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LONGVIEW FIBRE COMPANY

MAIN OFFICE AND MILLS • LONGVIEW, WASHINGTON 98632
1-360-425-1550



May 22, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: CSX Corporation and CSX Transportation, Inc.; Norfolk Southern Railway Company -- Central and Operating Leases/Agreements -- Conrail, Inc., and Consolidated Rail Corporation, STB Finance Docket No. 33388.

My name is Ivan A. Olson. I am Vice President Transportation for Longview Fibre Company. I have been involved in transportation matters for over thirty years. My duties include responsibilities for transportation of raw material as well as finished product to customers and company owned converting plants.

Longview Fibre Company is headquartered at Longview, Washington where the main mill and pulping facilities are located. The company is a producer of paper and fibreboard that is shipped to customers throughout the U.S.

We have company owned converting plants located in the states of Massachusetts and New York that will be impacted by the division of Conrail between CSX and NS. These plants receive rolls of paper stock for conversion to finished products from paper mills located in the southeast that are served by both CSX and NS.

Paper grades of roll stock are shipped by rail from Longview to customers located on sidings served by Conrail. These rolls can weigh as much as 5,000 pounds each. Because of the weight this paper stock is well suited for rail transportation.

It is important for us to have consistent and dependable rail service. The commitment of both CSX and NS should enhance our ability to service our customers as well as receiving rolls of converting paper into company owned facilities.

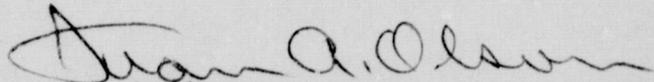
In some cases we will have the ability to use a single rail company from mills in the southeast to our converting plants in the northeast. This will expedite transit time and keep cars on owning line. The process should reduce cost as well as improving scheduling.

In summary, we believe CSX and NS acquisition of Conrail will bring about expedited service as well as economies that do not currently exist. We support expedited procedures before the STB to allow CSX and NS to acquire Conrail at the earliest possible date.

I, Ivan A. Olson, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified to file this statement of support on behalf of Longview Fibre Company.

Dated this 23rd day of May, 1997

Sincerely



Ivan A. Olson
Vice President Transportation

/dm

May 8, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
12th & Constitution Ave., N.W.
Washington, D.C. 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation Inc.; Norfolk Southern Corporation and Norfolk Southern Railway Corporation -- Control and Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail Corporation

Dear Secretary Williams:

I am the supervisor for Lorenzi Lumber, located on 1600 Jefferson Avenue, Washington, PA 15301. We have been in the lumber business for 23 years, and I am writing you today on behalf of our company to strongly support the acquisition of Conrail by CSX and NS. We urge the Surface Transportation Board to move as expeditiously as possible to approve the acquisition application.

The most important reason from our standpoint is that it would provide greater efficiencies and more direct routing from our suppliers and to our customers. Also critical we feel is that it would create a stronger competitive environment in transportation, especially more opportunities for the rail lines to compete with trucks in the shipping of pulpboard, southern yellow pine and wood pulp, to name a few products. This would result in lower costs to us, and therefore the chance to pass along those savings to our customers.

We greatly appreciate your time and attention and ask you to act without delay in approving this highly beneficial acquisition.

Thank you.

I, Howard Sampson, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed this 8th day of May, 1997

Sincerely,

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

Howard Sampson



Louisiana-Pacific Corporation

One Woodfield Lake
1000 Woodfield Road, Suite 134
Schaumburg, IL 60173
847/517-8833
847/517-8870 FAX

VERIFIED STATEMENT
ON BEHALF OF
LOUISIANA-PACIFIC CORPORATION
FINANCE DOCKET NO. 33388

My name is Angelo LaMantia, and I am Corporate Logistics Manager of Louisiana-Pacific Corporation. I have held my present position for 12 years. My duties include Logistical & Transportation responsibilities.

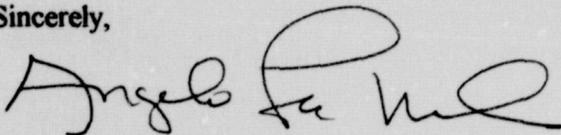
Louisiana-Pacific Corporation is a lumber and building materials manufacturer. We have 107 facilities located throughout the US & Canada. We sell to a multitude of customers located throughout the US & Canada. During 1996 we shipped over 10,000 carloads.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier, and as is the case, when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been a historical reason for insulating Northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which own its facilities. Their rail carriers cannot be just any rail carriers. They must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990's, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

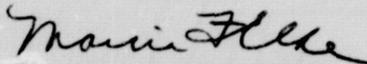
To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, Angelo LaMantia, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 29, 1997.

Sincerely,



Angelo LaMantia
Corporate Logistics Manager
Louisiana-Pacific Corporation



April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Kenneth E. Lowe, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 8th day of MAY 1997, 1997.



Kenneth E. Lowe
Executive Vice President
Lowe Chemical Company

7414 Clayton Street
Detroit, MI 48210
USA

Phone 313 843 5600
Fax 313 843 4111

Wednesday, May 28, 1997

VERIFIED STATEMENT OF
LUCO CARTAGE COMPANY
FINANCE DOCUMENT NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, NW
Washington, DC 20423-001

Dear Mr. Williams

My name is Robert Elliott, and I am President of Luco Cartage Company, 7414 Clayton Street, Detroit, MI 48210. I have held my present position for eight years. My duties include monitoring "Intermodal" shipments and market trends regarding "Intermodalism issues".

Luco Cartage Company is a motor carrier dedicated to intermodal traffic. We work with NS within the Port of Detroit. In addition, we work with Conrail, GTW, BN, CPR at other Detroit locations.

Based on our experience in providing the services we offer and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been a historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its own facilities. The rail carriers which will compete in the Northeast should not be just any rail carriers. They should be carriers of comparable size and scope and provide a competitive service including, but not limited to, depot hours of service, TOFC and COFC services and be receptive to the needs of motor carriers which utilize their facilities.

Growth in the intermodal will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we are impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Robert Elliott, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on Wednesday, May 28, 1997.

Sincerely,

Robert Elliott, President, Luco Cartage Company



April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, James M. Ickes, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 30th day of APRIL, 1997.



James M. Ickes
Team Coordinator
Lukens, Inc.-Massillon Operations



Lukens Inc.
50 South First Avenue
Coatesville, PA 19320-0911

May 29, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

RE: 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, STB Finance Docket No. 33388.

Dear Mr. Williams:

My name is Gary R. Shields and I am the Manager, Traffic and Rail Division of Lukens Inc. I have been employed by Lukens for 24 years and have held my present position for 1.5 years. I am responsible for the Lukens Corporate Traffic Operation, the Lukens Coatesville Plant Dispatch and Clerical Shipping Operation and the management of the Brandywine Valley Railroad Company and the Upper Merion & Plymouth Railroad Company.

Lukens Inc. is the only steelmaker in North America that produces carbon, alloy and stainless steel on a flexible fully integrated manufacturing system. We have 13 locations in the U.S. and Canada. Our major locations are rail-served: Coatesville, Pa (BVRV), Conshohocken, PA (UMP), Massillon, OH (CR), and Newton, NC (NS). In 1996 Lukens shipped 914,000 tons of carbon, alloy and stainless steel.

The BVRV and UMP railroads are wholly owned subsidiaries of Lukens Inc. and are Class III terminal switching railroads with Conrail interchanges at Coatesville, PA for the BVRV and Swedeland, PA for the UMP. In 1996, the BVRV interchanged 9,344 carloads and the UMP 6,400 carloads with Conrail.

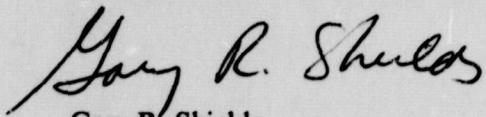
I support the approval of the transaction which will allow Norfolk Southern and CSX to acquire Conrail and subsequently divide its assets. The support is provided without the review of the operating plan and Lukens expects service to equal or exceed that experienced with Conrail at equal or less costs. We are pleased that rail to rail competition is preserved at Coatesville and there will be more single-line routes to

shorten actual transit time and improve market reach. In addition, the Norfolk Southern industry-leading safety record will be welcomed, as our company is also very safety conscious and we have already started to benefit from NS safety training videos.

For the reasons stated above, I support the application of NS and CSX to acquire Conrail.

VERIFICATION

I, Gary R. Shields, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 29 day of May, 1997.



Gary R. Shields
Manager, Traffic and Rail Division

*Lucisano
Bros. Inc.*



River Road Tullytown, PA 19007-6109

(215) 945-2700
FAX (215) 943-9329

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, David Lucisano, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 30 day of April, 1997.

David Lucisano
Lusisano Bros., Inc.

LYNX

TRANSPORT SERVICES, INC.

VERIFIED STATEMENT OF
Alan R. Monzo
on behalf of
Lynx Transport Services, Inc.
STB Finance Docket No. 33380

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly.

I am Alan R. Monzo, President of Lynx Transport Services, Inc., 2919 Samuel Drive, Bensalem, Pa., 19020. I am responsible for the continued negotiation of intermodal transportation services offered by the above railroads. I have been an officer of Lynx Transport since 1987 and intermodal is an integral part of our business accounting for 65 percent of our revenue. I have been in the transportation business for 30 years and have one way or another been associated with railroading.

An efficient and cost competitive infrastructure of the railroads is vital to our continued success and growth. We move approximately 3,000 trailers per year over the rails via east and westbound service. The joint acquisition of Conrail will allow my company to realize lanes of movement that we in the past have been denied due to Conrail's volume requirements. Example of this would be Michigan and Ohio eastbound to Philadelphia and North Jersey.

We strongly urge that the joint acquisition will be expeditiously finalized since I feel that service that is a critical part of our business can be enhanced. Once the acquisition is established I am sure I will be allowed to realize dramatic cost savings, since CSX and NS will probably realize parallel trackage savings and be able to pass these on to their customers.

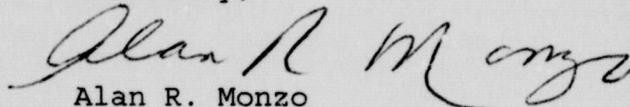
We, being located the Philadelphia area, will no doubt allow us to have direct access to North Jersey and New York ramps when this acquisition is effective.

LYNX 
TRANSPORT
SERVICES, INC.

In conclusion, I strongly support the application of the three railroads and request the Board approve it with no further delay.

I, Alan R. Monzo, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 10th day of May, 1997.

Sincerely,



Alan R. Monzo
President

ARM

LYNX

TRANSPORT SERVICES, INC.

VERIFIED STATEMENT OF ALAN R. MONZO

LYNX TRANSPORT SERVICES, INC.

FINANCE DOCKET NO. 33388

My name is Alan R. Monzo, and I am President of Lynx Transport Services, Inc., 2919 Samuel Drive, Bensalem, Pa., 19020. I have held my present position for 10 years. My duties include contract negotiations with railroads to effectuate reasonable and competitive pricing in intermodal service which is 65% of my business. My sales staff depends on me to secure competitive rates for their customers.

Lynx Transport Services, Inc. is involved quite heavily in motor carrier ramp operations as well as placing containers and rail trailers on the various railroads in east to west service. The preponderance of our business is with CSX Transportation and this joint N&S, CSX venture will no doubt benefit my company from a service standpoint in addition to opening up lanes that we do not have access to presently.

I strongly support the acquisition of Conrail by Norfolk Southern and CSX. There is certainly a need to open up more competitive lanes in the east and improve the service, which in my opinion has suffered in the past by the monopoly of Conrail.

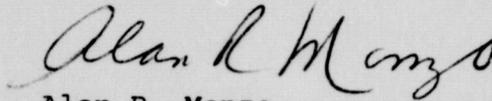
In my opinion the intermodal market can only grow with the continued increase in the price of fuel, which has had an adverse effect on over the road carriers. The rail link is vital and has proven to be cost effective. It will also help as it grows to remove trucks from the highways and reduce pollution.

LYNX 
TRANSPORT
SERVICES, INC.

The expedient approval of the application of NS and CSX to acquire Conrail should proceed without further delay.

I, Alan R. Monzo, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 20, 1997.

Sincerely,



Alan R. Monzo
President
Lynx Transport Services, Inc.
2919 Samuel Drive
Bensalem, Pa. 19020

M&B Carriers, Inc.

16183 E. Whittier Blvd. Whittier, CA 90603 (562) 902-0161 Fax (562) 902-9181

23 May 1997

Surface Transportation Board
1925 K Street NW
Washington, DC 20423-0001

Attention: Mr. Vernon A. Williams, Secretary

Subject: Verified Statement of M&B Carriers
Regarding Norfolk Southern & CSX acquisition of Conrail

Reference: Finance Docket No. 33388

Dear Secretary Williams:

My name is Richard Eidson, and I am the President of M&B Carriers, Inc. located at 16183 E. Whittier Blvd., Whittier, CA 90603. M&B Carriers is a drayage company, involved in the local transportation of Intermodal freight in the greater Los Angeles area. As a Western Intermodal supplier we are greatly interested in the expansion of Intermodal Rail Traffic.

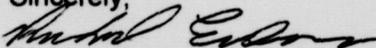
M&B Carriers, Inc. would like to express our support of Norfolk Southern and CSX in their effort to acquire Conrail, and then divide the Conrail system. There is a need for strong competition from companies who will own the track and facilities in the territory served by Conrail and the resultant competitors must be of comparable size and scope. For too long, our potential customers who ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company able to operate in a particular market, service suffers and the price is non-competitive.

Growth in the Eastern Intermodal Industry will benefit my company. Providing rail competition from two competitors which have strong Intermodal Rail Systems in the Southeast should promote the growth of Intermodal traffic.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Richard Eidson, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 27th, 1997.

Sincerely,


Richard Eidson



AIR FLOATED AND SLURRIED KAOLIN
159 RAILROAD ST. P.O. BOX 98 MCINTYRE, GA. 31054
TEL. #912-946-5534 FAX #912-946-3528

CLAYS FOR * PAPER * CERAMICS * RUBBER * PLASTICS

VERIFIED STATEMENT OF

M & M CLAYS, INCORPORATED
MCINTYRE, GEORGIA

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

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K. Street N.W.
Washington, DC 20423-001

Dear Mr. Williams:

My name is Gary W. Meier, and I am President of M&M Clays. As President, it is my duty to oversee all operations of M&M Clays which includes all shipping matters. I have held my position for the past 16 years.

M&M Clays produces kaolin clay for the paper, ceramics, rubber and plastics industries. We ship to Crane Plumbing, Mansfield, OH and Mansfield Plumbing, Perrysville, OH. Both of these industries are located Conrail. We also ship to other companies located in the East and Midwest in covered hopper and box cars furnished by Norfolk Southern.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the Northeast into and out of the Northeast has tended to inhibit our ability to move this traffic, and the single-line service which NS proposes would be of benefit to us. With single line service, I believe our facility would be able to compete in these markets with other companies enjoying single line service into the Northeast.

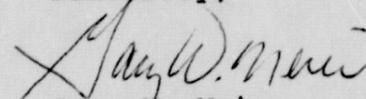
We believe our service will improve with single line service as there will be no delays in interchange. We have used Norfolk Southern for many years and have been satisfied with their service. We are confident that they would be able to provide good service on any Conrail lines which they acquire.

We feel that Norfolk Southern is the industry leader in customer service, equipment and on time delivery and would welcome the improvements they would bring to Conrail.

For all the reasons described above, I support the application of NS and CSX to acquire Conrail.

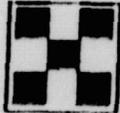
I, Gary W. Meier, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on April 29, 1997.

Sincerely,


Gary W. Meier

M & M FARM SUPPLY

FERTILIZER • SEED
LIME • LIQUID FEED
FEED • HEALTH AIDS • FARM SUPPLIES



Purina Dealer

Box 427 • Normangee, Texas 77871
409-396-6641 409-396-6456

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Janie Heath, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 5 day of May, 1997.

A handwritten signature in cursive script that reads "Janie Heath".
Janie Heath
M&M Farm Supply



Transport Services

4780 South Central, Forest View, Illinois 60638 708/594-8550 708/594-5861 FAX

RE: 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, STB Finance Docket No 33388.

VERIFIED STATEMENT OF
M&S TRANSPORT SERVICES, Inc.
FINANCE DOCKET NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams;

My name is Richard A. Reinhart, and I am Operations Manager/Trailer Division of M&S Transport Services, Inc., 4780 South Central, Forest View (Chicago), Illinois 60638. I have held my present position for only six months, but have been involved with the intermodal industry for over thirty two years. I have held positions from mechanic to president of the fifth largest independent (non-manufacturing) intermodal service corporation currently providing services to the railroads on intermodal equipment.

M&S Transport Services, Inc. is a provider of Semi-Trailer, Container, Chassis, OTR Refrigeration, and OSI Refrigeration repair. We provide Fueling, Temp-Check, Load Inspections, Empty Equipment Surveys, and Drayage. We provide service to every major railroad with trackage in Chicago and every leasing company that terminates Intermodal equipment in Chicago. We also provide service to seven Refrigerated Shippers using the rail system coast to coast.

Based upon my experience in providing the services described above, I would like to express my support of the Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by the Conrail, and for two competing railroads in the Northeast which own their own track and facilities. Customers which ship or receive product into and out of the Northeast have had no choice of rail carrier for far too long. When only one company is allowed to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. The rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

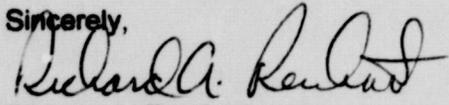
Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of the intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, I have been impressed with NS's commitment to safety, as evidenced by its continued success in winning the Harriman Award.

To summarize, I believe that approval of the application of the NS and CSX to acquire Conrail should be approved by the STB.

I, Richard A. Reinhart, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed on May 28, 1997.

Sincerely,



Richard A. Reinhart
Operations Manager/Trailer Division
M&S Transport Services, Inc.



M. BOHLKE VENEER CORP.

MAY 8, 1997

MR. VERNON A. WILLIAMS
SECRETARY
SURFACE TRANSPORTATION BOARD
1925 K. STREET, N.W.
WASHINGTON, D.C. 20423

REF: VERIFIED STATEMENT OF M. BOHLKE VENEER CORP.
PROPOSED CSXT/NS/CONRAIL TRANSACTION
SURFACE TRANSPORTATION DOCKET NO. 33388

DEAR SECRETARY WILLIAMS:

MY NAME IS DAWN THILL AND I AM TRAFFIC MGR. FOR M. BOHLKE VENEER CORP.
IN MY POSITION, I AM RESPONSIBLE FOR DOMESTIC AND INTERNATIONAL CARGO MOVEMENTS.

I AM WRITING TO OFFER MY STRONG SUPPORT FOR THE PROPOSED JOINT ACQUISITION OF
CONRAIL BY CSXT/AND NS - AND URGE THE BOARD TO APPROVE IT PROMPTLY. I BELIEVE THAT
THE PROPOSED ACQUISITION WOULD BE IN THE BEST INTEREST OF M. BOHLKE VENEER CORP.

I, DAWN THILL, DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND
ACCURATE. FURTHER, I CERTIFY THAT I AM QUALIFIED AND AUTHORIZED TO FILE THIS
VERIFIED STATEMENT.

EXECUTED THIS 08-TH DAY OF MAY OF 1997.

RESPECTFULLY/
DAWN THILL
M. BOHLKE VENEER CORP.

Main Office
210 Donald Drive
Fairfield, Ohio 45014
Facsimile (513) 839-3943

Veneer Plant
2904 Symmes Road
Fairfield, Ohio 45014
Telephone (513) 874-3999

Domestic Sales Office
8575 Gilmore Road
Fairfield, Ohio 45014
Telephone (513) 574-2291

263
N. Carolina Sales Office
Post Office Box 7798
High Point, N. C. 27264
Telephone (919) 887-5177

VERIFIED STATEMENT

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

RE: STB Finance Docket No. 33388

Dear Secretary Williams:

My name is Joel Segel. I am the produce manager for M. Levin & Company. My office address is 326 Pattison Ave., Philadelphia, PA 19148. In my position, I am responsible for planning and coordinating the transportation strategy of our produce purchases. I have been in my current position for 32 years. I am writing to offer my company's strong support for the proposed acquisition of Conrail by CSX and Norfolk Southern and to urge the Board to approve it promptly.

M. Levin & Company is a large receiver and distributor of produce. We distribute produce to grocery retailers and restaurants throughout the Northeast and Mid Atlantic. We receive approximately 100 carloads annually of produce at our Philadelphia facility, which is served by CSX Transportation.

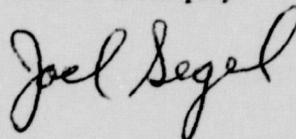
M. Levin & Company believes that the proposed transaction would be in our best interests, as well as the interest of our customers. We strongly urge the Board to approve this application for the reasons detailed below:

1. We believe that proposed transaction would produce better service from the West Coast into Philadelphia. The expanded CSX system would be able to take advantage of a much larger pool of locomotive power and crews, which would minimize the number of delays created by such shortages. This would improve the transit time of our inbound West Coast produce.
2. We also expect that we would see an improvement in the local switching service that we receive in Philadelphia because of the increased pool of equipment and crews that this transaction would produce.

In conclusion, we feel that the proposed transaction would improve the service on our inbound produce, which is extremely time-sensitive. We request that the board move as expeditiously as possible to assure approval.

I, Joel Segel, declare that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement of support. Executed the 9th day of May, 1997.

Joel Segel
M. Levin & Company



Mabe

May 5, 1997:

MR. VERNON A. WILLIAMS
Secretary/ Surface Transportation Board
1201 Constitution Ave., N.W.
Washington, D.C.

Finance Docket No. 33388
CSX Corporation and CSX Transportation Inc.
Norfolk Southern Corporation and
Folk Southern Railway Corporation
-- Control and Operating Lease / Agreements --
Conrail Inc. and Consolidated Rail Corporation

Dear Secretary Williams:

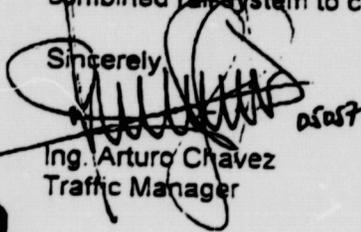
I am the Corporate Traffic Manager for Mabe Corporation in Mexico City. As traffic manager, I handle all the inbound and outbound transportation and logistics, both domestic and international for Mabe's plant. I have been working in this capacity for 6 years and have been in the transportation industry for 18 years.

Mabe is the largest producer of major appliances such as gas ranges and refrigerators in Mexico and exports a considerable amount of its production to other countries, including the United States. The company also sources its raw materials globally, which also includes the United States. Our major plants are rail-served as we use rail for much of our international transportation.

We are aware that CSX and Norfolk Southern are seeking approval to purchase Conrail, and I would like to express my support for this acquisition. It is my opinion that single line service provides a more rapid, cost effective and easier to use transportation alternative. I also believe that U.S. and Mexican companies shipping to or from Mexico would benefit from a more efficient routing of railcars to or from the Northeastern U.S. Currently, rail traffic is often routed via less direct routes (via such states as Illinois, for example) at greater time and expense for the shipper.

Finally, another advantage I believe would be realized from the purchase would be a larger pool of equipment available to the rail shipper. All of these advantages I believe will allow the combined rail system to compete more aggressively with trucks.

Sincerely,


Ing. Arturo Chavez
Traffic Manager

Randy Rogers

VERIFIED STATEMENT OF
DANA VINCENT
on behalf of
MAC FRUGAL'S BARGAINS • CLOSE-OUTS, INC.
STB Finance Docket No. 33388

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly.

Background:

I am Dana Vincent, Director of Transportation - Mac Frugal's Bargains • Close-outs, Inc. Mac Frugal's is located on 12434 Fourth Street, Rancho Cucamonga, California, 91730. I am responsible for all international and domestic transportation. I have been in my current position since June of '93 and have worked in the transportation field for 33 years.

Mac Frugal's operates a chain of 320 retail stores in 18 states. These stores, which do business as Pic 'N' Save and Mac Frugal's Bargains • Close-outs, feature a wide variety of first quality general merchandise obtained through manufacturer close-outs, overruns, discontinued lines and packaging changes. An ever-changing assortment of merchandise is typically sold 40 to 70 percent off regular retail prices.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. Mac Frugal's receives approximately 4000 plus truckloads of general merchandise via intermodal rail. The joint acquisition of Conrail will be in Mac Frugal's best interest since the enhanced CSX system would be capable of providing a complete competitive intermodal product with associated efficiencies.

We strongly urge the Board to approve this application for the reasons detailed below:

1. We believe that the joint acquisition of Conrail will produce better service and more competitive rates. We expect the joint acquisition to result in a more efficient system with more opportunities to triangulate, thereby allowing for more efficient equipment utilization.

