserve and enhance competitive options in the Northeast and qualifies as a minor transaction pursuant to 49 C.F.R. § 1180.2(c).

PAS operates approximately 438 miles of track from Central Massachusetts to New York State, as well as in Vermont, Connecticut and New Hampshire. PAS also provides haulage service for NS to several customers in New England, as well as daily intermodal/automotive trains from its Mechanicville facility to intermodal and automotive facilities located in Ayer, Massachusetts. Additionally, shippers in Maine, New Hampshire, and the Canadian Maritimes utilize PAS routing to reach interchange in New York with NS, Canadian Pacific and CSX. The planned acquisition will improve routing options for these customers as well, particularly through an improved interchange with NS at Mechanicville. Additionally, more efficient NS operations over the lines of the D&H to Mechanicville will benefit infrastructure improvements previously made by NS in the Patriot Corridor to improve the capacity and efficiency of PAS.

¹ PAS is a joint venture formed by NS and the Boston and Maine Corporation in 2009. Norfolk Southern Railway Company, Pan Am Railways, Inc., et al.—Joint Control and Operating/Pooling Agreements—Pan Am Southern LLC, FD 35147 (STB served June 26, 2008)

For the reasons stated in the application, PAS respectfully requests that this minor transaction be approved as expeditiously as possible.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "David A. Fink". The signature is written in a cursive style with a large initial "D".

David A. Fink
President

CERTIFICATE OF SERVICE

I hereby certify that on this date a copy of the foregoing document was served by US first class mail, postage prepaid, to the following Parties of Record:

Steven M. Golich
Celtic International
7840 Graphics Drive, Suite 100
Tinley Park, IL 60477

Peter R. Leishman
Milford-Bennington Railroad Co., Inc.
62 Elm Street
Milford, NH 03055

Terrence D. Matthews
JB Hunt Transport Services, Inc.
P.O Box 130
Lowell, AR 72745

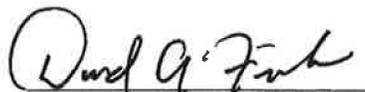
William A. Mullins
Baker & Miller PLLC
2401 Pennsylvania Ave., NW Suite 300
Washington, DC 20037

Michael Radak
Hanjin Shipping America, LLC
80 Route 4 East
Paramus, NJ 07652

P. Scott Conti
Providence & Worcester Railroad Co.
75 Hammond Street
Worcester, MA 01610

Jeffrey A. Bartos
Guerrieri, Clayman, Bartos & Parcelli, PC
1900 M Street, NW, Suite 700
Washington, DC 20036

December 8, 2014


David A. Fink



Thoroughbred Direct Intermodal Services, Inc.

5165 Campus Dr., Suite 400 | Plymouth Meeting, PA 19462 | Tele: (877) 250-2902 | Fax: (610) 567-3390

December 5, 2014

Cynthia T. Brown, Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington DC 20423-0001

RE: Norfolk Southern Railway Company – Acquisition and Operation – Certain Rail Lines of
the Delaware and Hudson Railway Company, Inc.
STB Docket No. FD 35873

Dear Ms. Brown:

I am writing on behalf of Thoroughbred Direct Intermodal Services (“TDIS”) to express our strong support of the application filed on November 17, 2014 by Norfolk Southern Railway Company (“NS”) to acquire and operate certain rail lines of the Delaware and Hudson Railway Company, Inc. (“D&H”).

TDIS supports the proposed acquisition because NS is a highly regarded Class I carrier with a history of strong reinvestment practices, which should ensure the continued viability of the D&H South Lines. Currently, NS is the primary user of the D&H South Lines with daily operations over these lines, so the proposed acquisition should result in minimal disruption of service. By aligning ownership with usage and by significantly improving NS’s connection to its Pan Am Southern facilities, the proposed acquisition also creates operating efficiencies that should improve the reliability and sustainability of service. In addition, the proposed acquisition enhances overall competition in the Northeast surface transportation market as it enables NS and D&H to more effectively compete with rail and non-rail transportation modes by strengthening their respective rail systems in the region. As there are no competitive harms that would arise from this acquisition, our company fully supports this proposal.

For the above reasons, we strongly support the application of NS before the STB to acquire and operate certain rail lines of D&H. We respectfully request your expedited review and approval of this minor transaction.

Sincerely,

Sam Ninness
AVP & General Manager
Thoroughbred Direct Intermodal Services