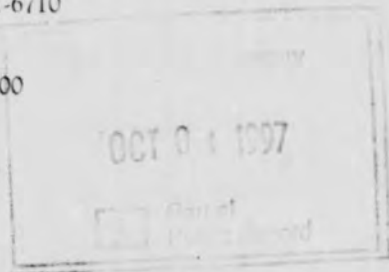


STB FD 33388 (Sub 61) 10-1-97 K 182274

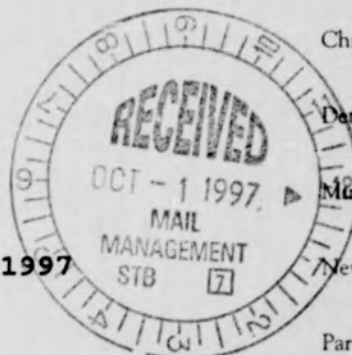
OPPENHEIMER WOLFF & DONNELLY

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180 North Stetson Avenue
Chicago, IL 60601-6710

(312) 616-1800
FAX (312) 616-5800



September 30, 1997



Brussels
Chicago
Detroit
Minneapolis
New York
Paris
Saint Paul
Washington, D.C.

VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 700
Washington, DC 20423-0001

Sub 61

Re: **Finance Docket No. 33388**
CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk
Southern Railway Company -- Control and
Operating Leases/Agreements -- Conrail Inc.
and Consolidated Rail Corporation

Finance Docket No. 33388 (Sub-No. 61)
Bessemer and Lake Erie Railroad Company --
Trackage Rights -- Lines of CSX Transportation,
Inc. and Pennsylvania Lines, LLC

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and twenty-five copies of the **Verified Statement of No Significant Environmental Impact (BLE-6)**, dated September 30, 1997. A computer diskette containing the text of these filings in WordPerfect 5.1 format also is enclosed.

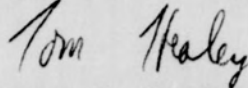
In accordance with the Board's service list issued herein, copies of BLE-6 have been served by first class mail, postage prepaid, on all designated parties of record in this proceeding.

OPPENHEIMER WOLFF & DONNELLY

Mr. Vernon A. Williams
September 30, 1997
Page 2

If you have any questions regarding this filing, please feel free to contact me. Thank you for your assistance on this matter.

Respectfully submitted,



Thomas J. Healey
Attorney for Bessemer and
Lake Erie Railroad Company

TJH:tjl

Enclosures

cc: Parties on Certificate of Service

182274

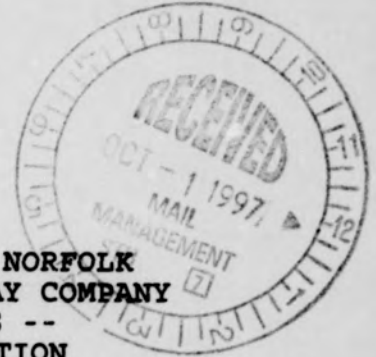
ORIGINAL

BLE-6

BEFORE THE
SURFACE TRANSPORTATION BOARD

OCT 01 1997

FINANCE DOCKET NO. 33388



CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK
SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY
-- CONTROL AND OPERATING LEASES/AGREEMENTS --
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

FINANCE DOCKET NO. 33388 (SUB-NO. 61)

BESSEMER AND LAKE ERIE RAILROAD COMPANY
-- TRACKAGE RIGHTS --
LINES OF CSX TRANSPORTATION, INC.
AND PENNSYLVANIA LINES LLC

**VERIFIED STATEMENT OF
NO SIGNIFICANT ENVIRONMENTAL IMPACT**

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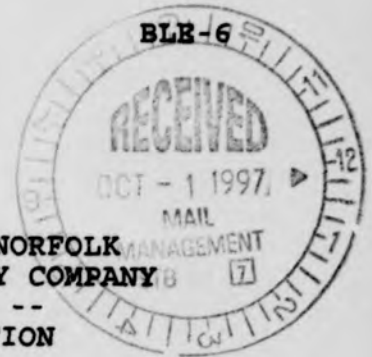
**ATTORNEYS FOR BESSEMER AND
LAKE ERIE RAILROAD COMPANY**

Dated: September 30, 1997

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388

CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK
SOUTHERN CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY
-- CONTROL AND OPERATING LEASES/AGREEMENTS --
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION



FINANCE DOCKET NO. 33388 (SUB-NO. 61)

BESSEMER AND LAKE ERIE RAILROAD COMPANY
-- TRACKAGE RIGHTS --
LINES OF CSX TRANSPORTATION, INC.
AND PENNSYLVANIA LINES LLC

VERIFIED STATEMENT OF
NO SIGNIFICANT ENVIRONMENTAL IMPACT

I am Thomas J. Healey, an attorney for the Bessemer and Lake Erie Railroad Company ("BLE"). BLE is a subsidiary of Transtar, Inc., a non-carrier holding company. After consulting with my client, I am submitting this statement to explain why an Environmental Report is not required in connection with BLE's anticipated Responsive Application in Finance Docket No. 33388 (Sub-No. 61). In its Responsive Application, BLE will seek overhead trackage rights either over the Pennsylvania Lines LLC line (formerly Consolidated Rail Corporation ("Conrail")) between Pittsburgh and Shire Oaks, Pennsylvania or over the line operated by CSX Transportation, Inc. ("CSXT") between Pittsburgh and Brownsville, Pennsylvania for the sole purpose of transporting coal originating at mines on the former Monongahela Railway Company ("MGA") destined to Conneaut Dock at Conneaut, Ohio for

movement beyond, together with haulage rights over Norfolk Southern Railway Company ("NSR") over the former MGA lines between such mines and Shire Oaks or Brownsville, as the case may be, on the same terms and conditions as are applicable to CSXT. This condition shall apply only in the event that NSR provides haulage services to CSXT over the former MGA lines. As is explained below, if BLE's Responsive Application and the Primary Application are granted, the environmental thresholds established in 49 C.F.R. § 1105.6 will not be exceeded and there will be no significant environmental impact.