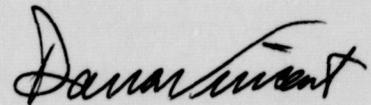
2. We also anticipate that the joint acquisition will result in expanded markets with an increased number of destinations and origins available. This benefit is important to Mac Frugal's because the enhanced CSX system will allow us more flexibility to expand the markets from which we can receive product.

3. We expect increased competitive access to ports in the New York and New Jersey areas.

4. We are convinced that the joint acquisition of Conrail will result in more intermodal service lane options, which, in turn, will benefit all the shippers that rely on rail. The enhanced CSX system will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more long term capital investment and ensure that rail service grows into the future. These developments are critically important to all freight shippers.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of transportation options in the East.

I, Dana Vincent, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 15th day of May, 1997.



Dana Vincent
Director of Transportation
Mac Frugal's Bargains • Close-outs, Inc.

MACK

Timber Company

P. O. Box 26
Woodbury, Georgia 30293

Mike McDaniel
President

May 15, 1997

Off: 706-672-1018
Res: 706-553-5462

Vernon A. Williams
Secretary, Surface Transportation Board
1201 Constitution Avenue, NW
Washington, DC 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation.;
Norfolk Southern Corporation and Norfolk Southern Railway Corporation --
control and Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail
Corporation

Dear Secretary Williams:

MACK Timber is a pulpwood company that has operated in Greenville, Georgia for 13 years now. We ship 215 freight cars worth of pulpwood every year. Our company depends on an efficient, cost effective freight transportation system to reach our customers. That is why I am writing to you today.

As President of MACK Timber, I would like to inform you of our company's strong support for the proposal by CSX Corporation and Norfolk Southern to acquire Conrail and divide up that company's lines between the two of them. We believe such a plan would create a better transportation system with more choices and lower prices for shippers. We therefore urge the Board to approve it as quickly as possible.

All of Georgia's paper industry -- from producers to newsprint to pulpwood producers like us -- rely heavily on rail transportation. The CSX-Norfolk Southern plan will expand our market reach into the important Northeast and Mid-Atlantic regions because it will create faster, more efficient, cost effective single-line routes into those areas. In fact, the CSX-Norfolk Southern plan will result in two strong, competitive railroad companies with the combined ability to reach every major market east of the Mississippi River.

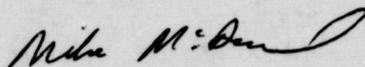
Single line routes eliminate a major headache in rail shipping -- the time and money lost when switching from one carrier to another. Each line switch can mean as much as 24 hours of delay. Under the CSX-Norfolk Southern plan, interchanges will be reduced to a minimum because the companies will divide up the Conrail lines to create a more seamless rail network. For shippers, this means more competition, better service and lower prices.

I hope you and your colleagues on the Surface Transportation Board will take these considerations into account as you debate the CSX-Norfolk Southern plan. In the end, I'm hopeful that you'll find as we do that the plan will benefit both shippers and railroads alike and approve it as quickly as possible. Thank you for your time and attention.

I, Mike McDaniel, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed this 15th day of May, 1997.

Sincerely,



Mike McDaniel

Macon Iron

THE SCRAP MARKET

VERIFIED STATEMENT OF Evan Koplin

MACON IRON & PAPER STOCK CO.

My name is Evan Koplin, and I am Vice President of Macon Iron & Paper Stock. I have held my position for 10 years. My duties include negotiation of rail & truck rates for our transportation of goods in addition to many overall duties associated with running the business.

Macon Iron & Paper Stock Co. is a family owned scrap processing facility. We have facilities located in Macon, Americus, and Swainsboro. These facilities are presently served by NS and GSWRR. We sell to customers located Throughout the Southeast and sometimes in the Northeast. These facilities are located on the lines of NS and CSX.

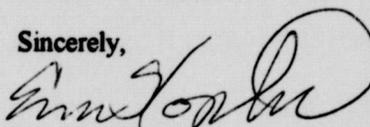
We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own tracks and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating Northeastern railroading from competition, that time is past, and it is time for customers interest in this market to have service by more than on rail carrier which owns its facilities. And there rail carriers cannot be just any rail carriers. They must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990's, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single line service by NS and CSX will offer. An extensive addition of single line rail service will allow us to provide increase market penetration to areas in which we been unable to compete adequately.

To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, Evan Koplin, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 6, 1997.

Sincerely,



Evan Koplin

MAD RIVER TRANSPORTATION, INC.

OFFERING EFFICIENT, ECONOMICAL, DEPENDABLE, INSURED SERVICE

**Post Office Box 1296
Dayton, Ohio 45401
513-228-7639**

VERIFIED STATEMENT OF
MAD RIVER TRANSPORTATION, INC.
FINANCE DOCKET NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is Christopher R. Bridges, and I am V. P. and General Manager of Mad River Transportation, Inc., 1440 Miami Chapel Road, Dayton, Oh 45408. My duties include procuring customers in intermodal transportation and tracking and verifying profits for such moves.

Mad River Transportation is a Motor Carrier. We work with NS at the following locations: Columbus and Cincinnati, OH, Detroit, MI, and Chicago, IL. In addition, we work with CSX at the same locations.

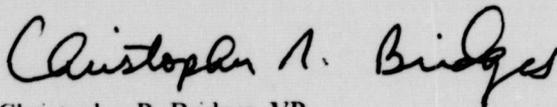
Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its Intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Christopher R. Bridges, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed on May 21, 1997.

Sincerely,



Christopher R. Bridges, VP
MAD RIVER TRANSPORTATION

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

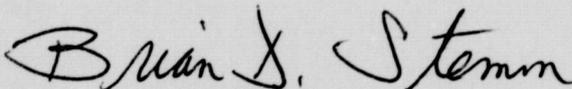
Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Brian Stemm, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 30 day of APRIL, 1997.



Brian Stemm
Madison Landmark, Inc.



05/07/97

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

My name is E. Thomas Pelletier. I am the Purchasing Agent for Madison Paper Industries. My business address is P.O. Box 129, Madison, ME 04950. As Purchasing Agent, my responsibilities include planning and negotiation of rail contracts.

We have followed the Conrail story over the last several months with great interest. The solution which NS and CSX have presented to the question of "who get Conrail" appears to be fair and equitable.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier.

I believe two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

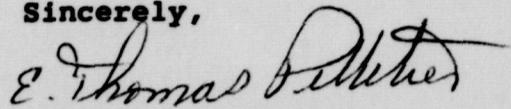
In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single line service by NS and CSX will offer. An extensive addition of single line rail service will allow us to provide increased market penetration to areas in which we have been unable to compete adequately.

To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, E. Thomas Pelletier, declare under penalty of perjury that the foregoing is true and correct. Furthermore, I certify that I am

qualified and authorized to file this verified statement.
Executed on May 6, 1997.

Sincerely,



E. Thomas Pelletier
Purchasing Agent
Madison Paper Industries

ETP/mf



05/07/97

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

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

Dear Mr. Williams:

My name is E. Thomas Pelletier, and I am Purchasing Agent of Madison Paper Industries. I have held my present position for two (2) years. My duties include negotiating rail freight rates and purchases of all goods and services.

Madison Paper Industries is a paper company. We have facilities located at Madison, Maine. These facilities are presently served by Conrail. These facilities are located on the lines of Springfield Terminal. During 1996, we received 800 carloads. We shipped 2,500 carloads to various U.S. points.

It is in Madison Paper Industries best interest to move the above merger review process forward as expeditiously as possible. We are concerned that a protracted merger proceeding could lead to service failures by the involved railroads.

Madison Paper Industries respectfully requests that the Board accept the 255-day procedural schedule as published in the Monday, April 21, 1997 edition of the Federal Register.

I, E. Thomas Pelletier, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 6, 1997.

Sincerely,

A handwritten signature in cursive script that reads "E. Thomas Pelletier".

E. Thomas Pelletier

ETP/mf

276



May 14, 1997

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

Verified Statement

Re: Proposed CSX / NS / Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams"

Magotteaux, Inc., has been a Nashville landmark for 25 years.

We are a steel foundry that relies on rail to ship as many as 40 cars a year filled with grinding balls. As the traffic manager for Magotteaux, I absolutely must have reliable service to get our product to our markets.

So I am writing to register our opinion, that Magotteaux strongly supports the joint acquisition of Conrail by CSX and Norfolk Southern because we believe it will bring us better, faster, and more reliable service.

These railroads have a great deal of experience in serving steel mills and foundries like ours. If allowed to proceed, we believe that they would utilize their equipment in far better ways. As a customer, this means more single-line service that would be far more efficient for us.

Nashville is in that border zone between the big markets, distant from the ports of the Northeast and South. The proposed transaction would give us quicker, better access to meet demand wherever it arises. As a company that relies on barges and trucks, as well as rail, we need strong intermodal support. Even small companies are moving deep into international markets. The unique intermodal strength of the enhanced CSX and NS systems, which I am told would reach more than 80 countries, is a strong enticement for us to support this transaction.



MAGOTTEAUX

Single-line service would also be faster and more reliable. Above all, it would be simpler. As it is, we have to work through at least four different railroads. I look forward to the reduction in paperwork and hours in easier billing and inventory tracking.

Finally, I am hopeful that the enhanced systems would be competitive with trucks, putting downward pressure on rates.

Please support the application, so important to entrepreneurial companies like Magotteaux. No one else can get us as many places, as fast.

I, Lynn McFarland, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 14th day of May, 1997.

Sincerely,

Lynn McFarland
Traffic Manager, Zone



May 19, 1997

VERIFIED STATEMENT OF
MAHER OIL COMPANY
FINANCE DOCKET NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No 33388
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is John Cook and I am president of Maher Oil Company. I have held my present position for 2 1/2 years.

Maher Oil Company is a petroleum distributor which supplies diesel fuel to the Norfolk Southern in the metropolitan Kansas City area. In addition, we work with Union Pacific and BNSF in the Kansas City area.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

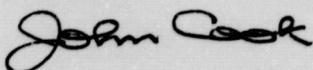
Growth in the intermodal industry will benefit my company and my industry. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service.

Finance Docket No. 33388

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, John Cook, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 19, 1997.

Sincerely,

A handwritten signature in cursive script that reads "John Cook".

John Cook, President
Maher Oil Company



May 7, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K. Street, N.W.
Washington, DC 20423

RE: Verified Statement of The Maitland Company; Proposed
CSX/NS/Conrail Transaction; Surface Transportation
Docket No. 33388

Dear Secretary Williams:

My name is Robert Rumph. I am president of The Maitland Company. In my position, I am responsible for the manufacture and installation of agitation systems for railcars, and the shipment of these cars.

I am writing to offer my strong support for the proposed joint acquisition of Conrail by CSX and Norfolk Southern and urge the Board to approve it promptly. I believe that the proposed acquisition would be in the best interest of The Maitland Company.

I, Robert Rumph, declare under penalty of perjury that the foregoing is true and accurate. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 7th day of May, 1997.

Yours very truly,

Robert Rumph

bc: George M. Bollinger
Supervisor Projects
CSX TeleConnections, Inc. - J630
6735 Southpoint Drive South
Jacksonville, Florida 32216



MAJOR BUILDERS SERVICE, INC.

P.O. BOX 1013
2932 BRICE ROAD
BRICE, OHIO 43109
PHONE 861-0875
FAX 861-7292

May 27, 1997

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on lines which will belong to NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the Northeast has tended to inhibit our ability to move this traffic, and the single-line service which NS proposes would be of benefit to us. I sincerely believe that the availability of single-line service to a larger network will enable us to grow our business much more effectively than is presently the case.

We have used NS for several years on joint-line service in conjunction with Conrail, and have been satisfied with their service. We are confident that they would be able to provide good service on any CR lines which they acquire.

For all the reasons described above, I support the application of NS and CSX to acquire Conrail.

I, W. F. Morris, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed on May 27, 1997.

Sincerely,

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

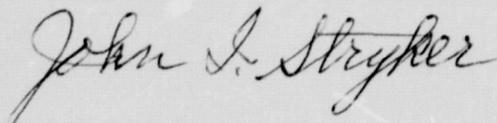
Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, John I. Stryker, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 8 day of May 1997.



John I. Stryker
Terminal Manager
Malone Freight Lines, Inc.

MANALAPAN MINING COMPANY, INC.

BROOKSIDE
(606) 837-1211
(606) 837-2173

PO BOX 111
BROOKSIDE KENTUCKY 40801-0311
FAX (606) 837-3773

HIGHSPRING
(606) 837-3486

May 9, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N. W.
Washington, D. C. 20423

VERIFIED STATEMENT OF
DUANE H. BENNETT
on behalf of
MANALAPAN MINING COMPANY, INC.
Finance Docket No. 33388
CSX Corporation and CSX Transportation, Inc.
Norfolk Southern Corporation and
Norfolk Southern Railway Corporation
--Control and Operating Lease/Agreements--
Conrail Inc. and Consolidated Rail Corporation

I am Duane H. Bennett, President of Manalapan Mining Company, Inc.. Manalapan Mining is located in Brookside, Kentucky. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.

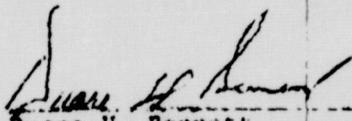
Manalapan Mining produces and ships coal to our customers, who are utilities and manufacturing companies located in North Carolina, South Carolina, Georgia, Alabama, Kentucky, Florida, Tennessee, Ohio, Michigan and possibly New York. We handle approximately 23,250 carloads of coal annually via CSX.

We believe that the acquisition of Conrail by CSX and NS will allow us to expand and extend our market reach in the north and northeast. In particular, the acquisition will bring us new access to CSX served utility customers in these regions.

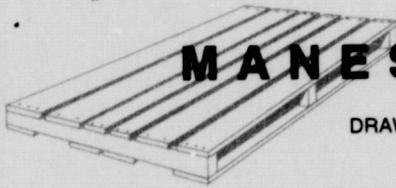
In our business, consistent and reliable rail transportation is crucial to our logistics management. The coal industry often experiences equipment shortages. The acquisition will increase the equipment supply available for our shipments, thereby enhancing the consistency of our transit times.

For these reasons, Manalapan Mining Company, Inc. urges the Board to approve the joint application of CSX and NS.

I, Duane H. Bennett, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 9th day of May, 1997.



Duane H. Bennett
President



MANESS MANUFACTURING CO.

DRAWER C

BRYSON CITY, N.C. 28713

VOICE/FAX (704) 488-2170

Manufacturers of Wooden Pallets and Skids

VERIFIED STATEMENT OF JIM MANESS

MANESS MANUFACTURING CO.

May 28, 1997

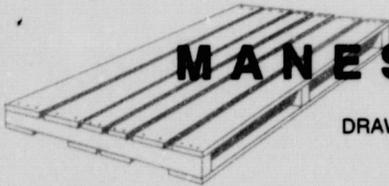
Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

My name is Jim Maness. I am the President of Maness Manufacturing Co. located in Bryson City, NC. Maness Manufacturing produces wooden pallets which are widely used in the transportation industry for the shipment of various commodities, mainly for the U.S. Government. Our plant is located on the Great Smoky Mountain Railroad which connects with Norfolk Southern at Sylva, NC and rail transportation is necessary for the distribution of our pallets.

We understand that Norfolk Southern and CSX are asking the Surface Transportation Board to approve their joint acquisition of Conrail. We support the approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on the lines of Norfolk Southern, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the Northeast has tended to inhibit our ability to move this traffic, and the single-line service which Norfolk Southern proposes would be of benefit to us. With single-line service, I believe our facility would be able to compete in these markets with other companies enjoying single-line service into the Northeast. We have used Norfolk Southern for several years and have been satisfied with their service. We are confident that they would be able to provide good service and also be more truck competitive on any Conrail lines which they acquire.

We sincerely believe that Norfolk Southern is a well-managed, efficient, customer-oriented railroad and would very much like to see those attributes injected into Conrail territory. If our company is to grow and prosper, we need a strong railroad serving our transportation needs. We think the NS/CSX plan before the Surface Transportation Board does this and we, therefore, support it.



MANESS MANUFACTURING CO.

DRAWER C

BRYSON CITY, N.C. 28713

VOICE/FAX (704) 488-2170

Manufacturers of Wooden Pallets and Skids

I, Jim Maness, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement executed on May 28, 1997.

Sincerely,

Jim Maness
President
Maness Manufacturing Co.

**Verified Statement
of
C. O. Turner, III
on behalf of
Manufacturers Consolidation Service, Inc.
STB Finance Docket No. 33388**

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N. W.
Washington, D. C. 20423-0001

My name is C. O. Turner, III. I am Chairman of the Board/President for Manufacturers Consolidation Service, Inc. (M.C.S.), headquartered in Memphis, TN. I have been Chairman of the Board since August 22, 1990.

M. C. S. is a transportation company that has been in business since 1968. We ship intermodal traffic in all lanes throughout the United States. In the North East we utilize the services and routes of Conrail, CSX and Norfolk Southern. In 1996 we shipped in excess of eighteen thousand containers/trailers with these carriers in and out of this section of the U. S.

It is my understanding that CSX and NS intend to file an application to control Conrail, and to divide and operate its routes as part of their existing systems. M.C.S. urges the Board to approve this application for the following reasons:

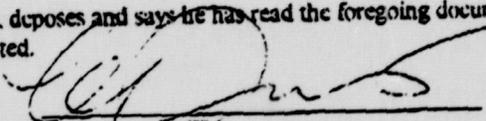
1. The joint acquisition should provide better transit times through the efficiencies created by the joint systems.
2. We expect more competitive rate levels to be in place due to the head to head competition created by the joint acquisition. This has been proven in the south by the competition between the CSX and NS.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board issue its approval expeditiously.

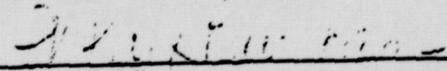
I, C. O. Turner, III, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this ninth day of May, 1997.

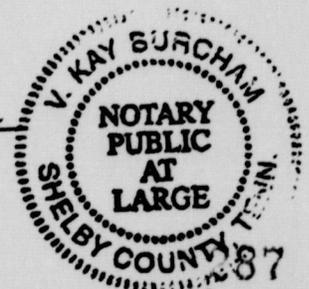
STATE OF TENNESSEE
COUNTY OF SHELBY

C. O. Turner, III, being first duly sworn, deposes and says he has read the foregoing document, knows the facts, asserted therein, and that the same are true as stated.


C. O. Turner, III

Subscribed and sworn to before me this 9th day of May, 1997.


Notary Public



*Mar-Jac***POULTRY, INC.***Quality Every Step Of The Way*JUNE 2, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

Verified Statement

Re: Proposed CSX/NS/Conrail Transaction: STB
Finance Docket No. 33388

Dear Secretary Williams:

I am Tony Gravitt, Director of Purchasing for Mar-Jac Poultry. My office address is 1017 Aviation Blvd., Gainesville, GA 30503. In my position, I am responsible for purchasing and coordinating the transportation of inbound raw materials. I have worked in this capacity since 1985 and have been in our industry for over 13 years. I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly.

Mar-Jac Poultry is an integrated broiler company. Our customers are contract farmers in northeast Georgia. We receive approximately 1,500 rail carloads each year at our feed mill located in Gainesville, Georgia. Our total annual rail freight costs are approximately \$2.5 million. Outbound finished feed is shipped via truck to our poultry farms.

Mar-Jac Poultry strongly believes that the proposed joint acquisition of Conrail by CSX and NS would be in our best interests, as well as in the interest of our customers. We strongly urge the Board to approve this application for the reasons detailed below:

P.O. Box 1017 • Gainesville, Georgia 30503 • (770) 536-0561 • FAX (770) 531-5015

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TOTAL P.002
PAGE.002

Mr. Vernon A. Williams

JUNE 2, 1997

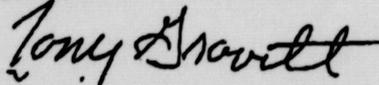
Page 2

1. Single Line service would offer transit efficiency and increased purchasing power - The expansion of CSX's operations would increase sourcing options thereby providing a better competitive environment for increased ingredient purchasing power. (For example, we would be able to access additional sources in east central Ohio and northeastern portions of Illinois. NEED VERIFICATION) Resulting lower costs in the marketplace would assist in our future growth plans. We will also benefit from more efficient rail routes and more predictable transit times.
2. Equipment Utilization - The opportunity to access an expanded fleet in single line service should increase availability of rail cars and also increase turn times.

In conclusion, Mar-Jac Poultry supports the application of CSX, NS and Conrail and requests that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote rail traffic in our market areas.

I, Tony Gravitt, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 2nd day of JUNE, 1997.

Sincerely



Tony Gravitt
Director of Purchasing



MARCONA OCEAN INDUSTRIES, LTD.

2101 West State Road 434
Suite 103
Longwood, Florida 32779

Phone (407) 865-6565
Fax (407) 865-7292

VERIFIED STATEMENT
on behalf of
MARCONA OCEAN INDUSTRIES, LTD
FINANCE DOCKET NO. 33388

My name is Bruce A. Wharry, and I am Vice President of Sales and Transportation of Marcona Ocean Industries, Ltd. I have held my present position for approximately eight years. My duties include all sales and service function of the company which also encompasses rail, truck, and marine transportation.

Marcona Ocean Industries, Ltd mines and processes calcium carbonate limestone called Aragonite. We have facilities located in Perth Amboy, NJ. These facilities are presently served by Conrail. We sell to a variety of customers including the Glass Industry in Connecticut, Indiana, Massachusetts, New Jersey, New York, North Carolina, Ohio, and Pennsylvania. During 1996, we shipped 685 carloads from Perth Amboy, NJ.

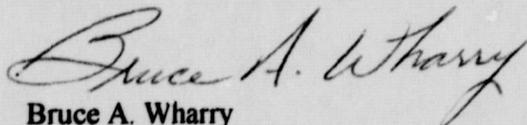
We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. As is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. The rail carriers cannot be just any rail carriers, they must be comparable in terms of size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990's, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, equipment utilization and seamless synergies.

In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single line service by NS and CSX will offer. An extensive addition of single line rail service will allow us to provide increase market penetration to areas in which we have been unable to compete adequately.

To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, Bruce A. Wharry, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 5, 1997.

Sincerely,



Bruce A. Wharry
Vice President - Sales and Transportation
Marcona Ocean Industries, Ltd.

MARINE COAL SALES

MARINE COAL SALES COMPANY

645 W. Carmel Drive • Suite 100
Carmel, IN 46032
(317) 844-8820 • FAX: (317) 844-8842

March 17, 1997

Mr. Vernon A. Williams
Secretary, Surface Transportation Board
12th and Constitution Ave., N.W.
Washington, DC 20423

RE: Verified statement of Larry F. Kaelin on behalf
of CSX Corporation and Norfolk Southern Corporation

Dear Mr. Williams:

I am Larry F. Kaelin, President of Marine Coal Sales Company. The headquarters of Marine Coal Sales Company is located at 645 W. Carmel Dr., Suite 190, Carmel, Indiana 46032. I am responsible for marketing and transportation components of our company. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.

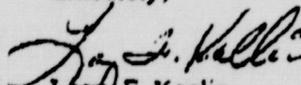
Marine Coal Sales Company sells and ships coal to our customers who are utilities and industrial accounts located in the upper midwestern area of the United States. We believe that the acquisition of Conrail by CSX and NS will allow us to expand and extend our market reach in this region of the country. In particular, the acquisition will bring us new access to CSX or Conrail-served utilities and industrial customers.

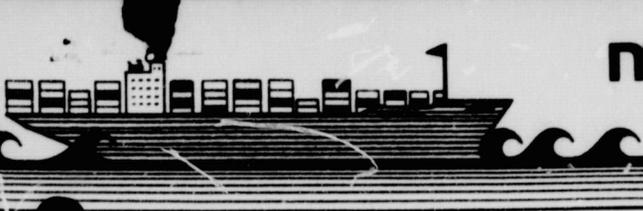
In our business, consistent and reliable rail transportation is crucial to our logistics management. The coal industry often experiences equipment shortages. The acquisition will increase the equipment supply available for our shipments, thereby enhancing the consistency of our transit times.

For these reasons, Marine Coal Sales Company urges the Board to approve the joint application of CSX and NS.

I, Larry F. Kaelin, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 17th day of March, 1997.

Sincerely,


Larry F. Kaelin
President



Marine Forwarding Co., Inc.

International Freight Forwarders F. M. C. License No. 206

Cable Address: "Marforcom"

RE: 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, STB Finance Docket No 33388.

VERIFIED STATEMENT OF
Marine Forwarding Co., Inc.
FINANCE DOCKET NO. 33388

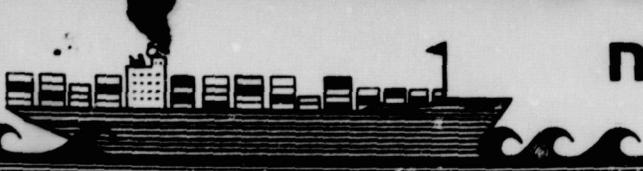
May 28, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams;

My name is Marshall V. Slawson and I am Executive Vice President of Marine Forwarding Co., Inc. 5445 Henneman Drive, Norfolk, VA 23513. Marine Forwarding Co., Inc. is a International Freight Forwarder. I have been in the International Freight Forwarding business for 44 years.

It is my understanding that CSX and NS intend to file an application to control Conrail, and to divide and operate its routes as part of their existing systems. I also understand that a key element of the NS plan is improved and expanded intermodal (and multimodal) services. Extended NS intermodal service will help to meet our transportation needs throughout the territory now served by Conrail. Opening Conrail markets to service by two rail carriers of comparable size and scope, each with its own tracks and terminals, will offer us the advantages of competitive service and pricing without fragmenting the market and hurting service. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is



Marine Forwarding Co., Inc.

International Freight Forwarders F. M. C. License No. 206

Cable Address: "Marforcom"

Page 2

past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

In addition to the competitive reasons stated above, my company would welcome the extension of NS service into the northeast. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of CSX and NS to acquire Conrail should be approved by the STB.

I, Marshall V. Slawson, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 28, 1997.

Sincerely,

Marshall V. Slawson
Executive Vice President
Marine Forwarding Co., Inc.

RE: 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, STB Finance Docket No 33388.

VERIFIED STATEMENT OF
Marine Transport
FINANCE DOCKET NO. 33388

May 29, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams;

My name is Patrick Kane and I am Terminal Manager of Marine Transport, 2950 International Street, Columbus, OH 43228. I have held my present position for 1 year. My duties include soliciting and maintaining intermodal drayage in the Ohio market.

Marine Transport is a motor carrier providing drayage services for third parties and railroads in Ohio. We work with Norfolk Southern at the following locations. Columbus, Cincinnati, and Cleveland.

It is my understanding that CSX and NS intend to file an application to control Conrail, and to divide and operate its routes as part of their existing systems. I also understand that a key element of the NS plan is improved and expanded intermodal (and multimodal) services. Extended NS intermodal service will help to meet our transportation needs throughout the territory now served by Conrail. Opening Conrail markets to service by two rail carriers of comparable size and scope, each with its own tracks and terminals, will offer us the advantages of competitive service and pricing without fragmenting the market and hurting service. For too long, customers which ship

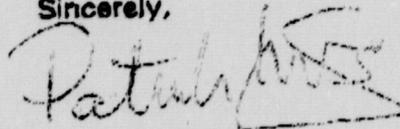
or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

In addition to the competitive reasons stated above, my company would welcome the extension of NS service into the northeast. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of CSX and NS to acquire Conrail should be approved by the STB.

I, Patrick Kane, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 29, 1997.

Sincerely,



Patrick Kane
Terminal Manager
Marine Transport

MARJAM SUPPLY CO., INC.

Acoustics-Drywall-Insulation-Adhesives-Lumber-Doors-Windows

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Andrew L. Liput, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 5 day of MAY, 1997.



Andrew L. Liput
Vice President & General Counsel
Marjam Supply Company

Corporate Headquarters
20 Rewe Street, Brooklyn, NY 11211
(718) 388-6465

Mark & Associates, Inc.

ELECTRICAL CONTRACTORS

P.O. BOX 10218 • NORFOLK, VIRGINIA 23513

OFFICE: (804) 853-9404

FAX: (804) 853-8149

RE: 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, STB Finance Docket No 33388.

VERIFIED STATEMENT OF
Mark & Associates, Inc.
FINANCE DOCKET NO. 33388

May 30, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams;

My name is Mark Stearns and I am President of Mark & Associates, Inc. I have held my present position for 12 years. Mark & Associates, Inc. is a electrical contractor. We work with NS at the Norfolk, VA Intermodal facility.

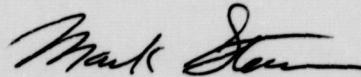
Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Mark Stearns, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 30, 1997.

Sincerely,



Mark Stearns
President
Mark & Associates, Inc.

**VERIFIED STATEMENT OF
CHARDY BARKER
on behalf of
MARK VII INCORPORATED
STB Finance Docket No. 33388**

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly.

Background:

I am Chardy Barker, General Manager of Mark VII, Incorporated. My office is located at 4315 Country Lane, Grapevine, TX 76051. I am responsible for all facets entailed in the day to day operations of this company, from answering phones through financial statements. I have owned this agency office since May 2, 1993 and have worked for Third Party Intermodal Marketing Companies (formerly known as Shipper's Agents) for 25 years.

Mark VII, Incorporated is a Intermodal Marketing, truck broker and logistics Company.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. Our Mark VII office moves approximately 5000 loads annually by rail via east, west, north & south bound. The joint acquisition of Conrail will be in Mark VII's best interest since the enhanced CSX system would be capable of providing a complete competitive intermodal product with associated efficiencies.

We strongly urge the Board to approve this application for the reasons detailed below:

1. We believe that the joint acquisition of Conrail will produce better service and more competitive rates. We expect the joint acquisition to result in a more efficient system with more opportunities to triangulate, thereby allowing for more efficient equipment utilization.
2. We also anticipate that the joint acquisition will result in expanded markets with an increased number of destinations and origins available. This benefit is important to Mark VII because the enhanced CSX system will allow us more flexibility to expand the our market for all of our customers.

page 2 - continued.

3. We expect increased competitive access to ports in the New York and New Jersey areas.

4. We are convinced that the joint acquisition of Conrail will result in more intermodal service lane options, which, in turn, will benefit all the shippers that rely on rail. The enhanced CSX system will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more long term capital investment and ensure that rail service grows into the future. These developments are critically important to all freight shippers.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of transportation options in the East.

I, Chardy Barker, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement.
Executed this 14th day of May, 1997.

Chardy Barker

Mark VII, Incorporated

DAVID WEDAMAN
PRESIDENT

**VERIFIED STATEMENT OF
MARK VII TRANSPORTATION
FINANCE DOCKET NO. 33388**

**Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001**

Dear Mr. Williams:

My name is David Wedaman, and I am President of Mark VII Transportation, 965 Ridge Lake Blvd., Suite 103, Memphis, Tennessee 38120. I have held my present position for five years.

Mark VII Transportation is an intermodal marketing company. We ship intermodal traffic throughout the United States. During 1996, we shipped over 50,000 containers/trailers within the lanes covered by the NS, CSX, and Conrail.

It is my understanding that CSX and NS intend to file an application to control Conrail and to divide and operate its routes as part of their existing systems. I also understand that a key element of both plans is improved and expanded intermodal (and multimodal) services. Extended intermodal service will help to meet our transportation needs throughout the territory now served by Conrail. Opening Conrail markets to service by two rail carriers of comparable size and scope, each with its own tracks and terminals, will offer us the advantages of competitive service and pricing without fragmenting the market and hurting service. For too long, customers who ship or receive product into and out of the Northeast have had the service of only one rail carrier. And, as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been a historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail

carrier who owns its facilities. And, the rail carriers who will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope and provide a competitive service.

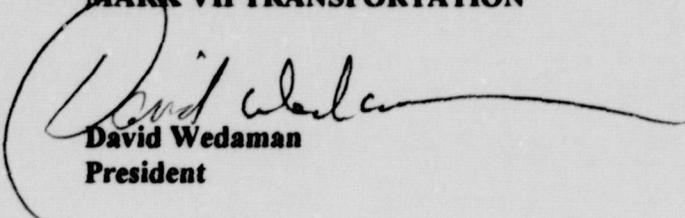
In addition to the competitive reasons stated above, my company would welcome the extension of NS and CSX service into the Northeast. The NS and CSX's capital investment in their intermodal facilities and service are well-known in the industry, as are their strong commitments to growth and service.

To summarize, we believe that approval of the application of CSX and NS to acquire Conrail should be approved by the STB.

I, David Wedaman, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 28, 1997.

Sincerely,

MARK VII TRANSPORTATION



David Wedaman
President

MARKET STREET RECYCLING LLC

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

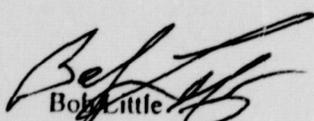
Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Bob Little, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 10~~th~~ day of MAY, 1997.


Bob Little
Market Street Recycling, LLC



**MARKO
TRANSPORTATION**

11501 Chimney Rock, Houston, Texas 77035

(713) 729-9500

FAX: (713) 729-4370

May 27, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is Doyle Martin, and I am the president and owner of Marko Transportation. I have held my present position for twenty years. My duties include rate quotations and routing instructions for carriers.

Marko Transportation is a transportation brokerage company and shipper's agent. We have facilities located in Houston, Texas and Greenwood, Arkansas. Our customers are located all over the United States, Canada, and Mexico. We moved approximately 700 shipments each month during 1996. We ship and receive containers and trailers to and from all points in the United States, Canada, and Mexico.

It is my understanding that CSX and NS intend to file an application to control Conrail, and to divide and operate its routes as part of their existing systems. I also understand that a key element of the NS plan is improved and expanded intermodal and multimodal services. Extended NS intermodal service will help to meet our transportation needs throughout the territory now served by Conrail. Opening Conrail markets to service by two rail carriers of comparable size and scope, each with its own tracks and terminals, will offer us the advantages of competitive service and pricing without fragmenting the market and hurting service.

In addition to the competitive reasons stated above, my company would welcome the extension of NS service into the northeast. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further we have been impressed with NS's commitment to safety, as shown by their continued success in winning the Harriman Award.

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We support the proposed merger of Norfolk Southern and Conrail. My company is impressed with the principals of balanced competition, which describes the need for two competing railroads in the northeast which own their own tracks and facilities.

I, Doyle Martin, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed on May 27, 1997.

Sincerely,

Doyle Martin / spm

Doyle Martin
President
Marko Transportation

MARKWEST

MarkWest Hydrocarbon, Inc.
1335 Dublin Road, Suite 213D
Columbus, Ohio 43215
Ph. # (614) 487-0095
FAX: (614) 487-0093
(800) 480-8388

May 6, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
12th & Constitution Avenue, NW
Washington, D.C. 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation Inc.;
Norfolk Southern Corporation and Norfolk Southern Railway Corporation -
Control and Operating Lease/Agreements - Conrail Inc. and Consolidated Rail
Corporation.

Dear Secretary Williams:

My name is Fred Shato. I am the General Manager of Marketing for MarkWest Hydrocarbon, Inc. in Columbus, Ohio. My office address is 1335 Dublin Road, Suite 213D, Columbus, OH 43215. In my position, I am responsible for the marketing and transportation of propane, isobutane, normal butane and natural gasoline. I have been in present position since 1989 and have worked in the petroleum industry for 27 years. I am writing to offer my company's strong support for the NS and CSX application to acquire Conrail and to urge the Board to approve it promptly.

MarkWest receives and ships approximately 1500 carloads annually of our abovementioned products out of and in to our Terminals in Siloam, KY, Church Hill, TN and West Memphis, AR. We are also opening a Terminal in Manistee, MI in December of 1997.

MarkWest believes that the proposed acquisition of Conrail would be in our best interest, as well as in the interest of our customers. We strongly urge the Board to approve this application for the reasons detailed below:

- We also expect that with the increased number of destinations able to be reached in single-line service, we are more likely to be able to move outbound finished product by rail than we can today, to more distant markets. This benefit is important to MarkWest since some of our product is made only in one of our plants and the rail market reach of the products made in each plant is relatively limited.
- We are convinced that the Conrail acquisition will increase rail business, and that would be good for all of the shippers who rely on rail. MarkWest is well aware that motor carriers haul most of the nation's freight, and that trucks dominate the freight markets especially in the East. Because the East will be served by two strong railroads of roughly equal size and scope, they will be able to achieve greater efficiency, will return more freight traffic to the rails promoting more long term capital investment, and will ensure that rail service grows into the future. These developments are, and should be, important to all rail shippers.

In conclusion, MarkWest supports the application to acquire Conrail and requests that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

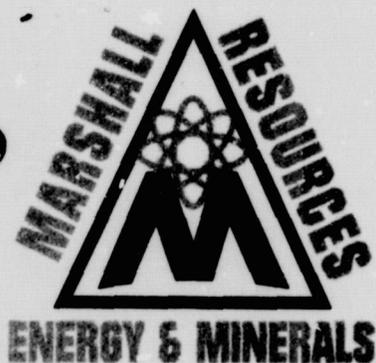
I, Fred R. Shato, declare under penalty that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed this 6th day of May, 1997.



Fred. R. Shato
General Manager Marketing

FRS:dlh



P.O. BOX 708
SALYERSVILLE, KY 41465
606-349-1182
FAX 606-349-6677
E-Mail: Marres@eastKy.Com

May 2, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No 33388
1925 K Street, N. W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is Terry Marshall, and I am the President of Marshall Resources, Inc. I have held my present position since the inception of the company. My duties include that of managing the coal mining, sales and transportation of the coal originating from our family owned coal mining operations.

Marshall Resources, Inc. is a coal mining company which produces approximately 1,500,000 tons of coal per year. We have facilities located at Biggs, Kentucky. We sell the coal to utilities located in the Southeast, Midwest, North and most importantly, the Northeast. Some of these facilities are located on the Conrail.

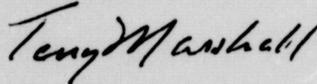
We support the approval of the transaction by which CSX and Norfolk Southern will acquire control Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And there, rail carriers cannot be just any rail carriers. They must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990's, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

Our companies have heretofore shipped coal originating from both the CSX and NS railroads and have experienced frustration with regard to shipments to customers served by Conrail. Thus, the aforementioned division should serve to eliminate these types of problems. In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single line service by NS and CSX will offer. An extensive addition of single line rail service will allow us to provide increase market penetration to areas in which we have been unable to compete adequately.

To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, Terry Marshall, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on this 2nd day of May, 1997.

Sincerely,



Terry Marshall
President
Marshall Resources, Inc.



MARTIN COUNTY
COAL CORPORATION

P.O. Box 5002
INEZ, KENTUCKY 41224
(606) 395-6881

May 15, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, NW
Washington, DC 20423-0001

RE: 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, STB Finance Docket No. 33388

Dear Mr. Williams:

My name is Dennis Hatfield, and I am President of Martin County Coal Corporation, a subsidiary of A. T. Massey Coal Company, Inc. I have held my present position for 2 years. My responsibilities as President include the direct oversight of our transportation requirements, which include shipments of washed coal from our preparation plant.

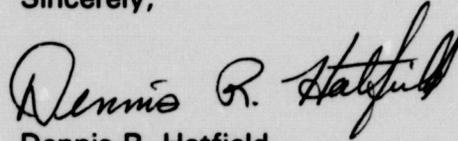
Martin County Coal Corporation is a coal company located near Inez, Kentucky which produces 4,900,000 tons of coal per year, and has sales of \$130,000,000 annually. These facilities are presently served by NS. We utilize truck, rail, and barge divided 90% rail and 10% other modes. We primarily ship to utility plants in the South and East. During 1996, we shipped approximately 4.4 million tons of coal to our customers via rail.

We support approval of the transaction which will allow CSX and Norfolk southern to acquire Conrail and subsequently divide its assets. Since our facility is located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the Northeast has tended to inhibit our ability to move this traffic, and the single-line service which NS proposes would be of benefit to us. With single-line service, I believe our facility would be able to compete in these markets with other companies enjoying single-line

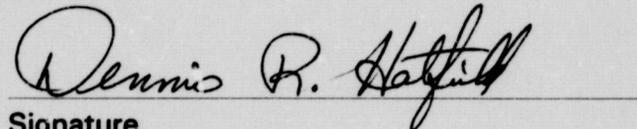
service into the Northeast. We have used NS for several years and have been satisfied with their service. We are confident that they would be able to provide good service on any Conrail lines which they acquire.

For all the reasons described above, I support the application of NS and CSX to acquire Conrail.

Sincerely,


Dennis R. Hatfield
President

I, Dennis R. Hatfield, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 15, 1997.


Signature



Martrex, Inc.

P.O. BOX 1709, 14525 HIGHWAY 7, MINNETONKA, MINNESOTA 55345-3793 • PHONE: 612/933-5000 FAX 612/933-1889

May 7, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

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

VERIFIED STATEMENT OF RICHARD J. GATTI

MARTREX, INC.

My name is Richard J. Gatti, and I am Petroleum Products Manager of Martrex, Inc. I have held my present position for 10 years. My duties include the marketing, scheduling and shipping of petroleum products.

Martrex, Inc. is a marketer and distributor of petroleum products, industrial chemicals and fertilizer. Martrex is served by the NS out of Louisiana and presently ships to 9 locations served by the NS, CSXT and CR., with total volume amounting to approximately 225 cars per year.

There is a distinct need for two competing railroads in the Northeast, and I support STB approval of the joint application by which Norfolk Southern and CSXT plan to acquire Conrail, divide its assets and improve the balance of rail competition in the Northeast.

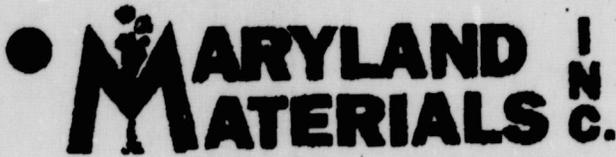
I, Richard J. Gatti, declare under penalty of perjury that the foregoing is true and correct. I certify that I am qualified and authorized to file this verified statement.

Executed on May 7, 1997.

Sincerely,

Richard J. Gatti

Richard J. Gatti, Petroleum Products Manager
MARTREX, INC.



Quality Crushed Stone Since 1960

P.O. Box W, 264 Quarry Road
North East, MD 21901
(410) 287-8177
(800) 876-0851
Fax (410) 287-3654
E-mail, MMaterials@nol.com

**VERIFIED STATEMENT
DAVID R. THOMEY ON BEHALF OF
MARYLAND MATERIALS, INC.
FINANCE DOCKET NO. 33388
CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY CORPORATION
--CONTROL AND OPERATING LEASE/AGREEMENTS--
CONRAIL, INC. AND CONSOLIDATED RAIL CORPORATION**

I am Dave Thomey, Executive Vice President of MARYLAND MATERIALS, INC. Please accept the qualified support of MARYLAND MATERIALS, INC. for the acquisition of Conrail by CSX and Norfolk Southern.

MARYLAND MATERIALS, INC., located in North East, Maryland is a family owned stone quarry supplying crushed stone to southern New Jersey and the Delmarva Peninsula. We have just recently built a state of the art rail siding on CSX for the purpose of expanding geographical markets and more competitively supplying existing customers. Currently, all of our material is shipped by truck.

The acquisition of Conrail by CSX and Norfolk Southern will benefit our company only if the two (2) companies work together in our traditional market area. To the extent that CSX and Norfolk Southern work together to promote rail traffic in central/southern New Jersey and the Delmarva peninsula, it will be beneficial to us. If there is no co-operation our material will continue to be delivered into that area by truck, while we will aggressively promote our single line business with CSX in the Baltimore/Washington area.

I, David R. Thomey, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement executed this 1st day of May, 1997.

David R. Thomey

A handwritten signature in black ink, appearing to read "David R. Thomey", written over a horizontal line.

**MARYLAND
METALS
INC.**

ROBERT M. KERSTEIN
PRESIDENT

IRON & STEEL • SCRAP • NONFERROUS METALS
304 W. CHURCH ST.
P. O. BOX 31
HAGERSTOWN, MARYLAND 21741-0031
AREA CODE 301 PHONE 739-5525
FAX 301-739-4903 - SCRAP DIVISION
301-739-2588 - STEEL DIVISION

May 15, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N. W.
Washington, DC 20423-0001

Dear Mr. Williams:

RE: 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, STB Finance Docket No. 33388

VERIFIED STATEMENT
on behalf of
MARYLAND METALS, INC.

Finance Docket No. 33388

Mr name is Robert M. Kerstein. I am the President of Maryland Metals, Inc. My business address is 304 W. Church St., Hagerstown, MD. As President, my responsibilities include planning for rail service, negotiation of rail contracts, rail property leases, and arranging for carload and container on flat car shipments. I have worked in the transportation field for 33 years.

Maryland Metals, Inc. operates facilities at the following locations: 304 W. Church St. (served by CR), 449 Antietam Dr. (served by CSXT), both locations are Hagerstown, MD. We produce ferrous and non-ferrous scrap at each of these locations. In 1996, we shipped approximately 45,000 tons of this product by rail. We ship to numerous points in the U. S. In 1996, we paid over \$500,000 in rail freight charges.

We have followed the Conrail story over the last several months with great interest. The solution which NS and CSX have presented to the question of "who gets Conrail" appears to be fair and equitable. Initially, we were concerned that our industry would, in essence, lose the services of a rail carrier when CSX was to acquire all of Conrail. However, since NS has acquired the portion of Conrail which serves our facility, we will continue to enjoy competitive rail service at this location.

MARYLAND
METALS
INC.

Mr. Vernon A. Williams
Surface Transportation Board

May 15, 1997
Page 2

Competitive rail service is important for Maryland Metals, Inc. There is a distinct need for balanced rail competition in the East. Maryland Metals, Inc. must compete on a global basis. Both our domestic and international competitors look for cost savings whenever possible. Because transportation expenses are a major product cost item for Maryland Metals, Inc., we need to have two rail providers available in order to provide a competitive force to keep rail rates in check. We believe that the ability to access two rail carriers is the optimum for our needs. Seamless service, equipment utilization and systems synergies are highest when there are two carriers of comparable size and scope. From what I understand of the competitive situation, this has worked well in the Southeast where NS and CSX compete directly. Motor carrier service is not an economically viable alternative for shipping incremental volumes of our product.

In addition, replacing Conrail with NS will assist us in adding additional points to/from which our products may be shipped/received. Single line service provides us with an effective sales tool to increase the territory into which we are able to market our products.

We ask that the Surface Transportation Board approve the application of NS and CSX to acquire Conrail.

The information supplied above is to the best of my knowledge correct, and approximates our tonnage and dollar volumes with regard to railroad freight. Further, I certify that I am qualified and authorized to file this verified statement.

Robert M. Kestein, Pres.
Signature

Subscribed and sworn before me on May 15, 1997.

E. Louise Snyder Notary



MASON ELEVATOR COMPANY

104 S. Lansing St.
Mason, Michigan 48854
(517) 676-1016
FAX 676-2836

LESLIE FARM CENTER
304 E. Bellevue
Leslie, Michigan 49251
(517) 589-8248
FAX 589-5471

May 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Philip Malefyt declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 9TH day of May, 1997.

Philip Malefyt
Mason Elevator Company

MATE CREEK ENERGY OF W. VA., INC.

**P. O. Box 2780
Grundy, VA 24614**

**540-935-7592
540-935-7095 (fax)**

May 7, 1997

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, NW
Washington, DC 20423-0001

**RE: 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, STB Finance
Docket No. 33388**

Dear Mr. Williams:

My name is James O. Bunn. I am Vice-President of Mate Creek Energy of WV, Inc., and have maintained this position for ten years.

Mate Creek is a coal company. We have facilities located at Mingo County, West Virginia. These facilities are presently served by NS. We sell to customers located in the Northeastern and Southeastern part of the United States. During 1996, we shipped approximately 800,000 tons of coal to the above customers.

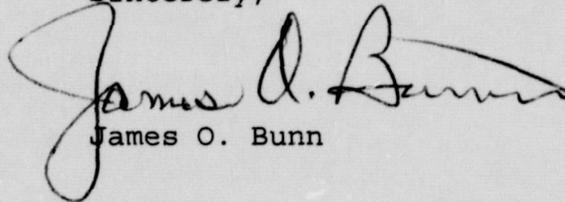
We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the

May 7, 1997
Page 2

Northeast has tended to inhibit our ability to move this traffic, and the single-line service which NS proposes would be of benefit to us. With single-line service, I believe our facility would be able to compete in these markets with other companies enjoying single-line service into the Northeast. We have used NS for several years and have been satisfied with their service. We are confident that they would be able to provide good service on any Conrail lines which they acquire.

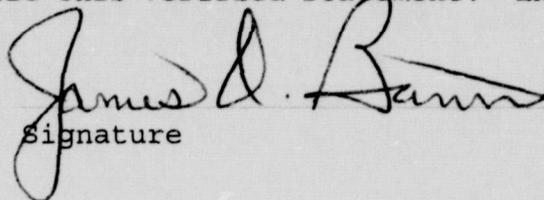
For all the reasons described above, I support the application of NS and CSX to acquire Conrail.