As stated above, Transtar is a non-carrier transportation holding company which controls eight Board-regulated rail carrier subsidiaries: (1) BLE; (2) Elgin, Joliet and Eastern Railway Company ("EJE") a Class II carrier operating in northeastern Illinois and northwestern Indiana; (3) Birmingham Southern Railroad Company, a Class III switching and terminal carrier in Birmingham, Ensley, Fairfield and Bessemer, Alabama; (4) Duluth, Missabe and Iron Range Railway Company, a Class II carrier operating in northeastern Minnesota and northwestern Wisconsin; (5) The Lake Terminal Railroad Company, a Class III switching carrier operating in Lorain, Ohio; (6) Union Railroad Company, a class III carrier operating from North Bessemer to Clairton Junction, Pennsylvania; (7) McKeesport Connecting Railroad Company, a Class III switching operation in McKeesport, Pennsylvania; and (8) The Pittsburgh and Conneaut Dock Company, which operates a rail/water dock facility on Lake Erie at Conneaut, Ohio.

BLE is a Class II rail carrier which owns and operates approximately 150 route miles of rail line between North Bessemer, Pennsylvania and Conneaut, Ohio on Lake Erie. It primarily handles bulk commodities, particularly coal, iron ore, and limestone.

BLE's anticipated filing pursuant to 49 C.F.R. § 1180.4(d)(4) would not cause any foreseeable increase in traffic. BLE reasonably foresees that it will operate less than one train per day over either track on which trackage rights are sought. The commodity to be moved over these rights (coal) moves almost exclusively in unit trains, and BLE believes that any trains it would move over these rights would necessarily result in fewer train movements by Applicants. In other words, BLE does not project any increase in train traffic over that projected by Applicants.

In its Operating Plan, CSXT has projected that it will operate an increase of 9.3 trains per day between Sinns (near Pittsburgh) and Brownsville, Pennsylvania. CSX/NS-20, Vol. 3A, p. 439. This is one of the lines over which BLE will seek trackage rights in its Responsive Application. To the extent that BLE's Responsive Application is granted, and BLE is granted these rights, each train operated by BLE is anticipated to be one less additional train to be operated by CSXT. There is no new traffic projected to be handled by BLE with these trackage rights.

The NSR Operating Plan projects that NSR will operate 11.3 fewer trains over the current Conrail line between Thomson

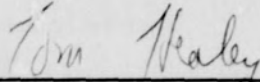
(near Pittsburgh) and West Brownsville, a point south of Shire Oaks, Pennsylvania. See CSX/NS-20, Vol. 3B, p. 461. As with potential operations over the Sinns to West Brownsville track, each train operated by BLE should reduce the number of trains operate by NSR accordingly. Thus, there will be no net increase in train or traffic levels over either of these lines.

Since traffic will be maintained at the existing level, it is not reasonably foreseeable that the environmental thresholds established in 49 C.F.R. § 1105.7 will be exceeded. The acquisition of trackage rights is not expected to cause the diversion of any rail traffic to motor carriers. The proposed transaction is not expected to result in (a) an increase in rail traffic on any segment of rail line, (b) an increase in rail yard activity, or (c) an increase in truck traffic on any road segment. Accordingly, there is no significant impact on the environment, and submission of an environmental report is not required.

VERIFICATION

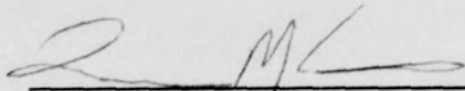
State of Illinois)
) ss.
County of Cook)

Thomas J. Healey, being duly sworn, deposes and says that he is an attorney for Bessemer and Lake Erie Railroad Company, that he has read the foregoing statement and knows the facts asserted therein, and that the same are true as stated to the best of his knowledge, information and belief.



Thomas J. Healey

SUBSCRIBED AND SWORN to
before me this 30th day
of September, 1997.



Notary Public

My Commission expires:



CERTIFICATE OF SERVICE

I hereby certify that on this 30th day of September, 1997, a copy of the foregoing **Verified Statement of No Significant Environmental Impact (BLE-6)** was served by first class mail, postage prepaid, upon:

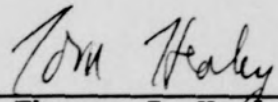
Dennis G. Lyons, Esq.
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Richard A. Allen, Esq.
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Paul A. Cunningham, Esq.
Harkins Cunningham
1300 Nineteenth Street, N.W.
Suite 600
Washington, DC 20036

Hon. Jacob Leventhal
Administrative Law Judge
Federal Energy Regulatory Commission
888 First Street, N.E., Suite 11F
Washington, DC 20426

and upon all parties of record appearing on the Surface Transportation Board's official service list in this proceeding, served August 19, 1997.



Thomas J. Healey