Sincerely,



James O. Bunn

I, James O. Bunn, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 7, 1997.



Signature

Matson

Intermodal System

**VERIFIED STATEMENT OF
Daniel E. PRICER
on behalf of
MATSON INTERMODAL SYSTEM, INC.
STB Finance Docket No. 33388**

I am writing to offer my company's strong support for the proposed joint acquisition on Conrail by CSX and NS and to urge the Board to approve it promptly.

Background:

I am Daniel E. Pricer, Marketing Manager of Matson Intermodal System, Inc. Matson Intermodal System, Inc. is located at 333 Market Street, San Francisco, CA 94105. I am responsible for carrier contract negotiation and the overseeing of purchased transportation routed via railroad for our company. I have been in my current position since April of 1987, and have worked in the transportation field for thirty years, sixteen of these in the ranks of railroad management.

Matson Intermodal System, Inc., a broker of domestic transportation, is a wholly owned subsidiary of Matson Navigation Company, the waterborne carrier exclusively serving United States domestic trades. Matson Intermodal System, Inc. is among the top ten intermodal marketing companies in our industry, and one of the largest such entities arranging inland United States movement of containerloads prior or subsequent to shipboard haul.

An efficient, cost competitive intermodal rail system is essential to the success of our business. We move approximately 85,000 annual loads via the United States rail system today. The joint acquisition of Conrail by CSX and Norfolk Southern would be capable of providing service superior and further reaching than that yielded by Conrail on its own presently.

We strongly urge the Board to approve this application for the reasons detailed below:

1. We believe that the joint acquisition of Conrail will produce better service and more competitive rates. We expect the joint acquisition to result in a more efficient system with more opportunities to triangulate, thereby allowing for more efficient equipment utilization.
2. We also anticipate that the joint acquisition will result in expanded markets and an increased number of origin/destination pairs available. This benefit is important to our shipping public, who is entitled the broadest possible base of options in process of raw materials collection as well as finished product distribution whether for import, export, or pure domestic shipments.

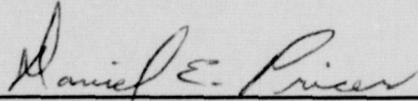


3. We expect increased competitive access to ports in the New York/New Jersey areas, heretofore served at the option of only one railroad. We further expect new and better linkage of all northeast ports with inland marketplaces henceforth served either with lack of commitment or not at all because of obligatory interline short hauls.

4. We are convinced that the joint acquisition of Conrail will result in more intermodal service lane options, which, in turn, will benefit all the shippers that rely on rail. The enhanced CSX system will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more long term capital investment and ensure that rail service grows into the future. These developments are critically important to all freight shippers.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of transportation options in the East.

I, Daniel E. Pricer, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 22 day of May, 1997.



Daniel E. Pricer
Marketing Manager
MATSON INTERMODAL SYSTEM, INC.

5/22/97

MATT CANESTRALE CONTRACTING, INC.

P.O. Box 234 ● Belle Vernon, PA 15012 ● Phone (412) 929-9122 ● Fax (412) 929-9148

May 28, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Steet, N.W.
Washington, D.C. 20423

VERIFIED STATEMENT

RE: STB Finance Docket No. 33388

Dear Secretary Williams:

My name is Bo Rife, Manager of Sales for Matt Canestrale Contracting, Inc. Our company is in the commodity transloading business. We have three terminal facilities which unload and load railcars, barges, and trucks. Transportation factors for both inbound and outbound shipments are critical to our success. Our company has two car unloading facilities in place for handling rail cars for unloading and loading.

Matt Canestrale Contracting, Inc. is a small privately owned business. In 1996 we purchased our latest facility which was in bankruptcy and idle. We are presently developing it into a vibrant terminal unloading railcars of coal and transferring the coal into barges from the most productive underground mines in the USA to the many electric power plants located on the Monongahela, Allegheny, and Ohio Rivers.

Our company believes that the proposed acquisition of Conrail by CSX and Norfolk Southern would be in our best interests, as well as in the interest of our customers. We strongly urge the Board to approve this application for the reasons detailed below:

1. We believe that the proposed transaction would produce better service, better equipment utilization, and more competitive rates. We expect more efficient, single-line service from more steel mills and utilities with the enhanced CSX and Norfolk Southern systems. It has been our experience that single-line service is faster, more reliable, and allows for better shipment tracking than joint carrier moves.

MATT CANESTRALE CONTRACTING, INC.

P.O. Box 234 • Belle Vernon, PA 15012 • Phone (412) 929-9122 • Fax (412) 929-9148

2. We also anticipate that with the increased number of destinations able to be reached by single line service, we are in a better position to service more destinations with our transloading services.

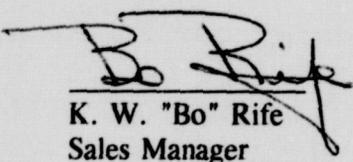
3. We feel that the proposed transaction would increase rail business at all three of our facilities. Our shippers will have added options through our facilities that would not be achievable without the merger.

In conclusion, Matt Canestrale Contracting, Inc. supports the application of Conrail, CSX, and Northern Southern and requests that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Bo Rife, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 28th day of May, 1997.

Sincerely,

MATT CANESTRALE CONTRACTING, INC.


K. W. "Bo" Rife
Sales Manager

MR. THOMAS HATFIELD
BARGE AND RAIL TERMINALS, INC.
P. O. BOX 1047
ASHLAND, KY 41105-1047
(606)324-7161

APRIL 30, 1997

MR. VERNON A. WILLIAMS
SECRETARY
SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET NO. 33388
1925 K STREET, N.W.
WASHINGTON, DC 20423-0001

RE: 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, STB FINANCE DOCKET NO. 33388

DEAR MR. WILLIAMS:

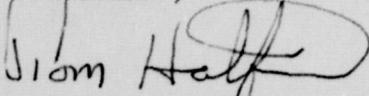
MY NAME IS TOM HATFIELD AND I AM PRESIDENT OF BARGE AND RAIL TERMINALS, MATT'S ENTERPRISES, AND GENERAL READY-MIX, ALL OF ASHLAND, KY. OVER THE PAST FEW YEARS, I HAVE HAD DEALINGS WITH NS, CR AND CSXT AND RELY HEAVILY ON RAILROADS IN MY BUSINESS TRANSACTIONS.

I SUPPORT APPROVAL OF THE TRANSACTION WHICH WILL ALLOW CSX AND NORFOLK SOUTHERN TO ACQUIRE CONRAIL AND SUBSEQUENTLY DIVIDE ITS ASSETS. THE ABILITY TO HAVE INCREASED MARKET ACCESS THROUGH SINGLE-LINE RAIL TRANSPORTATION WILL ENHANCE OUR OPPORTUNITY TO DO BUSINESS WITH CUSTOMERS IN THE NORTHEAST. NORFOLK SOUTHERN HAS BEEN A GOOD PARTNER FOR MY BUSINESSES IN THE PAST, AND I AM CONFIDENT THAT THEY WILL BE ABLE TO PROVIDE GOOD SERVICE ON ANY CR LINES WHICH THEY ACQUIRE.

FOR THE GOOD OF THE SHIPPERS AND THE INVOLVED RAILROADS, I URGE THE STB TO MOVE QUICKLY IN APPROVING THE JOINT NS/CSX APPLICATION TO ACQUIRE CONRAIL.

I, TOM HATFIELD, DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT. FURTHER, I CERTIFY THAT I AM QUALIFIED AND AUTHORIZED TO FILE THIS VERIFIED STATEMENT. EXECUTED ON APRIL 30, 1997.

SINCERELY,

A handwritten signature in cursive script that reads "Tom Hatfield". The signature is written in dark ink and is positioned above the printed name.

TOM HATFIELD
PRESIDENT

155 Trade Street
Bogart, GA 30622
(706) 549-0451
FAX (404) 581-0364
1-800-300-7481

1700 Athens Highway
Gainesville, GA 30507-7308
(770) 534-8910
FAX (770) 534-3433



6905 Chapman Road
Lithonia, GA 30058-5288
(770) 482-7384/482-7385
FAX (770) 482-7601

49 Bellamy Court
Stockbridge, GA 30281
(770) 389-9414
FAX (770) 389-9423

VERIFIED STATEMENT
Ted Dame on behalf of Maverick Materials
Finance Docket 33388

My name is Ted Dame. I am President of Maverick Material, located at 6905 chapman Road in Lithonia, GA 30058. I have been with the company since its establishment 24 years ago. Maverick Materials supports the acquisition of Conrail by CSX and Norfolk Southern.

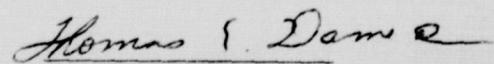
Maverick Materials is a supplier of wallboard to regional contractors in Georgia. The wallboard originates at the Georgia Pacific plants in Acme, Texas and Sweetwater, Texas as well as another plant in Haggerville, Canada. However, the vast majority of the wallboard we use originates at Briar, Arkansas.

Maverick relies on rail for the shipment of 65-70% of its wallboard, constituting 400-425 railcars a year. The remaining wallboard is shipped on truck. Although shipments by rail take longer than shipments by truck, rail is price competitive and gives us the option of unloading the product over the course of a day or two. Truckers typically demand that we unload more quickly. The non-time sensitive nature of wallboard shipments make rail a particularly good option for Maverick.

We believe that the acquisition will provide benefits to Maverick in the form of decreased transit times and more efficient operations. The acquisition could potentially reduce the one week to two week transit times for the wallboard to arrive from Arkansas, and better equipment supply and utilization should also decrease the turn around time of the shipments. As noted above, we receive the bulk of our wallboard via rail, and it is our hope that the improved service of the combined systems can offer will make possible further diversions from truck.

In conclusion, Maverick Materials supports the application for the acquisition of Conrail by CSX and Norfolk Southern and urges the Board to approve the application as quickly as possible. We believe the merger is the best way to improve service and enhance the efficiency of operations of the eastern rail network.

I Ted Dame, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed on 5/5/97.


Ted Dame
Maverick Materials, Inc.

MAX KATZ BAG CO., INC.



P.O. Box 1666 - Indianapolis, Indiana 46206-1666 - Phone 317-635-9561 - FAX # 317-635-3478

4-29-97

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

I am writing to express support for approval of the transaction which will allow Norfolk Southern and CSXT to acquire Conrail and subsequently divide its assets.

My name is Stan Green, and I have been involved with the procurement of transportation services with Max Katz Bag Co., Inc. for over forty years.

Max Katz Bag Co., Inc. is located in Indianapolis on Conrail and open to reciprocal switch. We distribute construction supplies throughout the nation and currently receive by rail approximately 500 carloads of plastic resin annually.

I believe Norfolk Southern's and CSXT's joint application to control Conrail describes the idea of two strong railroads with equal size and scope competing in the eastern United States. Such a competitive environment will help Max Katz Bag Co., Inc. to expand our sourcing markets and increase potential for outbound materials.

For these reasons, I believe that the Surface Transportation Board Should approve Norfolk Southern's and CSXT's joint application for the acquisition of Conrail.

Sincerely,

Stan Green
Traffic Manager
Max Katz Bag Company, Inc.

VERIFICATION

I, Stan Green, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed on April 29, 1997.

hae

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May 2, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
12th and Constitution Ave. N.W.
Washington, D.C. 20423

Re: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation Inc.; Northern Southern Corporation and Norfolk Southern Railway Corporation -- Control and Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail Corporation.

Dear Secretary Williams:

My name is Bill Mayfield, and I'm from the state of Georgia. I am writing to throw my support behind the CSX, Conrail, Norfolk Southern acquisition program. As a rail customer, I have a lot of interest in how the system operates, and I believe it will operate better if you and your board approve this merger.

Let me tell you something about my company. Mayfield Trucking Co. is located in Mapleton. We've been here for 71 years and have provided good, reasonable, and dependable service for our customers. We are in the business of hauling heavy equipment and use Norfolk Southern as our rail carrier.

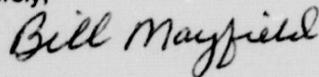
I am sure that the system would show an improvement after the merger. The way it would primarily benefit us would be in the area of efficient use of our equipment. If we can knock some of the kinks out of the system, it will benefit everyone on the line. That's what we're hoping for.

This plan has been in the works for a long time and has been looked at from every angle. I trust that the Surface Transportation Board, under your direction, will come to the conclusion that this acquisition is going to make our system work better and give its approval.

Thank you, Mr. Secretary.

I, Bill Mayfield, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this Second day of May, 1997.

Sincerely,



Bill Mayfield
Mayfield Trucking Co
P.O Box 947
Mapleton, GA
30059-0947

MAYO FERTILIZER, INC.

P.O. Box 357 • Mayo, Florida 32066
(904) 294-2024 • FAX (904) 294-3390

May 7, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
12th & Constitution Ave., N.W.
Washington, D.C. 20423

RE: CSX Corporation and Norfolk Southern - Application
to Control and Operate Lines of Consolidated Rail Corp.

Dear Secretary Williams:

My name is Mike Shaw. I am President of Mayo Fertilizer, Inc. of Mayo, Florida. My address is P.O. Box 357 Mayo, Florida 32066. I am writing to offer my company's strong support for the CSX and NS application to acquire Conrail and to urge the Board to approve it promptly.

I believe that the acquisition of Conrail by CSX and NS would produce better service, better equipment utilization, and more competitive rates. I am also convinced that the Conrail acquisition will increase rail business, and that would be good for all of the shippers who rely on rail.

My company depends upon the rail service to supply us with large quantities of liquid fertilizer. I fully support the application to acquire Conrail and request that the Board move as expeditiously as possible to assure approval. I feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

Sincerely:


Mike Shaw, President
Mayo Fertilizer, Inc.

MS/rs

Mazda Motor of America, Inc.

May 8, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: 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, STB Finance Docket No. 33388.

Dear Secretary Williams:

My name is Michael Beyer. I am the National Manager, Transportation, for Mazda Motor of America, Inc. My business address is 7755 Irvine Center Drive, Irvine, California 92618-2922. As National Manager, Transportation, my responsibilities include planning for rail service, negotiation of rail contracts, arranging for railcar supply, rail transportation damage and quality improvement, freight payment and general administration of the finished vehicle transportation process.

Mazda operates six port facilities. Four of these facilities are water ports and two are inland ports. The water ports are located in Tacoma, WA, Hueneme, CA, Jacksonville, FL and Jersey City, NJ. The two inland ports are located in Woodhaven, MI and Midlothian, TX. These port facilities store, process and ship finished vehicles to our dealership customers. In 1996, Mazda shipped a total of 141,633 vehicles on 11,029 railcars and paid over \$32,000,000 in rail freight charges.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one

Mr. Vernon A. Williams
Secretary
Surface Transportation Board

May 8, 1997
Page 2

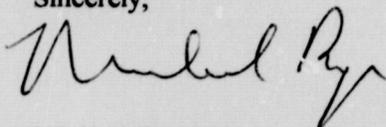
company is able to operate in a particular market, service suffers and the prices are non-competitive. While there may have been a historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities.

We believe that the acquisition of Conrail by CSX and NS would produce better service, better equipment utilization and more competitive rates. Mazda expects that there will be an increase in the number of single-line service routes. It has been our experience that single-line service is faster, more reliable and allows for better shipment tracking than joint carrier moves.

In conclusion, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, Michael Beyer, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 9, 1997.

Sincerely,



Michael Beyer
National Manager, Transportation
Mazda Motor of America, Inc.



Dedicated to excellence
in equine nutrition

April 29, 1997

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams,

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. With single-line service, I believe our facility would be able to compete in these markets with other companies enjoying single-line service to the Northeast. We have used NS for several years and have been satisfied with their service. We are confident that they would be able to provide good service on any CR line which they acquire.

For all reasons described above, I support the application of NS and CSX to acquire Conrail.

I, Steve M. Baker, declare under penalty of perjury that the foregoing is true and correct. Further, I certify I am qualified and authorized to file this verified statement.
Executed on April 29, 1997.

Sincerely,

Steve M. Baker

Steve M. Baker
Director of Operations



McCLAIN CORPORATION

May 10, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
12th & Constitution Ave., N. W.
Washington , D.C. 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX
Transportation, inc. ; Norfolk Southern Corporation and
Norfolk Southern Railway Corporation -- Control and
Operating Leas / Agreements -- Conrail Inc. and
Consolidated Rail Corporation

Dear Secretary Williams:

My name is Vernon Valenziano. I am Manager of Distribution and
Purchasing for the McClain Corporation , located in Cicero , IL. My office
address is 1410 South 55th Court , Cicero , IL 60804-1840.

I am writing you on behalf of our company to communicate our strong
support for the acquisition of Conrail by CSX and NS. We urge the Surface
Transportation Board to move swiftly to approve the application for this
acquisition.

The McClain Corporation processes petroleum coke. We have been in
business for 26 years now , and annually haul come 10 to 20,00 tons by rail ,
utilizing CSX , IC and Conrail. As the officer on charge of transportation and
purchasing , I am very aware of how the acquisition would benefit our company.

First and foremost , the acquisition of Conrail by CSX and NS would give
McClain Corporation increased market reach , potentially allowing us to increase
our customer base.

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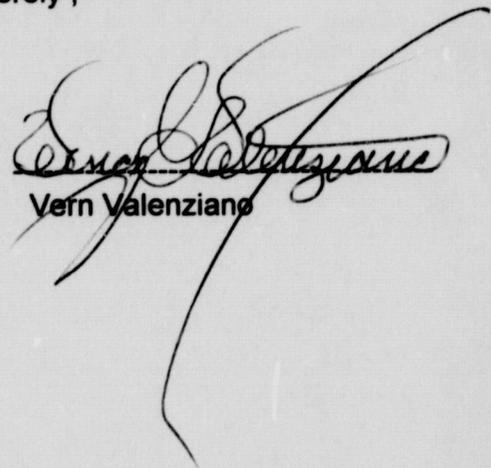
Secondly , a single line service would create all sorts of efficiencies: fewer delays , less expensive service , more availability of cars , etc. -- all of which would help to make rail more competitive with trucking , an added benefit for companies such as McClain corporation that transport both by rail and truck.

For these reasons , we hope that your board will move quickly to approve the application for acquisition of Conrail CSX and NS.

I , Vernon Valenziano , declare and certify that I am qualified and authorized to file this verified statement.

Executed this 10th day of May , 1997

Sincerely ,



Vern Valenziano



McCLOSKEY TRANSPORTATION SERVICES, INC.

14 N. Village Avenue
 Exton, PA 19341
 (610) 824-7230
 (800) 648-0443

Harrisburg, PA
 (717) 652-7107
 (800) 648-0443

May 15, 1997

**VERIFIED STATEMENT OF
 Timothy J. McCloskey
 on behalf of McCLOSKEY TRANSPORTATION
 STB FINANCE DOCKET NO. 33388**

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve the proposal.

I am Timothy J. McCloskey, President of McCloskey Transportation Services, McCloskey Transportation is located in Exton, PA. I am responsible for many functions, one of which includes overseeing transportation requirements. I have been in my current position since 1985 and have worked in the transportation field for 17 years.

McCloskey Transportation is an Intermodal Marketing Company and Property Broker, we work with companies to help them meet their logistic needs.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. McCloskey Transportation moves approximately 4,000 loads annually by rail via Conrail, CSX and NS. The joint acquisition of Conrail will be in McCloskey Transportation's best interest since the enhanced CSX system would be capable of providing a complete competitive intermodal product with associated efficiencies.

We strongly urge the Board to approve this application for the reasons detailed below:

1. We believe that the joint acquisition of Conrail will produce better service and more competitive rates. We expect the joint acquisition to result in a more efficient system with more opportunities to triangulate, thereby allowing for more efficient equipment utilization.

"TRANSPORTATION IS OUR BUSINESS"

page 2 continued

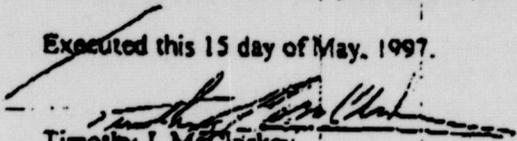
2. We also anticipate that the joint acquisition will result in expanded markets with an increased number of destinations and origins available. This benefit is important to McCLOSKEY TRANSPORTATION because the enhanced CSX system will allow us more flexibility to expand the market reach for our entire product line.

3. We are convinced that the joint acquisition of Conrail will result in more intermodal service lane options, which, in turn, will benefit all the shippers that rely on rail. The enhanced CSX system will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more long term capital investment and ensure that rail service grows into the future. These developments are critically important to all freight shippers.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board moves to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of transportation options in the East.

I, Timothy J. McCloskey, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file the verified statement.

Executed this 15 day of May, 1997.


Timothy J. McCloskey
McCLOSKEY TRANSPORTATION SERVICES, INC.

TOTAL P.02

337

McConnell Enterprises, Inc.
60 Garden Park, Braintree, MA 02184
T: (617) 848-8070 / (617) 848-2870
Elizabeth M. Dempsey / Safety Representative

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Elizabeth M. Dempsey, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 28 day of April 1997, 1997.

E. M. Dempsey

Elizabeth M. Dempsey
McConnell Enterprises, Inc.

QUALITY AND SERVICE SINCE 1885



HOME CENTER • BUILDING MATERIALS

U.S. 1 North • P.O. Box 1606 • Southern Pines, NC 28388
(910) 692-2715 • WATTS (800) 322-2715 • FAX (910) 692-3826

Managing Office For:

McDonald Brothers
1671 S. Main Street
Laurinburg, NC 28352
(910) 276-0597
Fax (910) 277-1565

McDonald Brothers
403 Wilson Road
Sanford, NC 27330
(919) 776-8700
Fax (919) 776-1444

McDonald Brothers
4476 NC Hwy. 211
West End, NC 27376
(910) 673-4711
Fax (910) 673-6038

May 10, 1997

Vernon A. Williams, Secretary
Surface Transportation Board
12th & Constitution Ave., N. W.
Washington, DC 20423

Re: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation Inc.;
Norfolk Southern Corporation and Norfolk Southern Railway Corporation -- Control
and Operating Lease / Agreements -- Conrail Inc. And Consolidated Rail Corporation

Dear Secretary Williams:

My name is Angus A. McDonald, Jr. As President of McDonald Brothers, Inc., I am writing to strongly support that application of CSX and NS to acquire Conrail. We at McDonald Brothers, Inc. Hope that the Surface Transportation Board will act swiftly to approve this application.

McDonald Brothers, Inc. Is located in Southern Pines, NC. My office address is P O Box 1606, Southern Pines, NC 28388-1606.

McDonald Brothers, Inc. has been in the lumber and building materials business for some 111 years now and we annually ship some 75 to 100 cars of lumber and plywood via CSX. We also ship by truck. We strongly feel that the acquisition would benefit our transportation needs.

First, the market breadth of the new rail networks would allow more efficient routing and more direct service. Second, it would allow us to have real-time information on shipment location and schedule. It would also create lower cost and more reliable rail service which would thus be more competitive with trucking.

I thank you for your time and attention.

I, Angus A. McDonald, Jr. declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed this 10th day of May, 1997.

Angus A. McDonald, Jr.

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VERIFIED STATEMENT OF
Heather J. Widmer
on behalf of
McGaw, Incorporated
STB Finance Docket No. 33388

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly.

Background:

I am Heather J. Widmer, Transportation Manager of McGaw, Incorporated. McGaw is headquartered in Irvine, CA. I am responsible for all transportation issues related to both finished goods and raw materials at McGaw. I have been in my current position since July of 1996 and have worked in the transportation field for eight years.

McGaw manufactures and distributes medical supplies, primarily IV solution and IV sets. An efficient and cost competitive transportation infrastructure is essential to the success of our business. McGaw ships approximately 364 truckloads of IV solutions and sets and about 3,700 loads annually via rail. The joint acquisition of Conrail will be in McGaw's best interest since the enhanced CSX system would be capable of providing a complete competitive intermodal product with associated efficiencies.

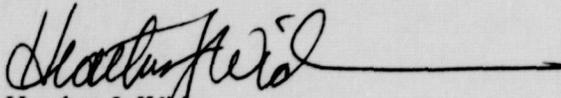
We strongly urge the Board to approve this application for the reasons detailed below:

1. We believe that the joint acquisition of Conrail will produce better service and more competitive rates. We expect the joint acquisition to result in a more efficient system with more opportunities to triangulate, thereby allowing for more efficient equipment utilization.
2. We also anticipate that the joint acquisition will result in expanded markets with an increased number of destinations and origins available. This benefit is important to McGaw because the enhanced CSX will allow us more flexibility to expand the Eastern markets.
3. We expect increased competitive access to ports in the New York and New Jersey area.
4. We are convinced that the joint acquisition of Conrail will result in more intermodal service lane options, which, in turn, will benefit all shippers that rely on rail. The enhanced CSX system will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more long term capital investment and ensure

that rail service grows into the future. These developments are critically important to all freight shippers.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of transportation options in the East.

I, Heather J. Widmer, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 15th day of May, 1997.



Heather J. Widmer
McGaw, Inc.

McGeary
Grain INCORPORATED

P.O. BOX 299
LANCASTER, PA 17608
800-624-3279

VERIFIED STATEMENT of
DAVID R POORBAUGH
on behalf of MCGEARY GRAIN, INC

I am David R Poorbaugh, the President of McGeary Grain, Inc. I have been with McGeary Grain, Inc since 1983 and have held the position of President for one (1) year and Vice President for fourteen (14) Years. As president, I oversee the entire daily operations of McGeary Grain, Inc.

McGeary Grain, Inc. handles grain & feed ingredients for Feed Mills. We have our headquarters in Lancaster, Pennsylvania and an unloading facility at Avondale, Pennsylvania. Our Avondale facility connects with the CSX at Wilmington, Delaware.

McGeary Grain spends over \$1,925,000.00 each year on transportation costs. Each year our Avondale facility receives more than 35,000 tons of grain & feed ingredients by rail from agricultural producers in the mid-western states.

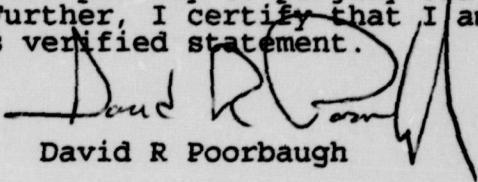
Our Avondale facility is served by a short-line railroad, the Delaware Valley Railroad, which connects to the CSX at Wilmington, Delaware. The grain & feed ingredients for this facility comes from agricultural producers in the mid-western states and moves on the CSX to Wilmington, Delaware. From Wilmington, Delaware on the Delaware Valley Railroad to Avondale, Pennsylvania.

McGeary Grain, Inc wholeheartedly supports the joint application of CSX and NS. The acquisition of Conrail by CSX and NS will give us single-line service between Mid-west states and Avondale, Pennsylvania.

More equipment also will be available for our Agricultural producers shipments, which will make service over this route even faster. Finally, we believe that the acquisition of Conrail by the CSX and NS will generally foster competition with trucking, making rail transportation options comparatively more cost-efficient.

In conclusion, McGeary Grain, Inc endorses the acquisition of Conrail by CSX and NS as beneficial for our company in particular, and for rail transportation overall.

I, David R Poorbaugh, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed this 1st day of May, 1997


David R Poorbaugh



MCGRANN PAPER

CENTRAL

1502 12th STREET S.W. • P.O. BOX 6400 • CANTON, OHIO 44706

PHONE: 330•454•5009

FAX: 330•454•5046

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion, we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Cheryl A. Becherer, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 30 day of April, 1997.

Cheryl A. Becherer
McGrann Paper



McKee
Foods
Corporation

May 27, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket #33388
1925 K Street, NW
Washington, D. C. 30423-0001

VERIFIED STATEMENT OF

McKee Foods Corporation

Finance Docket No. 33388

My name is J. William Krause, Jr., and I am a Vice President at McKee Foods Corporation. I have held my present position for nine years. My duties include overseeing the entire Purchasing function for the company. Included in this is negotiating freight in the delivered price of bulk ingredients. I have also advised the company on sites for future plants based on rail service.

McKee Foods is the manufacturer of LITTLE DEBBIE Snack Cakes and SUNBELT Snacks and Cereals. We have facilities located in Collegedale, Tennessee; Stuarts Draft, Virginia; and Gentry, Arkansas. These facilities are presently served by Norfolk Southern Railway Company and Kansas City Southern Railway Company. We also utilize transloading facilities in nearby Chattanooga, Tennessee, serviced by the CSX and Norfolk Southern Railroads. During 1996, we received approximately 2,000 carloads from various origins throughout the United States.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. We believe the acquisition of Conrail by CSX and Norfolk Southern will promote competition in the Northeast which has been dominated by one rail carrier for many years and expanded single-line service will benefit shippers with more competitive rates and improved transit times.

I have dealt with the Norfolk Southern for many years. In my opinion, they are the best managed railroad in the country. This opinion is also shared by most in the industry. Their customer service has been outstanding. They have gone the extra mile several times over the years to keep us from shutting down production.

Post Office Box 750
Collegedale, TN 37315-0750
Phone 615-238-7111



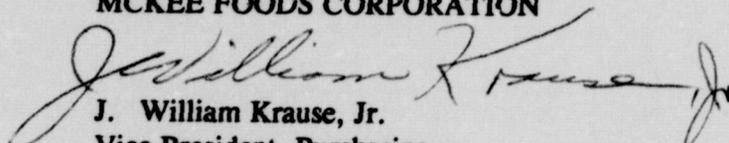
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Mr. Vernon A. Williams
May 27, 1997
Page 2

To summarize, we believe that approval of the joint-application of CSX and Norfolk Southern to purchase Conrail should be approved by the STB

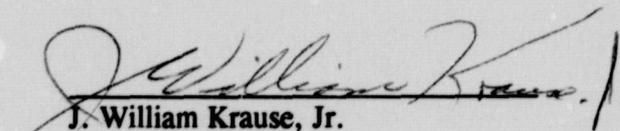
Sincerely,

MCKEE FOODS CORPORATION


J. William Krause, Jr.
Vice President, Purchasing

VERIFICATION

I, J. William Krause, Jr., declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 27, 1997.


J. William Krause, Jr.

v

McKinley Iron, Inc.



3620 North Hall Street • P.O. Box 5410 • St. Louis, MO 63147-0315
(314) 231-6077 FAX (314) 231-4667

*Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K. Street N.W.
Washington, D.C. 20423-0001*

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

*Verified Statement on behalf of McKinley Iron, Inc.,
3620 North Hall Street St. Louis, MO 63147-0315*

*My name is Charles G. Cross
I am Traffic Consultant for McKinley Iron, Inc., whose primary
facility is located in St. Louis, MO.*

*Our business is the purchase, processing and sale of Scrap
Metals, primarily Scrap Iron and Steel. Our facility is rail
served by the Terminal Railroad Associated of St. Louis and the
Burlington Northern Railroad. We also broker Scrap Metals
between points other than to or from our primary location at St.
Louis.*

*Our rail traffic moves from to and between points in Illinois,
Indiana, Kentucky, Tennessee, Alabama, Ohio, Pennsylvania,
Georgia, New York, Missouri, Arkansas, Michigan and Minnesota.*

*Total rail volume approximates 2000 cars per year for all phases
of our business.*

*We are vitally interested in the continued operation of the
Conrail System and unequivocally support the acquisition and
division of Conrail by Norfolk Southern and CSX Transportation as
proposed in Finance Docket No. 33388.*

*Continued operation of the Conrail System is vital to not only
our business but to the commerce of our nation.*

*I Charles G. Cross declare under penalty of perjury that the
foregoing is true and correct. Further I certify that I am
qualified and authorized to file this verified statement.*

Executed this ___15th___ day of ___May___ 1997.

Charles G. Cross



m d c o consultants, inc.

407 south dearborn, suite 1145 • chicago, illinois 60605

May 29, 1997

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

**RE: Verified Statement of MDCO Consultants, Inc., as representative of
the following companies:**

Beck Sunray, Inc.	Illinois Brick Company
Brady Brick & Supply	Ramm Brick, Inc.
Holman Brick Company	Woodstock Brick Company
Proposed CSXT/NS/Conrail Transaction;	
Surface Transportation Docket No. 33388	

Dear Secretary Williams:

My name is Sandra J. Dearden, Principal of MDCO Consultants, Inc. As a representative of the abovementioned companies, I am responsible for transportation and distribution planning and management for these brick distributors.

I am writing to offer my support for the proposed joint acquisition of Conrail by CSX Transportation and Norfolk Southern, and urge the Board to approve it promptly. I believe that the proposed acquisition would be in the best interest of:

- Beck Sunray, Inc.
- Brady Brick & Supply
- Holman Brick Company
- Illinois Brick Company
- Ramm Brick, Inc.
- Woodstock Brick Company

I, Sandra J. Dearden, declare under penalty of perjury that the foregoing is true and accurate. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 29th day of May, 1997.

Sincerely,


Sandra J. Dearden
Principal

**VERIFIED STATEMENT
OF
MARVIN R. TIDWELL
ON BEHALF OF
MEAD CORPORATION**

Finance Docket No. 33388

**CSX Corporation and CSX Transportation, Inc.
Norfolk Southern Corporation and
Norfolk Southern Railway Corporation
- Control and Operating Lease/Agreements -
Conrail, Inc. and Consolidated Rail Corporation**

Dayton, Ohio

May 16, 1997

World Headquarters
Courthouse Plaza Northeast
Dayton, Ohio 45463
513-495-6323

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

May 16, 1997

My name is Marvin R. Tidwell. I am Manager Transportation Services for Mead Corporation (Mead). I have been with Mead for 26 years. On behalf of Mead, please accept my support for the Conrail acquisition by CSX and Norfolk Southern.

Mead is a \$5 billion, multiple-division company with primary focus in the paper and forest products industries. Mead is located at Courthouse Square, Dayton, Ohio 45463. We have manufacturing plants and distribution facilities in over 50 cities throughout the U.S.

We ship approximately 50 percent of our product by rail, which equates to 30,000 carloads per year. Approximately 21,000 of those carloads move over CSX, NS and/or Conrail. We are pleased with the arrangement worked out by CSX and NS to become competing carriers in the northeast and more importantly to provide direct competition in major consuming areas. The acquisition of Conrail by CSX and NS will allow them to provide a superior, lower-cost service to the northeast by eliminating costly and time consuming interchanges with Conrail. Mead's preference is to ship by rail when service allows it. We expect the efficiencies created by the new single-line service offerings will permit Mead to move more of our products to this important market area by rail.

The paper industry is the largest user of boxcars. Equipment availability has long been a concern to the industry. We anticipate the acquisition will improve equipment utilization, which translates into better car availability, reduced empty mileage and lower costs.

A major concern we have is the time usually required to process rail mergers of this size. We want to be able to take early advantage of the benefits this acquisition will generate. As the acquisition was described to me by CSX and Norfolk Southern representatives, significant effort was directed toward creating a competitive environment that should be given expedited consideration. Quite frankly, we are very concerned that a protracted case before the Board will lead to a degeneration of rail service to the northeast as little incentive will exist for Conrail to be aggressive in committing to new service offerings or long term contractual arrangements that could benefit shippers. Too, a protracted case will leave many Conrail employees with an uncertain employment future for many months. For these reasons we respectfully request that this acquisition be handled under the most expedited procedures available to the Board in this type case.

To summarize, we believe the joint application of CSX and Norfolk Southern to acquire Conrail should be approved as quickly as possible by the Board.

Mr. Vernon A. Williams, Secretary
May 16, 1997
Page 2

I, Marvin R. Tidwell, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed on May 16, 1997.

Sincerely,

Marvin R. Tidwell

Marvin R. Tidwell

MRTmjg



1500 Industrial Road
Greeneville, Tennessee 37745
Telephone 423-639-1171 Fax 423-639-2570

May 6, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

RE: 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, STB Finance Docket No. 33388.

Dear Mr. Williams:

My name is Dennis Bartlett and I am Director of Materials Management at Mecco Corporation, Greeneville, TN which is served by Norfolk Southern Railway Company. Transportation is extremely important to the operation of our company and we currently utilize Norfolk Southern primarily in the transportation of our inbound steel which is used to manufacture our finished furniture and grills.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and divide its assets. This would give us single line access to steel mills served by Conrail and open markets to us on a single line basis that were not competitive with a two line haul.

Norfolk Southern has a proven track record for operating efficiently, profitably and in a customer focused manner. This coupled with the competition generated with two lines competing for traffic between the northeast and south will certainly be in the best interest of the economy for these areas.

Again, we support the application of NS an CSX to purchase Conrail.

Sincerely,



Dennis Bartlett

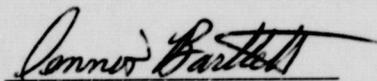
Director of Materials Management

VERIFICATION

I, Dennis Bartlett, declare under penalty of perjury that the foregoing is true and correct.

Further, I certify that I am qualified and authorized to file this verified statement.

Executed on May 6th, 1997.





MEDUSA CEMENT COMPANY

DIVISION OF MEDUSA CORPORATION

LEE AND MONTICELLO

CLEVELAND HEIGHTS, OHIO 44118

216/371-4000

FAX 216/371-2912

MAIL ADDRESS
P.O. BOX 5668
CLEVELAND 44101

May 30, 1997

Mr. Vernon A. Williams

Secretary

Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

RE: CSX Corporation and CSX Transportation, Inc.: Norfolk Southern Corporation and Norfolk Southern Railway Company - Control And Operating Lease/ Agreements- Conrail, Inc and Consolidated Rail Corporation, STB Finance Docket No. 33388.

Dear Mr. Williams:

My name is Edward M. Kraus and I am the Director Of Marketing Services for Medusa Cement Co. I have held this capacity for approximately eight years. My responsibilities include being the primary contact for railroad relations, along with other varied Marketing and Distribution Activities.

Medusa Cement Company is a Manufacturer of Portland Cement and we operate east of the Mississippi River. We use primarily bulk hopper car equipment and ship approximately 500,000 tons of product per year by rail. Most of this product moves from plants to terminals in the Georgia and Alabama Markets, but approximately 20% of our rail movement would move between our Western Pa. Plant and our Blacklick, Ohio terminal.

The acquisition and division of Conrail by NS and CSX as explained to me and described in its application meets our competitive expectations and needs. We very much look forward to the extension of the NS's service to our northern markets, along with their commitment to quality equipment.

Verified Statement
on Behalf of
Medusa Cement Company
Finance Docket No. 33388

I, Edward M. Kraus, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this statement. Executed this 30th day of May, 1997.

Edward M. Kraus,
Director of Marketing Services



P. O. Box 698 • Princeton, WV 24740-0698 • (304) 325-7323

May 21, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, NW
Washington, DC 20423-0001

**RE: 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, STB Finance
Docket No. 33388**

Dear Mr. Williams:

My name is Richard Preservati, and I am the President of Mega Minerals, Inc. I have held my present position for five years.

Mega Minerals, Inc. is a company involved in the acquisition and development of coal properties in southern West Virginia and southwestern Virginia. We have properties located in the counties of Mercer, McDowell, Wyoming and Raleigh in West Virginia and in Tazewell county Virginia. These facilities are presently served by Norfolk Southern Railway Company. During 1996, these properties yielded over 500,000 tons of coal that was shipped by rail to various customers.

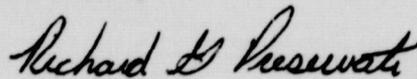
We support approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive products into and out of the Northeast have had the service of only one rail carrier. And, as is the case when only one company is able to operate in a particular market, service suffers

and the price is non-competitive. While there may have been an historical reason for insulating Northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which would own its facilities. These rail carriers cannot be just any rail carriers, they must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990s, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single-line service by NS and CSX will offer. An extensive addition of single-line rail service will allow us to provide increased market penetration to areas in which we have been unable to compete adequately.

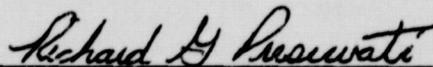
To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

Sincerely,



Richard G. Preservati
President

I, Richard G. Preservati declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 21, 1997.



Signature

CERTIFIED STATEMENT OF
MELLCO, INCORPORATED

FINANCE DOCKET NO. 33388

SUBJECT: 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, STB FINANCE DOCKET NO. 33388.

MR. VERNON A WILLIAMS
SECRETARY
SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET NO. 33388
1925 K. STREET N.W.
WASHINGTON, D.C. 20423-0001

MY NAME IS M.S. TOLLESON, JR., AND I AM PRESIDENT OF MELLCO, INC.. I
HAVE HELD MY PRESENT POSITION FOR 3 YEARS.

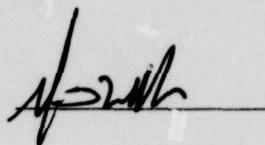
MELLCO IS A WOOD PROCESSING BUSINESS. WE HAVE FACILITIES LOCATED AT
ROCK HILL, S.C./ROANOKE RAPIDS, N.C./ATHENS, AL. THESE FACILITIES ARE
PRESENTLY SERVED BY NORFOLK SOUTHERN AND CSX TRANSPORTATION, INC.
RESPECTIVELY.

WE SUPPORT APPROVAL OF THE TRANSACTION WHICH WILL ALLOW CSX AND
NORFOLK SOUTHERN TO ACQUIRE CONRAIL AND SUBSEQUENTLY DIVIDE ITS
ASSETS. SINCE OUR FACILITIES ARE LOCATED ON BOTH LINES, WE WOULD
WELCOME THE BENEFIT OF INCREASED MARKET ACCESS FOR SINGLE-LINE RAIL
TRANSPORTATION. JOINT LINE RAIL INTO AND OUT OF THE NORTHEAST HAS
TENDED TO INHIBIT OUR ABILITY TO MOVE THIS TRAFFIC, AND THE
SINGLE-LINE SERVICE WHICH BOTH PROPOSE WOULD BE OF BENEFIT TO US.
WITH SINGLE LINE SERVICE, I BELIEVE OUR FACILITY WOULD BE ABLE TO
COMPETE IN THESE MARKETS WITH OTHER COMPANIES ENJOYING SINGLE LINE
SERVICE INTO THE NORTHEAST. WE HAVE USED NS AND CSX FOR SEVERAL
YEARS AND HAVE BEEN SATISFIED WITH THEIR SERVICE. WE ARE CONFIDENT
THAT THEY WOULD BE ABLE TO PROVIDE GOOD SERVICE ON ANY CR LINES
WHICH THEY ACQUIRE.

FOR ALL THE REASONS DESCRIBED ABOVE, I SUPPORT THE APPLICATION OF NS
AND CSX TO ACQUIRE CONRAIL.

I, M.S. TOLLESON, JR., DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT. FURTHER, I CERTIFY THAT I AM QUALIFIED TO FILE THIS CERTIFIED STATEMENT. EXECUTED ON May 29, 1997.

SINCERELY,

A handwritten signature in dark ink, appearing to read "M.S. Tolleson, Jr.", written over a horizontal line.

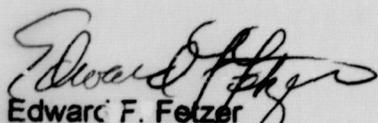
May 2, 1997

Mr. Bill Williams, National Account Manager-Paper
Norfolk Southern Corporation
Three Westbrook Corporate Center
Suite 440
Westchester, IL 60154-5730

Dear Bill:

Our letter of support is enclosed. I am forwarding a copy to Jack Andrews of the CSX.

Very truly yours,


Edward F. Felzer
Corporate Traffic Manager

EFF:pbh

enc.

c: Jack Andrews
P. O. Box 105
Colgate, WI 53017

May 2, 1997

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N. W.
Washington, DC 20423-0001

RE: 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, STB Finance Docket No. 33388

Dear Sir:

My name is Edward F. Fetzer. I am Corporate Traffic Manager of Menasha Corporation in Neenah, Wisconsin. I have held my present position for more than ten years and have been employed by Menasha Corporation for over thirty-one years. Prior to my employment with Menasha Corporation, I had over eight years of service with the Soo Line Railroad Company in Wisconsin. It is my responsibility to ensure Menasha Corporation has adequate rail and truck and other transportation services available at its facilities.

Menasha Corporation operates seventy-two facilities in twenty-one states and ten countries.

Menasha Corporation has several product lines including Paper and Paper Products, Plastic Sheet and Plastic Products, Tags and Labels, Displays, Promotional Items, and Timber. We currently ship or receive approximately thirty-five hundred carloads per year. We have facilities located on Conrail, CSX, and the Norfolk Southern Railroad.

My company supports this transaction and urge you to give it an expedited review. We have reviewed the maps of the proposed breakup of Conrail and have concluded that it offers opportunities to make rail shipping in the eastern United States more competitive. Two strong railroads serving this territory will increase the ability of industry in the United States in their search for world competitiveness. Menasha has plants in Michigan and Pennsylvania that are supplied with raw materials coming from

Corporate Office
1645 Bergstrom Road
PO Box 367
Neenah WI 54957-0367
1-414-751-1000
1-800-242-5077 in WI
1-800-558-5073 Nat'l
1-414-751-1236 Fax

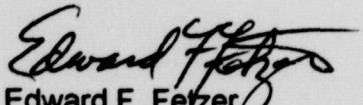
360

the southeastern United States. In many cases what presently has been rail traffic moving in two-line service will if this transaction is completed move in single-line service. This will make our plants more attractive to the mills serving them as the single-line service should reduce the cost of providing the transportation. In another case we have a mill located in Michigan which presently ships to some locations in the east that will be reduced from two-line service to direct single-line service. We expect this to improve service which has become increasingly important in our business as it adds another tool to increase the territory into which we are able to market our products.

We believe the balanced system that will emerge from the completion of this transaction is most desirable and will result in two strong viable competitors with bright futures competing for business in this territory.

In closing we ask the Surface Transportation Board to expedite the review of this matter and to approve the application of the NS and CSX to acquire Conrail.

Very truly yours,


Edward F. Fetzer
Corporate Traffic Manager

EFF:pbh

The Mennel Milling Company

Since 1886

128 West Crocker Street
P. O. Box 806
Fostoria, Ohio 44830
(419) 435-8151
Fax (419) 436-5150



May 9, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N. W.
Washington, DC 20423-0001

VERIFIED STATEMENT
on behalf of
The Mennel Milling Company
Finance Docket No. 33388

My name is Gary L. Strausbaugh, and I am Vice President of Transportation of The Mennel Milling Company. I have held my position for three years. My duties include responsibility for inbound and outbound rail and truck transportation and product distribution.

The Mennel Milling Company is a privately held flour milling company. Mennel Milling produces a variety of specialty flours using wheat produced locally as well as from other areas of the United States. The Mennel Milling Company is headquartered in Fostoria Ohio with additional sites in Michigan, Illinois, and Virginia. These facilities are currently served by CSXT, Norfolk southern and Conrail.

We ship approximately 50 % of our wheat needs move inbound by rail; amounting to 2100 cars in 1996. The remaining needs are purchased locally by truck. Finished flour shipped by rail amounts to only 3 % of our total production. We are enthusiastic about the benefit of increased business created by the purchase of Conrail by CSXT and the Norfolk Southern to increase the volume of finished product by rail. The joint line rail service into and out of the Northeast has prohibited our ability to participate economically in this market. The efficiencies created by the merger and single line service will allow us to be competitive in these markets.

The acquisition of Conrail by the CSXT and Norfolk Southern will allow us direct access to new business that we were not able to compete in due to transportation costs of either joint line rates or excessive trucking costs. We will be able to enjoy the same costs as those companies which already have single line service to the Northeast. The additional benefit will be a better level of service enjoyed on a single line move to Northeast destinations.

For the reasons sighted above I support the acquisition of Conrail by the Norfolk southern and CSXT.

I, Gary L. Strausbaugh, declare under penalty of perjury that the forgoing is true and correct. Further , I certify that I am qualified and authorized to file this verified statement.
Executed on May 9, 1997.

Sincerely

Gary L. Strausbaugh

Gary L. Strausbaugh

MEREDITH POLE & TIMBER CO., INC.

OFFICE
BOX 90456
EAST POINT, GA. 30364
404/767-2621

PLANT
BOX 254
FITZGERALD, GEORGIA 31750
912/423-3079

May 3, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
12th & Constitution Ave., N.W.
Washington, D.C. 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation
Inc.; Norfolk Southern Corporation and Norfolk Southern Railway Corporation --
Control and Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail
Corporation

Dear Secretary Williams:

My name is Paul Castle. I am the Administrative Vice President of the Meredith Pole and Timber Company, located in Fitzgerald, Georgia. My office address is 285 Preston Drive, Fitzgerald, GA 31750-8018. My company has been in business for 44 years. I am writing to express strong support for the CSX and NS application to acquire Conrail, and to urge the Surface Transportation Board to approve it promptly.

Meredith Pole and Timber Company manufactures untreated utility poles. We ship these utility poles by rail, truck and barge across the United States. Our rail carriers are CSX and NS.

Meredith Pole and Timber Company believes that the proposed acquisition of Conrail would be very much in our interest. We expect it to lead to increased single-line rail service between the south and the northeast, enabling us to reach new and more distant markets by rail, and providing our company with new growth opportunities.

For this reason, we strongly support the application to acquire Conrail. We urge the Board to approve that request as expeditiously as possible.

I, Paul Castle, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed this 3rd day of May, 1997.

Sincerely,

Paul Castle 5-3-97

Paul Castle

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N. W.
Washington, DC 20423-0001

Dear Mr. Williams:

I am writing to express support for approval of the transaction which will allow Norfolk Southern and CSXT to acquire Conrail and subsequently divide its assets.

My name is Dick Mundy, and I am Manager of Purchasing for Metal Service Supply Inc. in Indianapolis, IN. My duties include responsibility for the procurement of transportation services at Metal Service Supply's three facilities--Indianapolis, Aiken, SC and Louisville, KY. These locations handle approximately 100,000 tons of inbound material annually.

I believe Norfolk Southern and CSXT's joint application to control Conrail describes the idea of two strong railroads with equal size and scope competing in the eastern United States. Such a competitive environment will help Metal Service Supply to expand our sourcing markets from our Indianapolis and Aiken rail-served locations.

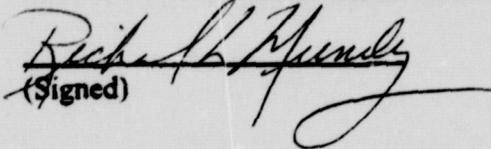
For these reasons, I believe that the Surface Transportation Board should approve Norfolk Southern and CSXT's joint application for the acquisition of Conrail.

Sincerely,

Dick Mundy
Manager of Purchasing
Metal Service Supply, Inc.

VERIFICATION

I, Dick Mundy, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on 5-21-97, 1997.


(Signed)

Metcoal Sales, Inc.

***770 Stewart Street
P. O. Box 1246***

Welch, West Virginia 24801

Tel: (304) 436-8455

Fax: (304) 436-3960

April 29, 1997

The Honorable Vernon A. Williams
Office of the Secretary
Surface Transportation Board
Attn: STB Finance Docket #33388
1925 K Street N.W.
Washington, DC 20423-0001

Re: Support for Norfolk Southern/CSX Acquisition of Conrail

Dear Mr. Williams:

Metcoal Sales, Inc. located in Welch, West Virginia is purchasing raw coal from many independent mine operators/coal producers in Southern West Virginia and has contracts with various coal processing/coal preparation plant operators in the local area for the processing of its coal and shipment of high quality metallurgical coal products to mostly domestic steel mills and foundry coke producers and to some export accounts. These preparation plants are processing/shipping coal for Metcoal Sales, Inc. besides coal owned and processed for their own accounts. Our only practical and economic means of transportation is by rail and all of our coal is shipped from rail sidings served by Norfolk Southern. At this time Metcoal Sales, Inc. has annual shipments in the magnitude of 2.5 mil tpy (export and domestic) originating from the following Norfolk Southern rail sidings:

- National Pocahontas, Mine #5530, Pineville, WV
- Herndon Processing Company, Mine #5510, Keystone #2, Herndon, WV
- Virginia Crews Coal Company, Mine #0855, Hull, WV
- Virginia Crews Coal Company, Mine #1942, Iaeger, WV

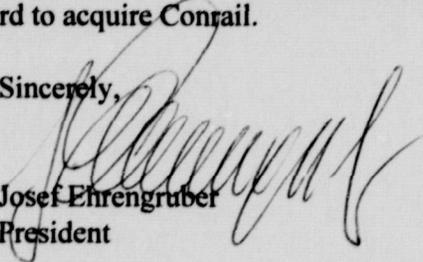
Since a considerable amount of our business is shipped to customers in the Northeast and Midwest, we are very much in favor of the proposed acquisition of Conrail by Norfolk Southern (NS) and CSX, with a subsequent division of the respective Conrail assets/transportation routes between NS/CSX. This division of assets and the establishment of a single line NS service into the Northeast (joint line rail service into and out of the Northeast has in the past tended to inhibit our ability to ship into this market) should help our ability to serve certain existing customers in this region (including, for example: Bethlehem Steel's plants in Bethlehem, PA and Burns Harbor,

Indiana; Tonawanda Coke, Tonawanda, NY and Erie Coke, Erie, PA etc.) and to open up potential new markets in said region which at the present is being served by either Conrail or CSX/Conrail directly. With regard to export shipments, we are at the present unable to ship coal on a competitive basis to the port of Baltimore, Maryland which is controlled by Conrail.

It is our understanding that Norfolk Southern/CSX is asking the Surface Transportation Board to approve the acquisition of Conrail with a corresponding division of Conrail lines and trackage high between those rail carriers to ensure adequate rail competition in the Northeastern United States in the future. Please be hereby advised that we strongly support Norfolk Southern's/CSX's efforts in this matter which we think will not only allow us to competitively serve our existing customers but also enable us to expand our markets into areas we have so far been unable to reach due to existing apparent impediments placed in the way by Conrail in the past.

Due to the lack of any other transportation alternatives for our company, it is very critical that we have access to competitive rail services to assure our survival and future growth. Over the past 10 years, Norfolk Southern has made great strides in improving the efficiency and competitiveness of their operations which is reflected in improved rail service and a certain flexibility in setting individual freight rates for our coal movements. We need a strong customer oriented and price competitive railroad to serve our transportation needs and, therefore, fully support the proposed NS/CSX plan before the Surface Transportation Board to acquire Conrail.

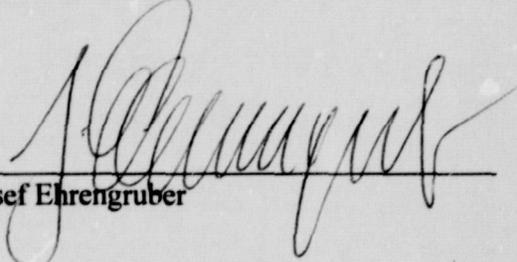
Sincerely,


Josef Ehrenguber
President

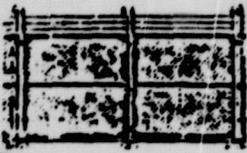
VERIFICATION

I, Josef Ehrenguber, declare under penalty of perjury that the foregoing is true and correct. Furthermore, I certify that I am qualified and authorized to file this verified statement.

Executed on April 29, 1997.



Josef Ehrenguber



SWING GATE

METRO FENCE COMPANY

3617 WEST 83RD STREET-CHICAGO, IL 60652
PHONE: 773-767-2239 FAX: 773-767-8143



GUARDRAIL

Mr. Vernon Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams;

My name is Robert Hill Jr., and I am president, of Metro Fence Company, 3617 West 83rd Street, Chicago, Illinois. I have held my present position for 10 years. Metro Fence Company is involved as a vendor for the intermodal transportation industry. My services are in fence repairs and installation of new perimeter fencing and guardrails. We have worked with NS at the following location 2543 West Columbus Drive, Chicago and at their location at 2040 East 106th Street.

Based upon our experience in providing the services described we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the System.

I, believe the approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Robert Hill Jr, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this May 28, 1997.

Sincerely,

Robert Hill Jr., Pres.
Metro Fence Company

**VERIFIED STATEMENT OF
Metro Transportation Services, Inc.
FINANCE DOCKET NO. 33388**

**Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street N. W.
Washington, D. C. 20423-0001**

Dear Mr. Williams:

My Name is Glenn L. Griffith, and I am President and CEO of Metro Transportation Services, Inc., 2921 Ketchum Road, Memphis, Tn. 38181. I have held my position for fifteen years. My duties include direction of company owned tractors, and all aspects of managing a local drayage firm.

Metro Transportation Services, Inc. is a local intermodal drayage firm, providing drayage services between local industries and various intermodal centers in the Memphis area. We work with NS in Memphis. In addition, we work with UP, IC, CSX and BNSF in the Memphis area.

Based upon our experience in providing the services described above and working with various railroads we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

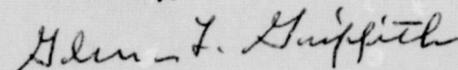
321 STB FD 33388 6-23-97 A 180274V4D 7/13

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Glenn L. Griffith, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on April 28, 1997.

Sincerely,



Glenn L. Griffith,
President,
Metro Transportation Services, Inc.



201 Ray Young Drive
Columbia, MO 65201-3599
Phone: (573) 874-5111

May 27, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: 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, STB Finance Docket No 33388.

Dear Mr. Williams:

My name is Bruce Hanson. I am Vice President of Transportation and Distribution for MFA Incorporated. MFA is a Midwest cooperative engaged in agri-business activities. MFA serves the needs of over 50,000 members in several Midwestern states. We are receivers of various fertilizer and feed ingredients and shippers of grain and grain products. As such, we are very concerned with transportation. We also utilize both the Norfolk Southern and CSX railroads and are familiar with their services and operating practices.

I am writing you as a shipper who supports expedited resolution to the acquisition and division of Conrail by NS and CSX in STB Finance Docket No. 33388. It is in the public's interest to resolve this transaction as quickly as possible. Delays in this proceeding add unnecessary costs and increase the time we as shippers must wait to make future business decisions. Potential erosion of traffic base, and deterioration in services and physical plants also provide impetus to conclude this matter expeditiously.

I, Bruce Hanson, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 27th day of May, 1997.

Signature

Respectfully,

Bruce R. Hanson
Vice President
Transportation & Distribution

Subscribed and sworn to before me,
this 27th day of May, 1997.

Notary Public

MARY E ROBBINS
NOTARY PUBLIC STATE OF MISSOURI
SALINE COUNTY
MY COMMISSION EXP DEC. 13,2000

372

MFP OF OREGON INC

A MERRITT LUMBER CO.

DATE : May 2, 1997

P.O. BOX 2404
PORTLAND, OR 97035
TEL: (503)-968-6100
FAX: (503)-968-6200

Mr. Vernon Williams - Secretary
Surface Transportation Board
STB Finance Docket # 33388
1925 K Street, NW
Washington, DC 20423-0001

Re: CSX Corporation and CSX Transportation, Inc;
Norfolk Southern Corporation and Norfolk Southern
Railway Company - Control and Operations Leases/
Agreements - Conrail, Inc and Consolidated Rail Cor-
poration, STB Finance Docket No. 33388

Verified Statement of M.F.P. of Oregon, Inc.

My name is James E. Allen. I am Rail Operations Manager of M.F.P. of Oregon, Inc. I have held my present position for 1 year. My duties include overseeing all rail shipments, maintenance of contract and tariff rate files, rate negotiation, carload billing, releases and diversions for a sales staff of 12 lumber traders, with market responsibility encompassing the entire United States and Canada.

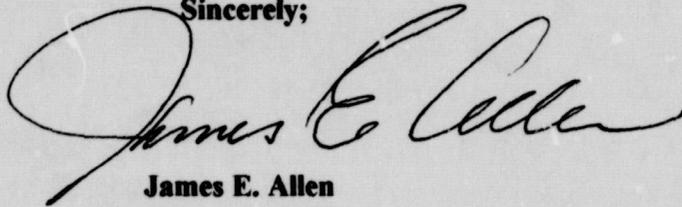
M.F.P. of Oregon is wholesaler of lumber and forest products, maintaining an office in Lake Oswego, Oregon. We sell to customers throughout the continental U.S. from origins throughout North America. Our gross sales for fiscal 1996 exceeded \$100 million, representing over 5,000 carloads. Of these, in excess of 500 were shipped to the Northeastern U.S. to destinations served presently by Conrail. Our shipments comprised roughly equal amounts of flatcars and boxcars.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. As is the case when only one company operates in a particular market, service suffers and price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past; it is time for customers interested in this market to enjoy service of more than one carrier who owns its facilities. Further, these carriers cannot be just any carriers; they must be comparable in terms of size, scope and competitive service capability. I have been active in this industry for over 30 years and, from what I have observed of railroad operation, competition is keenest, most competitive and most customer-friendly when two or more carriers of relatively equal size and scope operate in conjunction with one another to provide seamless, synergistic, efficient equipment utilization and customer service within a specific geographic area.

In addition, we look forward to experiencing not only the change of single-service to dual-service, but also the expanded market penetration which NS-CSX single-line service will afford us. We anticipate a greatly enhanced marketing capability as a result of approval of this joint application, and believe that approval thereof should be granted by the STB.

I, James E. Allen, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 2nd, 1997.

Sincerely;

A handwritten signature in cursive script that reads "James E. Allen". The signature is written in dark ink and is positioned above the printed name.

James E. Allen

3 Great Valley Parkway
P.O. Box 3039
Malvern, PA 19355-0739
610-695-7400 Fax 610-695-7600



Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street N.W.
Washington, DC 20423

RE: CSXT Corporation and CSX Transportation, Inc ; Norfolk Southern Corporation and Norfolk Southern Railway Company - Control and Operating Leases/Agreements - ConRail, Inc and Consolidated Rail Corporation , STB Finance Docket No 33388.

VERIFIED STATEMENT OF
MATTHEW J. BROWN
MG INDUSTRIES

My name is Matthew J. Brown and I am the Distribution Manager for MG Industries. My duties include the management of railcar shipments.

MG Industries is a producer and distributor of specialty gases and we have facilities in Ohio, Pennsylvania, New York and Maryland in the Northeast. These facilities are served by ConRail, CSX and Norfolk Southern. We ship approximately 365 cars per year to these destinations.

There is a distinct need for two competing railroads in the Northeast and I support the STB approval of the joint application by which Norfolk Southern and CSXT plan to acquire ConRail , divide its assets and improve the balance of the rail competition in the Northeast.

I, Matthew J. Brown, declare under penalty of perjury that the foregoing is true and correct. I certify that I am qualified and authorized to file this verified statement.

Executed on May 22, 1997.

Sincerely,

A handwritten signature in cursive script that reads "Matthew J. Brown".

Matthew J. Brown
Distribution Manager



MG METAL & COMMODITY CORP.

520 Madison Avenue
New York, NY 10022
Telephone: (212) 715-5200

8 May, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

My name is Richard Johnson. I am the Traffic Manager for MG Metal & Commodity Corp. My business address is 520 Madison Avenue, New York, N.Y. 10022. As Traffic Manager, my responsibilities include planning for rail service, negotiation of rail contracts, and arranging for carload shipments.

We have followed the Conrail story over the last several months with great interest. The solution which NS and CSX have presented to the question of "who gets Conrail" appears to be fair and equitable.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier.

I believe two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergy's.

In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single line service by NS and CSX will offer. An extensive addition of single line rail service will allow us to provide increase market penetration to areas in which we have been unable to compete adequately.

To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, Richard Johnson, declare under penalty of perjury that the foregoing is true and correct. Furthermore I certify that I am qualified and authorized to file this verified statement. Executed on May 8, 1997.

Sincerely,

Richard Johnson
Traffic Manager
MG Metal & Commodity Corp.



TRANSPORT CORP.

**VERIFIED STATEMENT OF
MGM TRANSPORT CORP.
FINANCE DOCKET NO. 33388**

May 27, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K. St., NW
Washington, DC 20423

Dear Mr. Williams:

My name is Louis Massood, and I am Corporate Vice President of MGM Transport Corp., 70 Maltese Drive, Totowa, NJ 07512. I have held my present position for 7 years. My duties include the routing of freight for my customers and giving them the best service available in the industry.

MGM Transport Corp. is a furniture transportation company which routes freight over the Norfolk Southern ramps. In addition, we hold contracts with many other railroads to move freight all across the country.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been a historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the

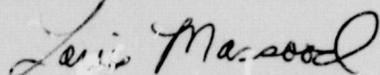
Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidence by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STE.

I, Louis Massood, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 27, 1997.

Sincerely,



Louis Massood
Corporate Vice President

LMkb



MHF LOGISTICAL SOLUTIONS INC.

300 W. Grandview Blvd.
Zelienople, Pennsylvania 16063

(412) 452-9300
Fax (412) 452-3753

May 31, 1997

Mr. Vernon Williams - Secretary
Surface Transportation Board
STB Finance Docket #33388
1925 K Street, N. W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is John Evanko, and I am President of MHF Logistical Solutions, Inc. 300 W. Grandview Blvd. Zelienople, PA 16063. I have held my present position for 3 years. My duties include company management, rail and intermodal rail development, pricing and contract negotiations, rail and intermodal transportation project design/ oversight and various administrative and technical duties associated with managing the firm.

MHF Logistical Solutions, Inc. is an asset based third party logistic firm that specializes in designing and implementing transportation solutions via rail, truck and marine transport modes. We ship intermodal traffic in most major transport corridors throughout the United States as well as Internationally. Norfolk Southern currently serves our needs from the south east US to the north and Midwest as well as from east to west using connecting carriers. During 1996, we shipped thousands of containers / trailers within all of our traffic lanes. Our shipments are completed via private equipment that we supply as well as through the use of railroad pool equipment for bulk or containerized shipments.

It is my understanding that CSX and NIS intend to file an application to control Conrail, and to divide and operate its routes as part of their existing systems. I also understand that a key element of the NS plan is improved and expanded intermodal and multimodal services. Extended NS intermodal service will help to meet our transportation needs throughout the territory now served by Conrail. Opening Conrail markets to service by two rail carriers of comparable size and scope, each with its own tracks and terminals, will offer us the advantages of competitive service and pricing without fragmenting the market and hurting service. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

Page two:

In addition to the competitive reasons stated above, my company would welcome the extension of NS service into the northeast. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its continued success in winning the Harriman Award and our first hand knowledge due to the hazardous materials we ship and our interaction with the departments in charge of safety and compliance.

To summarize, we believe that approval of the application of CSX and NS to acquire Conrail should be approved by the STB.

I, John J. Evanko, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 31, 1997.

Sincerely

MHF Logistical Solutions, Inc.

A handwritten signature in black ink, appearing to read 'John Evanko', written over a horizontal line.

John Evanko
President



3111 W. 167th St., Hazel Crest, Illinois 60429 . (708) 596-5200 . Fax (708) 225-2312

VERIFIED STATEMENT ON BEHALF OF MI-JACK PRODUCTS
STB FINANCE DOCKET NO. 33388

May 20, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is Michael T. Lanigan and I am President of Mi-Jack Products located at 3111 W. 167th Street in Hazel Crest, Illinois. I have held my present position for (2) years. My duties include being Chief Operating Officer for the intermodal transportation and manufacturing for intermodal equipment.

Being the No. 1 manufacturer of intermodal lift equipment, as well as being a major contractor in operating intermodal terminals, we have worked with Norfolk Southern at all of its intermodal ramps which are mechanized.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been a historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.



"Where Service is Golden"

Mr. Vernon A. Williams
Page Two

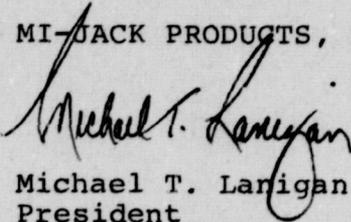
Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two companies which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier in the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, MICHAEL T. LANIGAN, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 20th, 1997.

Sincerely,

MI-JACK PRODUCTS, INC.



Michael T. Lanigan
President

MTL/mln



3111 W. 167th St., Hazel Crest, Illinois 60429 . (708) 596-5200 . Fax (708) 225-2312

May 28, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-001

**RE: Verified Statement of Mi-Jack Products, Inc.
Finance Docket No. 33388**

Dear Mr. Williams:

My name is William P. Lanigan, and I am Executive Vice President of Mi-Jack Products, Inc. I have held my position for 5 years. My current position includes overseeing the sales of heavy lift equipment to intermodal customers.

Mi-Jack Products, Inc. is a leading supplier of lift equipment, as well as terminal operations throughout the United States. We work with NS at the following locations: Chicago, Kansas City, Columbus, Buffalo, Louisville, New Orleans, Atlanta, Charlotte and St. Louis. In addition, we work with all the major class one railroads at numerous locations from coast to coast.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and price is non-competitive. While there may have been a historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.



"Where Service is Golden"

383

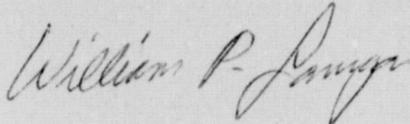
Mr. Vernon Williams
May 28, 1997
Page two (2)

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitment to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, William P. Lanigan, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 28, 1997.

Sincerely,



William P. Lanigan
Executive Vice President

WPL/cab



1522 McLead Drive, Mesquite, TX 75149 . (214) 285-7400 . Fax (214) 289-1366

May 22, 1997

Mr. Bret Shannon
Mi-Jack Product
1522 McLead Dr.
Mesquite, Texas 75149

VERIFIED STATEMENT OF

MI-JACK PRODUCTS

FINANCE DOCKET NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K. Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

My name is Bret Shannon, and I am Assistant Southern Region Service Manager of Mi-Jack Products. I have held my present position for 6 years. My duties include to provide customer with service on cranes and side loaders, modification, machine updates, and maintenance programs, repairs and parts.

Mi-Jack Products is the leader in the industry for Intermodal cranes and sideloaders used in your Intermodal ramp operations. We work with NS in several locations throughout the United States. In addition, we work with Canadian National, CSX, Union Pacific, BNSF at several locations across the United States. Mi-Jack Products supplies parts, service, technical support, and new machines to most railroads throughout the world.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive products into and out of the Northeast have had the service of only one rail carrier.



"Where Service is Golden"

PAGE TWO

And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service. The division of Conrail between CSX and Norfolk Southern would be very productive with both railroads and make them more competitive with the other larger railways.

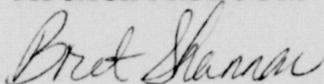
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To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Bret Shannon, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 22, 1997.

Sincerely,

MI-JACK PRODUCTS



Bret Shannon
Assistant Service Manager Southern Region

C:\WINWORD\BRET\NS-CSX.LET



1522 McLead Drive, Mesquite, TX 75149 . (214) 285-7400 . Fax (214) 289-1366

May 22, 1997

Mr. Rodney Shockley
Mi-Jack Product
1522 McLead Dr.
Mesquite, Texas 75149

VERIFIED STATEMENT OF

MI-JACK PRODUCTS

FINANCE DOCKET NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K. Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

My name is Rodney Shockley, and I am Southern Regional Service Manager of Mi-Jack Products. I have held my present position for 10 years. My duties include routing of service men, product support for our railway and industrial customers in 14 states, in the south.

Mi-Jack Products is the leader in the industry for Intermodal cranes and sideloaders used in your Intermodal ramp operations. We work with NS in several locations all throughout the United States. In addition, we work with Canadian National, CSX, Conrail, Union Pacific, BNSF, FEC, Kansas City Southern at several locations across the United States. Mi-Jack Products supplies parts, service, technical support, and new machines to most railroads throughout the world.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive products into and out of the Northeast have had the service of only one rail carrier.



"Where Service is Golden"

PAGE TWO

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Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitment to growth and service. Further, we have been impressed with NS's commitment to safety, as evidence by its evidence of continued success in winning the Harriman award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Rodney Shockley, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 22, 1997 .

Sincerely,

MI-JACK PRODUCTS



Rodney Shockley
Southern Region Service Manager

Miami Waste Paper Co., Inc.

2120 N.W. 14th AVENUE • P.O. BOX 420854
MIAMI, FLORIDA 33242-0854
PHONE (305) 325-0860 • FAX (305) 325-9924

CORRUGATED
SPECIALTY GRADES

May 15th, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1201 Constitution Ave. N.W.
Washington, D.C. 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation Inc.;
Norfolk Southern Corporation and Norfolk Southern Railway Corporation -- Control
and Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail Corporation

Dear Secretary Williams,

My name is Roy Kopstein, President of Miami Waste Paper Company, Inc., 2120
NM 14th Ave., Miami, Florida, 33142. We ship almost 20 rail cars of waste paper a
week on CSX along with using other forms of transportation to meet our shipping
requirements. As president, I am responsible for managing all operations including
shipping and receiving.

This letter offers our strong support for the CSX/Norfolk Southern proposal to
acquire Conrail.

Lumber and paper products manufacturing is a huge market in the Southeast and,
in fact, the entire East Coast. CSX is the largest shipper for paper mills in this part
of the country, and it clearly understands the market. The proposal made by CSX
and Norfolk Southern shows that understanding by committing to the kind of
service improvements that will make rail service more competitive in terms of truck
freight.

Direct single-line service with New England is perhaps the strongest argument in
favor of the plan. This service will definitely decrease transit time by reducing
interchanges as well as the need for switching. Direct links to customers makes us
more competitive as well, and in today's business world, customers are demanding
more and more responsiveness to their time constraints.

Finally, there will be more than one major rail system serving the Northeast. We
think that it's about time. We understand that mergers of this size and scope
require extremely complicated negotiations and government approval. But we

Miami Waste Paper Co., Inc.

2120 N.W. 14th AVENUE • P.O. BOX 420854
MIAMI, FLORIDA 33242-0854
PHONE (305) 325-0860 • FAX (305) 325-9924

CORRUGATED
SPECIALTY GRADES

know that other rail mergers have proven successful for the participants and ultimately beneficial to customers and consumers.

The Surface Transportation Board has a big responsibility in determining the advantage or disadvantage of this proposal, but from our view, as shippers, this is a relatively easy call. Please approve this plan and allow it to move forward soon.

I, Roy Kopstein, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 15th day of May, 1997.

Sincerely,


Roy Kopstein
President



michigan agricultural commodities, inc.

P.O. BOX 80347 • LANSING, MICHIGAN 48908-0347 • PHONE (517) 627-0200 • FAX (517) 627-3510

May 27, 1997

Verified Statement of David Geers

Michigan Agricultural Commodities, Inc.

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

RE: 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, STB Finance Docket No. 33388

Dear Mr. Williams:

My name is David Geers and I am the Vice President of Michigan Agricultural Commodities, Inc. (M.A.C.), located at 445 North Canal Road, Lansing, Michigan 48917. My duties include management of Grain Merchandising, Operations and transportation for Michigan facilities. M.A.C. has five country elevators in Michigan; four which are located on rail lines. Two of these facilities, Middleton and Blissfield connect with the NS through Shortline Railroads. We ship corn and soybeans to the southeast in 50 carload units. This past year these two elevators shipped approximately 2000 carloads of covered grain hoppers.

We support approval of the transaction which will allow the CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since two of our facilities connect to lines of the NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the Northeast has tended to inhibit our ability to move this traffic, and the single-line service which the NS purposes would be of benefit to us. With single-line service, I believe our facility would be able to compete in these markets with other companies enjoying single-line service into the Northeast. We have used the NS for several years and have been satisfied with their service. We are confident that they would be able to provide good service on any CR lines which they acquire.

For all the reasons described above, I support the application of NS and CSX to acquire Conrail.

Mr. Vernon A. Williams
Page II

I, David Geers, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 27, 1997.

Sincerely,

Michigan Agricultural Commodities, Inc.

A handwritten signature in black ink, appearing to read 'D. Geers', with a long horizontal stroke extending to the right.

**David Geers
Vice President**

MICHIGAN NATURAL STORAGE CO.

1200 JUDD AVENUE S.W.
GRAND RAPIDS, MI 49509
OFFICE (616) 241-1619
FAX (616) 241-3650
CSX RAILROAD SPUR

ESTABLISHED IN 1957

21 May 1997

Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket 33220
1201 Connecticut Avenue, N.W.
Washington, D.C. 20423

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

Dear Secretary Williams:

Michigan Natural Storage Co. is a Grand Rapids company that receives, stores and ships refrigerated, frozen and dry goods. Approximately 95% of the goods we handle are foodstuffs.

As General Manager of a company in an industry that plays an integral part in the food chain, I place a high priority on a smooth logistical flow of the goods that my facility handles. CSX, by providing our rail service, is an important component of this process.

The problems that we encounter with rail service are inherent and beyond the capabilities of CSX in it's current form to remediate. The primary issue is the lack of a direct, single-line service to and from the customers (both manufacturers and retailers) that we need to service. Delays and increased costs result from the necessity to switch from one railway to another, often only a few miles from the destination. This is particularly evident with our expanding service of shipping product by rail to seaports for export.

Michigan Natural Storage Co. strongly supports the acquisition of Conrail by CSX as one way to resolve these inefficiencies. Also, we would like to see more competitive pressure on transportation rates, not merely between two evenly balanced railroads of approximately equal size, but between all modes of transportation.

Please approve this acquisition as soon as possible.

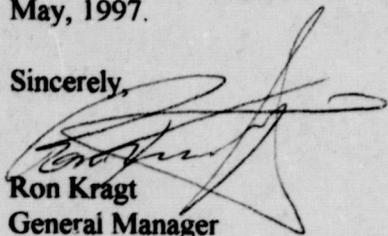


FREEZER
COOLER
DRY STORAGE



I, Ron Kragt, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 21st day of May, 1997.

Sincerely,



Ron Kragt
General Manager

MICHIGAN SUGAR COMPANY

GENERAL OFFICES

4800 Fashion Square Boulevard

P. O. Box 1348

SAGINAW, MICHIGAN 48605

Telephone (517) 799-7300

FAX (517) 799-7313

RICHARD H. BURN

CTL

Director of Transportation
and Logistics

May 28, 1997

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1201 Constitution Avenue, NW
Room 2215
Washington, D.C. 20423

Dear Mr. Williams:

Michigan Sugar Company supports the acquisition of Conrail by CSX and Norfolk Southern. We believe this proposed merger is positive, and if approved will offer better and expanded service opportunities. This would permit our company to keep transportation costs down while receiving faster service.

We hope this matter will receive early consideration by the Surface Transportation Board and that Congress will not act to block or delay deliberation of this matter.

Thank you for your consideration.

Sincerely,



Richard H. Burn

bcc: Michelle Martin, CSX ✓
Carl Turney, Norfolk Southern

MID-ATLANTIC LEASING, CORP.

4209 SOUTH MILITARY HIGHWAY
P. O. BOX 6283
CHESAPEAKE, VIRGINIA 23323-0283
PHONE: (757) 487-0303 • FAX: (757) 485-1175

RE: 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, STB Finance Docket No 33388.

VERIFIED STATEMENT OF
Mid-Atlantic Leasing, Corp.
FINANCE DOCKET NO. 33388

May 30, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams;

My name is Steve Crouch and I am the Operations Manager of Mid-Atlantic Leasing, Corp.. I have held my present position for 1 year, but the company has been in business for 23 years. Mid-Atlantic Leasing Corp. leases containers, does pier drayage and acts as a storage yard (CY) for some of the local steamship lines. We work with NS at the Norfolk, VA Intermodal facility.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers

which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

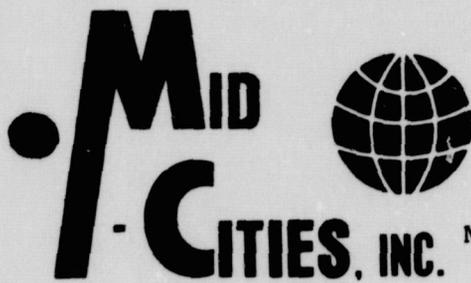
To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Steve Crouch under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 30, 1997.

Sincerely,



Steve Crouch
Operations Manager
Mid-Atlantic Leasing Corp.



Worldwide Freight Service . . .

6006 Lake Ave., P.O. Br 4025
St. Joseph, Missouri 64504-0025

Phones:
Fax 816-238-8800
St. Joseph 816-238-8000
U.S. Watts 800-821-0004

VERIFIED STATEMENT OF
MID CITIES MOTOR FREIGHT, INC.
FINANCE DOCKET NO. 33388

May 13, 1997

To Whom it may concern,

My name is Robert T. Whetsell, and I am President of:

Mid Cities Motor Freight, Inc.
6006 Lake Avenue
P. O. Box 4025
St. Joseph, MO. 64504

I have held my position for 20 years. My duties include but are not limited to our intermodal operations with all the major railroads in Kansas City, and monitoring our drayage service on a regular basis. I have meetings with all the key contacts with the various rail hub centers in Kansas City and across the nation. Intermodal business plays a vital role in all of our operations and we have been able to expand into other areas of the country primarily because of the expansion of our intermodal operations.

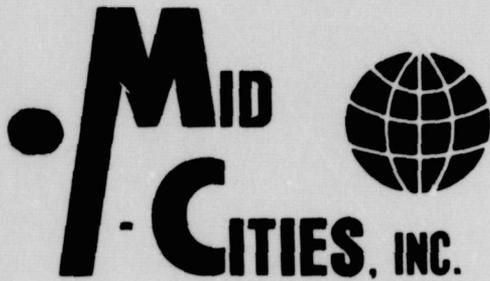
I also have various quarterly reports and logistical analysis meetings for future expansion areas and general report updates to keep me abreast of the constantly changing trucking industry. We currently operate in 36 states with our own equipment. I am confident that our operations (Intermodal, Trucking, and Brokerage) will continue to expand due to the direct influence of the Railroads. In particular the Norfolk Southern Railroad.

Mid Cities has a vital interest in Intermodal. Our current rail drayage operations in Kansas City in particular include a long standing relationship with the Norfolk Southern Railroad. We work with the Norfolk Southern in Kansas City and in other parts of the country as well, (primarily the southeastern portion of the United States) and within 100 miles of the rail hub centers. We also are the Burlington Northern railroads (includes the former Sante Fe) primary draymen for the Kansas City Area. This includes all crosstowns to all the other rail hubs in Kansas City. We move Time Sensitive loads truck to the western portion of the United States. Again, this has allowed our company to have a healthy growth pattern which would not happen without the Rail Intermodal operations. We would like to see our operations grow in the Northeastern Portion of the United States as well. Our past experience in the Northeast with the Conrail has limited competition creating a fixed market virtually eliminating other carriers like ourselves from being able to provide a competitive rate to expand our operations into this part of the United States.

DOMESTIC

IMPORT

EXPORT 398



Worldwide Freight Service . . .

6006 Lake Ave., P.O. Box 4025
St. Joseph, Missouri 64504-0025

Phones:
Fax 816-238-8800
St. Joseph 816-238-8000
U.S. Watts 800-821-0004

Based upon our experience in providing the services described above and working with the various railroads, we would like to express our support of the Norfolk Southern and CSX in their efforts to acquire the Conrail, and then divide the Conrail System. There is a need for competition in the territory served by the Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long now, customers which ship or receive product into and out of the Northeastern Portion of the United States have not had the service and rates that are available in other parts of the country. I feel this is largely attributed to having only ONE rail carrier who has no need to reduce rates or provide a better service to all shippers alike. And as is the case when only one company is able to operate in a particular market, service suffers and price is non-competitive.

While there may have been a historical reason for insulating the northeastern railroading from competition, that time is past, and it is time for customers like ourselves interested in this market, (Northeastern Portion of the United States) to have more than one rail carrier which owns its own facilities. I feel that the Norfolk Southern and CSX railroads are of comparable size and scope of operations that can provide a competitive pricing and service that would asset this part of the United States. It would be an intermodal marketing tool advantage not currently available to trucklines like ourselves across the entire United States.

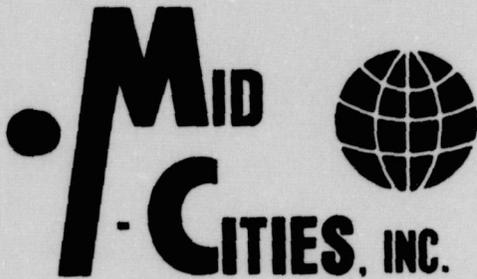
Growth in the intermodal industry will certainly suffer if things do not change in the northeastern part of the United States. Hopefully, the Norfolk Southern & CSX will be granted the approval to own their own track & facilities in this part (Northeast) of the United States. This would not only be an advantage to intermodal companies like ourselves but would allow the Northeast to be serviced by two quality railroads that have long been connected to the Intermodal Industry. This would in fact create an internet of healthy rail growth that would benefit the entire United States Of America.

To summarize, I believe that the approval of the application of the NS and CSX to acquire the Conrail should be approved by the STB.

DOMESTIC

IMPORT

EXPORT 399



Worldwide Freight Service . . .

6006 Lake Ave., P.O. Box 4025
St. Joseph, Missouri 64504-0025

Phones:
Fax 816-238-8800
St. Joseph 816-238-8000
U.S. Watts 800-821-0004

I, Robert T. Whetsell, declare under penalty of perjury that the forgoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 13, 1997.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read 'Robert T. Whetsell', written over a horizontal line.

Robert T. Whetsell, President
Mid Cities Motor Freight, Inc.

RTW:rsw

DOMESTIC

IMPORT

EXPORT

400

Mid-Coast Terminal Company
2801 Rock Road
Granite City, IL 62040

May 12, 1997

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
ATTN: STB Finance Docket # 33338
1925 K Street, N.W.
Washington, D.C. 20423-0001

VERIFIED STATEMENT OF Paul E. Wellhausen

Dear Mr. Williams:

My name is Paul E. Wellhausen and I am President of Mid-Coast Terminal Company. I have held my position for 10 years and have been involved with transportation of bulk commodities for over 25 years. I am responsible for all of the activities for our multi-modal facilities at Granite City, Illinois (Norfolk / Southern) terminal location. Our business involves the transfer of commodities to and from various modes of transportation but primarily transfers of commodities from and to inland river barges.

We ship and receive goods which would include but not limited to steel and related commodities from the entire Midwest. This area encompasses Minnesota to Texas and Canada to the Southeastern United States. We will handle nearly 1,000 rail cars annually. We utilize covered hopper cars, gondolas, flat cars and box cars and are served direct by the Norfolk Southern. We are open to reciprocal switching to all carriers serving the St. Louis/East St. Louis metropolitan area. We have not had the opportunity to reach out to the eastern market and primarily the northeast corridor.

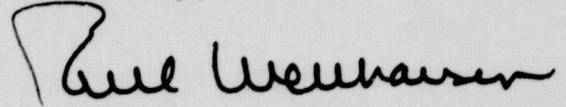
We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide the assets. As we are served by the NS we welcome the increased market share that this plan provides. Further, we welcome the opportunity to open up more markets to us and our customers. Several of our customers currently have the ability to use other carriers and will continue to have this ability under the plan. Conrail required their shippers to pay high switching charges or utilize combination rates via short lines in order to reach markets they did not serve. We are very confident that the NS and CSX will be able to serve

this need as well as former Conrail shippers.

I have had the opportunity during my career to work with several railroads and great regard for the Norfolk Southern. The NS has ranked high in the areas of customer service, quality of equipment and efficiency.

Please give your strongest consideration to approve the application of NS and CSX to acquire Conrail.

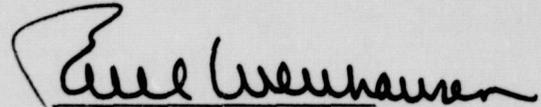
Sincerely,



Paul E. Wellhausen
President

VERIFICATION

I Paul E. Wellhausen declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 12, 1997.



Paul E. Wellhausen



751 South 'O' Street, Richmond, IN 47374-6800
1-800-875-4006 • (765) 966-4000 • Fax: (765) 966-3239
www.mid-conf.com

April 29, 1997

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Mr. Williams:

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And these rail carriers cannot be just any rail carriers. They must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990's two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single-line service by NS and CSX will offer. An extensive addition of single-line rail service will allow us to provide increased market penetration to areas in which we have been unable to compete adequately.

To summarize, I believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

I, Thomas J. Hogrefe, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on April 29, 1997.

Sincerely,

Thomas J. Hogrefe
President
Mid-Continent Paper Converters, Inc.

Mid-Florida Freezer Warehouses, Ltd.

P.O. Box 572
Cape Canaveral, Fl 32920
Phone 407-783-9623
FAX 407-783-5513

P.O. Box 429
Plymouth, Fl 32768
Phone 407-886-7730
FAX 407-880-1993

P.O. Box 490062
Leesburg, Fl 34749-0062
Phone 352-787-5676
FAX 352-787-6397

P.O. Box 1299
Highland City, Fl 33846-1299
Phone 941-646-9591
FAX 941-646-0681

May 14, 1997

Reply to:

Vernon A. Williams, Secretary
Surface Transportation Board
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Re: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation Inc.;
Norfolk Southern Corporation and Norfolk Southern Railway Corporation –
Control and Operating Lease/Agreements – Conrail Inc. and Consolidated Rail
Corporation

Dear Secretary Williams:

My name is Patrick T. Lee. I am a partner in Mid-Florida Freezer Warehouses, Ltd., located in Cape Canaveral, Florida. I mainly deal with administrative matters for my company, which has been in business for 26 years. I am writing to express my company's support for the application by CSX and NS to acquire Conrail, and to urge the Board to issue its prompt approval.

My company provides warehousing facilities for a variety of products. The volume of goods we receive and ship annually by rail (as well as by trucks and barges) varies considerably. Our main rail carriers are CSX and Florida East Coast.

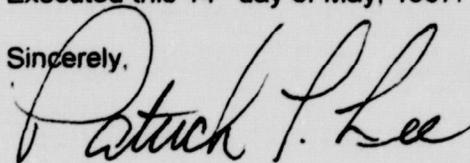
We support the acquisition of Conrail because we believe it will concentrate rail traffic on more direct routes, leading to faster transit times, lower costs and more reliable service.

In conclusion, my company supports the application to acquire Conrail and requests its prompt approval by the Board.

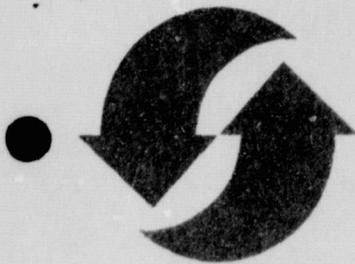
I, Patrick T. Lee, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed this 14th day of May, 1997.

Sincerely,



Patrick T. Lee



MID-LAKES

R E C Y C L I N G

21110 Trolley Industrial Drive
Taylor, MI 48180

Taylor Industrial Park
(313) 291-0810 FAX (313) 291-0905

May 28, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N. W.
Washington, DC 20423-0001

Dear Mr. Williams,

VERIFIED STATEMENT OF: MID-LAKES RECYCLING COMPANY

My name is Roberta Piper, and I am Plant Administrator of Mid-Lakes Recycling. I have held my present position for 12-1/2 years. My duties include scheduling in-bound and out-bound rail cars to be shipped to Alcoa's smelters in Tennessee and Indiana. We also ship railcars to Wellman, Inc., in New Jersey and North Carolina. I speak with the folks at the Melvindale, Michigan yard on a daily basis to be sure of receiving railcars at our facility for loading.

Mid-Lakes Recycling contract processes materials for Alcoa and Wellman. We have other facilities in Des Moines, Iowa, Lincoln, Nebraska and Tulsa, Oklahoma. The facilities Mid-Lakes ships to are serviced by the Norfolk Southern. During 1996 we shipped over 400 car loads of bales, ie, aluminum and plastic to the vendors listed above. With recycling of materials on the rise we hope to see our business grow, which will increase our need for more rail service also.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the northeast has tended to inhibit our ability to move this traffic, and the single-line service which NS proposes would be of benefit to us. With single line service, I believe our facility would be able to compete in these market with other companies enjoying single line service into the Northeast. I feel that if this proposal is finalized, our vendor in New Jersey would receive better rail service. We have used the Norfolk Southern for 20 years and have been satisfied with their service. We are confident that they would be able to provide good service on any CR line which they acquire.

We strongly believe that this merger will help keep rates more competitive, especially when you add a little competition to the areas affected. It would also add a variety of switch tracks to help service new vendors.

For all the reasons described above, I support the application of NS and CSX to acquire Conrail.

I, Roberta Piper, declare under the penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this statement. Executed on May 28, 1997.

Sincerely,

Roberta Piper
Roberta Piper
Mid-Lakes Recycling Plant Administrator

MID-STATES RAILCAR, INC.

R.R. 1 - P. O. BOX 10
CLINTON, INDIANA 47842
PHONE: 317 / 832-5210
FAX: 832-6968

May 2, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
12th and Constitution Ave., N.W.
Washington, D.C. 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX
Transportation Inc.; Norfolk Southern Corporation and Norfolk
Southern Railway Corporation -- Control and Operating
Lease/Agreements -- Conrail Inc. and Consolidated Rail Corporation

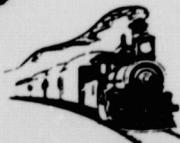
Dear Secretary Williams:

My name is Debra Barnes. I am the Safety Officer for Mid State Rail Car, located in Clinton, Indiana. My office address is 515 E. 4th St., Clinton IN 47842-9700. My company has been in business for 15 years. In my position I am responsible for overseeing all corporate safety operations. I am writing to offer my company's strong support for the CSX and NS application to acquire Conrail and to urge the Board to approve it promptly.

Mid State Rail car is a rail car repair facility. Currently, the railroad company we most frequently rely upon is CSX. We also do some of our shipping by truck and by barge.

My company believes that the proposed acquisition of Conrail by CSX and NS would be in our best interest, as well as in the interest of our customers. Here are some of our reasons:

1. The Conrail acquisition should result in a greater supply of equipment from a larger fleet. This will make more rail cars available to us.



2. The acquisition will undoubtedly result in more single-line service opportunities, making for fewer delays and cheaper, more reliable service.

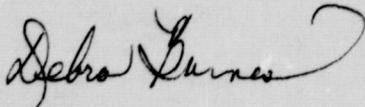
3. The acquisition will increase rail business, and over the long run that is bound to be good for all shippers who rely on rail.

In conclusion, Mid State Rail Car strongly supports the application to acquire Conrail and requests the Board to move as quickly as possible to assure approval.

I, Debra Barnes, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed on this 2nd day of May, 1997.

Sincerely,

A handwritten signature in cursive script that reads "Debra Barnes". The signature is written in dark ink and is positioned above the printed name.

Debra Barnes

Mid-Vol Leasing, Inc.

P.O. Box 1112

Princeton, West Virginia 24740

Telephone: (804) 825-7823

May 21, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, NW
Washington, DC 20423-0001

**RE: 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, STB Finance
Docket No. 33388**

Dear Mr. Williams:

My name is Richard G. Preservati, and I am the President of Mid-Vol Leasing, Inc. I have held my present position for eight years.

Mid-Vol Leasing, Inc. is a West Virginia company that is responsible for the mining and selling of coal both on the domestic and foreign markets. We have rail loading facilities in three different locations in West Virginia. These facilities are presently served by Norfolk Southern Railway Corporation. Currently we ship the majority of our coal to Lambert's Point, Virginia, however our immediate plans are to expand our sales in the domestic market. During 1996, we shipped over 500,000 tons of coal from southern West Virginia by rail to various points throughout the country.

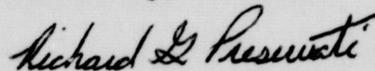
We support approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive products into and out of the Northeast have had the service of only one rail carrier. And, as is the case when only one company is able to operate in a particular market, service suffers

and the price is non-competitive. While there may have been an historical reason for insulating Northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which would own its facilities. These rail carriers cannot be just any rail carriers, they must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990s, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

In addition, we are looking forward to experiencing not only the change from being served by one rail carrier increasing to two, but also the greatly expanded market reach which single-line service by NS and CSX will offer. An extensive addition of single-line rail service will allow us to provide increased market penetration to areas in which we have been unable to compete adequately.

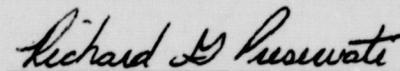
To summarize, we believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

Sincerely,



Richard G. Preservati
President

I, Richard G. Preservati declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 21, 1997.



Signature

Middle Atlantic
Wholesale Lumber, Inc.

P.O. Box 81
Suite 106
10220 S. Dolfield Road
Owings Mills, MD 21117

MIDDLE ATLANTIC WHOLESALE LUMBER, INC.

Balto: 410-581-9300
800-638-6030
FAX: 410-581-9309

May 28, 1997

Verified Statement
On behalf of
Middle Atlantic Wholesale Lumber, Inc.
Finance Docket No. 33388

My name is Timothy J. Hartman, and I am Vice President of Middle Atlantic Wholesale Lumber, Inc. I have held my present position for four years. My duties include overseeing the sales of the company as well as doing most of the buying of our west coast products from British Columbia, Washington, Oregon, Idaho and California. Ninety-Five percent of this product is shipped to us by rail through the gateways of Chicago or E. St. Louis.

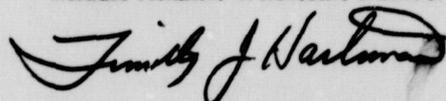
Middle Atlantic Wholesale Lumber, Inc. is a wholesale lumber distribution yard that receives lumber from the west coast of the U.S., the Western Provinces of Canada, as well as Eastern Canada and the Southeast U.S. We have a facility located at the "Terminal Corporation", in Baltimore, Maryland. This facility is presently served by Conrail. We receive material and sell to our customers out of this location as well as one other small location presently located on the NS in Manassas and Gainesville, Va. During 1996, we received approximately 350 carloads to these destinations (about 30 to Gainesville and Manassas and 320 to Baltimore). Of the 350 carloads received, approximately 100 were 50' boxcars and 250 were comprised of 80% 73' "A" frame and the balance 66' and 60' flats.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on lines which will belong to NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the Northeast has tended to inhibit our ability to move this traffic, and the single-line service which NS proposes would be of benefit to us. I sincerely believe that the availability of single line service to a larger network will enable us to grow our business much more effectively than is presently the case. We expect to realize an increase in business from the south through this agreement due to the fact that the NS will be able to provide us with access from the south through the Virginia gateway via the Potomac Yard. We have used NS for several years and have been satisfied with their service. We are confident that they would be able to provide good service on any CR lines which they acquire.

For all the reasons described above, I support the application of NS and CSX to acquire Conrail.

I, Timothy J. Hartman, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 28, 1997.

Middle Atlantic Wholesale Lumber, Inc.



Timothy J. Hartman, Vice President
General Sales Manager

MIDDLEFORK LAND COMPANY, INC.

P.O. BOX 481
LOVELY, KY 41231
(606) 395-6825
Fax: (606) 395-6842

May 9, 1997

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn.: STB Finance Docket #33388
1925 K Street, NW
Washington, D.C. 20423-0001

RE: 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, STB Finance Docket No. 33388

Dear Mr. Williams:

My name is James H. Booth, President of Middlefork Land Company, Inc., headquartered at Route 3, Big Sandy Airport Road, Debord, Kentucky. I have held my position for 22 years. My duties include the direct oversight of all transportation requirements which include all outbound raw materials and outbound finished products to and from our plants.

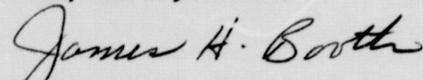
Middlefork Land Company, Inc. holds Coal Reserves in excess of 45 million Recoverable Tons of Bituminous Coal. Transportation is a vital factor to the success of our operation and our future depends on having a very competitive means of transportation of our coal product to the utility market. We have facilities located on Route 3, Pevler Complex, that include clean and raw coal silos' with an overland transfer belting system which transports the coal from the stockpile to the rail car load out facility. These facilities are currently serviced by Norfolk Southern Railroad.

During 1996, we shipped approximately 25,500 carloads of clean produced coal from our facility at Debord, Kentucky. This was not a complete year of shipments as we averaged 28 trains per month over the period of nine months of shipping in 1996.

We support approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive products into and out of the Northeast have had the service of only one rail carrier. As is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been a historical reason for insulating Northeastern railroading from competition, which time is past, and it is time for customers interested in this market to have service by more than one rail carrier. These rail carriers cannot be just any rail centers. They must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations, I believe that in the 1990's, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

Finally we endorse this plan of acquisition and we are looking forward to experiencing not only the change from being serviced by one rail carrier increasing to two, but also the greatly expanded markets reach which single-line service by NS and CSX will offer. An extensive addition of single-line rail service will allow us to provide increased market penetration to areas in which we have been unable to compete adequately. We believe that approval of the joint application of NS and CSX to acquire Conrail should be approved by the STB.

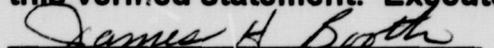
Respectfully Yours,



James H. Booth,
President

VERIFICATION

I, James H. Booth, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 9, 1997.


JAMES H. BOOTH, PRESIDENT



May 14, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
12th & Constitution Ave. N.W.
Washington, D.C. 20423

RE: STB Finance Docket No. 33388, CSX Corporation and CSX Transportation Inc.; Norfolk Southern Corporation and Norfolk Southern Railway Corporation - Control and Operating Lease/Agreements - Conrail Inc. and Consolidated Rail Corporation

Dear Secretary Williams:

My name is Tammy Axlund, and I am the administrative manager for Midland Resources, Inc., a chemical manufacturer headquartered in Lawrence, KS. Our company has been in business for sixteen years, and we transport approximately six cars of chemicals (primarily chloride) a month. Our main rail carriers right now are Union Pacific and CSX.

Part of my job is to schedule our company's transport of incoming and outgoing chemical materials. I am writing to you today to offer my strong support for the proposed acquisition of Conrail by CSX and Norfolk Southern.

The primary benefit that our company expects to see from this proposed acquisition is the expansion of our market reach in the eastern US. The two rail networks that would result will hit most of the major markets east of the Mississippi, and they would do so with expanded single-line service throughout the region. Streamlining and coordinating the new CSX and Norfolk Southern rail networks would mean better schedules, better routes, better equipment supply and better service for our customers.

We also expect to see more efficient interchanges between western and eastern rail carriers. The new CSX and Norfolk Southern networks would offer us a single point of contact and more accurate switching in many instances, eliminating many of the cost and delays we now face when using rail service. Lower costs and fewer delays would also help to ease our reliance on truck transport.

706 Massachusetts
Suite 208
Lawrence, Kansas 66044

(913) 842-7424
FAX: (913) 842-3150
ORDERS: 1-800-879-6353

Another major advantage for those of us in the chemical transport business would be improved safety and service. Better interchanges and cargo switching would lead to fewer handling and faster transit times – two things that always vastly improve the safety of chemical transports.

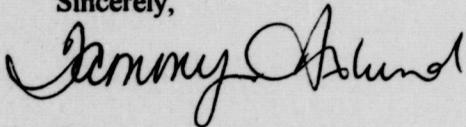
Lastly, the creation of two well-balanced rail networks in the east would mirror the rail transport benefits we have already realized here in the western half of the nation through railroad consolidation and merging. Faster delivery schedules, lower costs, and more reliable and flexible rail service for the eastern US would all result if this proposed acquisition is allowed to go through.

It is for these reasons that Midland Resources, Inc. supports the application from CSX and Norfolk Southern to acquire Conrail.

I, Tammy Axlund, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.

Executed this 14th day of May, 1997

Sincerely,

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

Tammy Axlund
Administrative Manager
Midland Resources, Inc.



Post Office Box 349, Newton, North Carolina 28658 Telephone 704/464-1611 - Fax 704/465-5139

**VERIFIED STATEMENT OF
MIDSTATE MILLS., INC**

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn: STB Finance Docket # 33388
1925 K Street, N. W.
Washington, D. C. 20423-0001

May 5, 1997

RE: CSX Corporation and CSX Transportation Incorporated; Norfolk Southern Corporation and Norfolk Southern Railway Company - Control and Operating Leases/Agreements; Conrail Incorporated and Consolidated Rail Corporation, STB Finance Docket No 33388.

Dear Mr. Williams:

My name is Donald Baldwin, and I am the Director of Commodity Procurement of Midstate Mills, Inc. I have held my position for seven and one half years for this company but have merchandised grain for more than thirty years. I am responsible for origination of soft red wheat, hard red wheat, yellow and white corn and soybean meal for my company.

Midstate Mills., Inc is primarily a soft red wheat flour miller although we also mill a fair amount of hard red wheat and we also manufacture animal feed. We receive our grain by rail, and manufacture feed and flour for the consumer, food service and national accounts. We receive 100 % of our hard red wheat by rail from Kansas, over 90 % of our white and yellow corn, 98 % of our soymeal, and 80 % of our soft red wheat by rail. This equates to approximately 1600 cars per year.

Our facility at Newton, North Carolina is on the NS and is able to receive 7 to 10 cars per day. We are in the planning stages of building another flour mill in the state which is also served by the NS. Our plan is to be able to receive unit trains of grain and ship out bulk flour by rail. The proposed Norfolk Southern/CSX plan to acquire Conrail will allow us better origination and provide for expanded sales of bulk flour.

We support the proposed acquisition by Norfolk Southern and CSX of Conrail. Since our facility is located on the lines of the NS, we would welcome the benefit of increased market access for single-line rail transportation. We have used the NS for many years and have been satisfied with their service and their eagerness to create new opportunities which are mutually beneficial. We are confident they would be able to provide good service on any CR lines which they acquire.

The primary reason for supporting the NS in their joint acquisition of Conrail is their continued willingness to serve the smaller shipper and receiver. True, there are benefits in using large 50 plus car trains both to the shipper and receiver that can handle those type of shipments. Those benefits are passed to the parties through cheaper rates, as they should. However, there remains a large part of our industry which does not have the capabilities for these large trains and can only ship and receive in smaller units, as little as one car at a time. These are going concerns, they hold a niche in the marketplace, and are competitive in their unique situations. These small firms together employ many people who work hard, pay taxes, and live in their communities. The NS has not forgotten these industries. They still provide the service which keeps these companies going. Yes, the companies need to compete for the equipment with higher rates, but as long as they are fair and reasonable, it can be done.

I feel confident that a Norfolk Southern/CSX acquisition of Conrail would insure continuation of these policies.

For all the reasons described above, I support the Norfolk Southern/CSX application to acquire Conrail.

Sincerely,

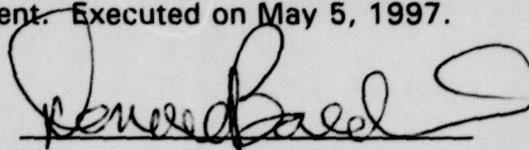


Don Baldwin
Director of Commodity Procurement

Midstate Mills., Inc

VERIFICATION

I, Donald S. Baldwin, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 5, 1997.


Donald S. Baldwin



MIDWAY
MOBILE FLEET SERVICE, INC.
TRAILER & TRUCK REPAIR

SHOP ADDRESS
1111 W. 48th STREET
CHICAGO, IL 60609

PHONE: (773) 376-5747
FAX: (773) 376-7884

MAILING ADDRESS
P.O. BOX 388518
CHICAGO, IL 60638

VERIFIED STATEMENT OF
MIDWAY MOBILE FLEET SERVICE, INC.
FINANCE DOCKET NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 3388
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is Bud Milazzo, and I am the Service Estimator for Midway Mobile Fleet Service, Inc. at 1111 W. 48th Street in Chicago Illinois. I have held my present position for eight years. My duties include calculating and estimating all trailer repairs that come into our shop.

Midway Mobile Fleet Service, Inc. is a trailer repair shop that services many railroads in the Chicagoland area. We work with N.S. in many of their Chicagoland railroad locations. In addition to N.S. we also service many other well known railroads like: B.N.S.F., S.P., and I.C.

Based upon our experience in providing services described above and working with various railroads, we would like to express our support of N. S. and CSX in their efforts to acquire Conrail, and then divide that Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been a historical reason for insulating northeastern railroading from competition, that time has past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carrier which will compete in the Northeast should not be just any rail carriers. They must be carriers which are comparable size and scope, and provide a competitive service.

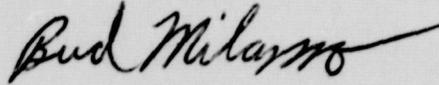
Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail system in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. N.S.'s capital investment in its intermodal facilities and

service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with N.S.'s commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we at Midway Mobile Fleet Service, Inc., that approval of the application of N.S. and CSX to acquire Conrail should be approved by the STB.

I, Bud Milazzo, declare under penalty of perjury that the foregoing is true and correct. Further I certify that I am qualified and authorized to file this verified statement. Executed on May 23, 1997.

Sincerely,

A handwritten signature in cursive script that reads "Bud Milazzo". The signature is written in dark ink and has a long, sweeping horizontal stroke at the end.

Bud Milazzo
Service Estimator
Midway Mobile Fleet Service, Inc.

VERIFIED STATEMENT OF

THOMAS A. MORRIS

on behalf of

MIDWEST COAL HANDLING CO., INC.

Finance Docket No. 33386

CSX Corporation and CSX Transportation, Inc.

Norfolk Southern Corporation

-Control and Operating Lease/Agreements-

Conrail Inc. and Consolidated Rail Corporation

I am Thomas A Morris, Executive Vice President and General Manager of Midwest Coal Handling Co., Inc. Midwest Coal Handling Co., Inc. is located at 1320 Island Ford Road, Madisonville, Kentucky, 42431. I am responsible for the overall operations of the company including overseeing transportation requirements and personnel. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.

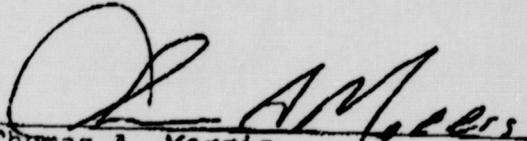
MCH is responsible for unloading all rail shipments of coal and limestone to the Tennessee Valley Authority's Paradise Steam Plant in Drakesboro, Kentucky. We handle approximately 18,500 carloads of coal and 2,650 carloads of limestone annually via CSX.

We believe that the acquisition of Conrail by CSX and NS will allow us to expand and extend our market reach in the central part of the country. In particular, the acquisition will bring us new access to CSX-served coal and limestone customers in this region.

In our business, consistent and reliable rail transportation is crucial to our logistics management. The coal and limestone industry often experiences equipment shortages. The acquisition will increase the equipment supply available for our shipments, thereby enhancing the consistency of our transit times.

For these reasons, Midwest Coal Handling Co., Inc. urges the Board to approve the joint application of CSX and NS.

I, Thomas A. Morris, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 13th day of May, 1997.


Thomas A. Morris

April 28, 1997



VERIFIED STATEMENT
of
MIDWEST INDUSTRIAL SUPPLY, INC.
Canton, Ohio

FINANCE DOCKET NO. 33388

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

My name is Robert Vitale, and I am President of Midwest Industrial Supply, Inc. in Canton, Ohio. I have been President and CEO of Midwest since its inception twenty-two years ago. It is my responsibility to have a management team to run this business successfully.

Midwest Industrial Supply, Inc. is a manufacturer with sales of \$5,000,000 + annually. Transportation is a vital factor to the success of our business. We utilize truck and rail, divided 15% rail and 85% other modes. Primarily, we ship to the west coast and receiver from northeast in the United States. Some of our shipments are to and from locations in the Northeast and Midwest on Conrail.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

P.O. BOX 8431 CANTON, OHIO 44711
TEL: 330-456-3121 FAX: 330-456-3247
<http://www.midwestind.com>
e-mail: custserv@midwestind.com

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
April 28, 1997
Page Two

RE: FINANCE DOCKET NO. 33388

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a supplier to the intermodal industry. Norfolk Southern's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with Norfolk Southern's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of Norfolk Southern and CSX to acquire Conrail should be approved by the STB.

I, Robert Vitale, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on April 28, 1997.

Sincerely,

MIDWEST INDUSTRIAL SUPPLY, INC.



Robert Vitale
President



Midwest Shredding Service

May 28, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket #33388
1925 K Street N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

My name is Richard Batliner, and I am owner of Midwest Shredding Service. We have owned this company for over ten (10) years. One of my duties includes setting up the transportation routes for over 50 railcars per month to paper mills throughout the United States.

Midwest Shredding Service is a waste paper recycling company. We purchase waste paper from a fifty (50) mile radius of Kansas City, Missouri, and bring the material into our plant. We sort, bale and ship the baled recyclable material to paper mills within the United States, Canada and Mexico. These facilities are presently served by the BN-KCS-Conrail and other rail companies. During 1996, we shipped approximately 500 carloads to various paper mills throughout the United States.

We support the proposed merger of Norfolk Southern, CSX and Conrail. My company is impressed with the Principles of Balanced Competition, which describe the need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. This rail carrier cannot be just any rail carrier. It must be one which has a system of comparable size and scope to CSX, and provide a competitive service to CSX.

Page 2
May 28, 1997
Surface Transportation Board

To summarize, we believe that approval of the application of NS to merge with Conrail should be approved by the STB.

Sincerely,



Richard P. Batliner
Owner
Midwest Shredding Service

VERIFICATION

I, Richard P. Batliner, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this statement. Executed on May 28, 1997.



Richard P. Batliner

April 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423

VERIFIED STATEMENT

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 33388

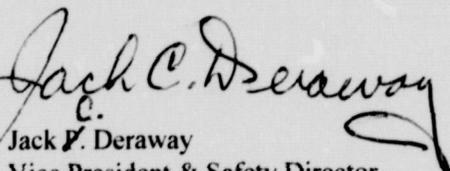
Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly. We believe that the proposed transaction would be in our best interests, as well as in the interest of our customers because it would produce better service, better equipment utilization, and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service would grow into the future.

In conclusion we support the application of Conrail, CSX and NS and request that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, Jack P. Deraway, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 30 day of APRIL, 1997.


Jack P. Deraway
Vice President & Safety Director
Midwest Steel & Alloy Corporation

MIDWEST SYSTEMS

5911 HALL STREET • ST. LOUIS, MO 63147-2994 • (314) 389-6280 • FAX (314) 389-9443

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D. C. 20423

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

Verified Statement
on behalf of
Midwest Systems, Inc.
Finance Docket No. 33388

My name is Richard Veinfurt, and I am Manager Midwest Systems, Inc., 5911 Hall Street, Saint Louis, Missouri 63147. I have held my present position for 9 years. My duties include, but not limited to our intermodal operations with all major railroads in Kansas City and St Louis, and monitoring our drayage and container pools on a regular basis. I have meetings with all the key contacts with the various rail hub centers in Kansas City, St Louis and across the nation. Intermodal business plays a vital role in all of our operations.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, and for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive.

MIDWEST SYSTEMS
TRUCK EQUIPMENT



RIVER-ROADS
DISTRIBUTING CO.



Total Transportation Service

427

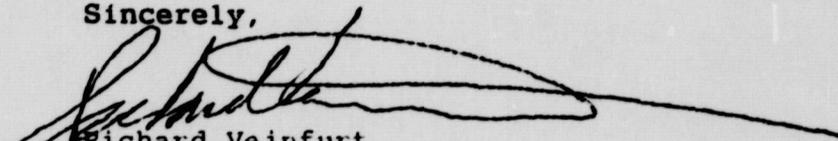
While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as a drayman to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Richard Veinfurt, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 16, 1997.

Sincerely,



Richard Veinfurt
Midwest Systems, Inc.



MILLER TRUCK & STORAGE CO.

JACKSON, MICHIGAN 49201

**RIGGING • HAULING • WAREHOUSING
• RAIL DISTRIBUTION**

May 16, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

VERIFIED STATEMENT

**Re: Proposed CSX/NS/Conrail Transaction;
STB Finance Docket No. 33388**

Dear Secretary Williams:

My name is David C. Miller, president of Miller Truck & Storage Company in Jackson, Michigan. My office address is 420 Ingham St., Jackson, MI 49201. Our company is involved with receiving products by rail and truck, warehousing, and distributing to end users. For 15 years, we have fostered intermodal transportation systems. I am writing to offer my support for the proposed joint acquisition of Conrail by CSX and Norfolk Southern.

Miller Truck & Storage Company is a small warehousing and local trucking company providing inventory management and logistical services to a variety of large corporations. We received approximately 250 railcars last year with products including semi-finished steel, newsprint, auto parts, forest products and aggregate. Our warehouse is served only by Conrail.

Miller Truck & Storage believes the proposed joint acquisition of Conrail by CSX and Norfolk Southern will be in our best interest. We urge the board to approve this transaction for the reasons detailed below:

1. We believe that the proposed transaction would produce better service, better equipment utilization, and more competitive rates. Since most of our service is interlined, we hope to have single line service which would be more efficient. Single line service is fast, more reliable and allows faster response time to quote rates.

Vernon A. Williams
Page 2

2. We expect more destinations presently served with truck only transportation to become more competitive with greater single line service. Efficient single line service allows our firm to provide truck competitive rail transportation to our customers who presently cannot receive rail.

3. The transaction will increase rail traffic and relieve some highway congestion in areas where our services become competitive with truck transportation.

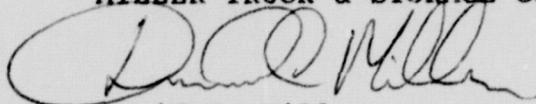
In conclusion, Miller Truck & Storage Co. supports the application of Conrail, CSX, and Norfolk Southern and requests that the Board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

I, David C. Miller, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement.

Executed this 16th day of May, 1997.

We Remain,

MILLER TRUCK & STORAGE CO.



David C. Miller
President



MILLER TRUCK & STORAGE CO. MAIL: 420 INGHAM STREET, JACKSON, MI 49201 • PLANT: 1111 S. ELM STREET
PHONE (517) 782-0371 • FAX: ADMINISTRATION (517) 782-1582 • STEEL: (517) 782-9617



Verified statement of
Steven Millis
on behalf of
Millis Transfer, Inc.
STB Finance Docket No. 33388

I am Steven Millis, Vice President of Sales and Marketing. Millis Transfer is located at 121 Gebhardt Road in Black River Falls, WI 54615. I lead a team of salespersons that solicit both truckload and intermodal freight between points in the United States and Canada. I have been in my current position since August of 1995 and have worked in the transportation field for fifteen years.

Millis Transfer is a truckload carrier specializing in longhaul and regional shipments mainly east of the Mississippi River. We have been in business for over 50 years by providing quality service at a competitive price. In 1995 we began an intermodal unit that has been relatively successful the past 2 years.

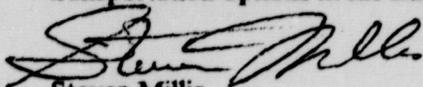
An efficient and cost competitive transportation infrastructure is essential to the success of our business. Millis Transfer moves approximately 1000 loads annually by rail via the eastern and southeastern railways. The joint acquisition of Conrail will be in Millis Transfer's best interest since the enhanced CSX system would be capable of providing a complete competitive intermodal product with associated efficiencies.

We strongly urge the board to approve this application for the reasons detailed below:

1. We believe that the joint acquisition of Conrail will produce better service and more competitive rates. We expect the joint acquisition to result in a more efficient system with more opportunities to triangulate, thereby allowing for more efficient equipment utilization.
2. We also anticipate that the joint acquisition will result in expanded markets with an increased number of destinations and origins available. This benefit is important to Millis Transfer because the enhanced CSX system will allow us more flexibility to expand the Northeast and Upstate New York markets.
3. We expect increased competitive access to ports in the New York and New Jersey areas.

4. We are convinced that the joint acquisition of Conrail will result in more intermodal service lane options, which, in turn, will benefit all the shippers that rely on rail. The enhanced CSX system will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more long term capital investment and ensure that rail service grows into the future. These developments are critically important to all freight shippers.

In conclusion, we support the application of Conrail, CSX, and Norfolk Southern and request that the board move as expeditiously as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of transportation options in the East.



Steven Millis

Millis Transfer, Inc.



TELEPHONE: (407) 896-3333

1602 NORTH MILLS AVENUE
P.O. BOX 536548
ORLANDO, FLORIDA 32853-6548

FACSIMILE: (407) 897-3821

May 8, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
12th and Constitution Ave. N.W.
Washington, D.C. 20423

Re: STB Finance Docket No. 33388, CSX Corporation and CSX
Transportation Inc.;
Northern Southern Corporation and Norfolk Southern Railway
Corporation -- Control and
Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail
Corporation.

Dear Secretary Williams:

I'm writing to give you my views on a subject before you and the
Surface Transportation Board. I'm speaking of the Conrail
acquisition by CSX and NS railroads. I personally work closely with
the rail system. My view is that you and the board should approve
this acquisition as soon as possible.

I'm in the lumber supply business in Orlando. Our company name is
Mills & Nebraska Lumber Company. We're a retail lumber and building
product company that has been operating successfully in a very
tough and competitive market. I'm the operations manager, which
puts me in direct contact with shipping. I know its strengths and
weaknesses pretty well.

CSX is our carrier. We use about 100 rail cars a year. If I had to sum
up what needs to be done in one sentence, it would be to create more
efficient routing and direct one-line service. The way the system
works now is sometimes highly inefficient. Routes are often

too long. This costs time, and sometimes you just don't know where your shipment is. All of that adds up to problems, and these problems need to be fixed.

My understanding of this acquisition is that it would address the routing problem in a significant way. That's why it's got my vote, and I hope it has yours.

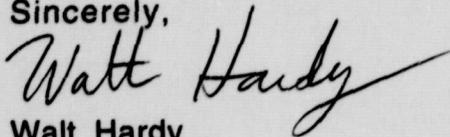
Thank you for your time.

I, Walt Hardy, declare under penalty of perjury that the foregoing is true and correct.

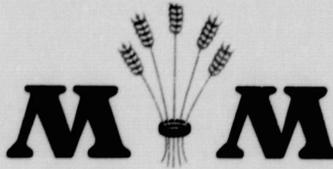
Further, I certify that I am qualified and authorized to file this verified statement.

Executed this Eighth day of May, 1997.

Sincerely,

A handwritten signature in cursive script that reads "Walt Hardy". The signature is written in dark ink and is positioned to the right of the word "Sincerely,".

Walt Hardy
Mills & Nebraska Lumber Company
602 North Mills Avenue
Orlando, FL
32803-1874



May 29, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

RE: 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, STB Finance Docket No. 33388

Dear Mr. Williams:

My name is Charles B. Stout, President of Milner Milling, Inc. We are a miller of wheat flour that serves commercial bakeries in the southeast. We originate wheat from the midwest, upper midwest, Ohio valley, and southeast.

We believe the proposed acquisition of Conrail by the CSX and Norfolk Southern is the best solution. Therefore we are in support of this merger.

I, Charles B. Stout, declare under penalty of perjury, that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 29th day of May, 1997.

Charles B. Stout, President
Milner Milling, Inc.

CBS/ps