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MINERAL PRODUCTS Inc.

34 Charles Street • Hagerstown MD 21740-3899 • Tel: 301-733-4000 • Fax: 301-733-4003

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:

As the Traffic Manager for ISP Mineral Products Inc., I have the responsibility of overseeing the transportation requirements for our company which include, freight rate negotiations; carrier selection; equipment supply; and mode of transportation. I am writing to express our company's support for the acquisition of Conrail by Norfolk Southern and CSX.

ISP Mineral Products Inc., located at 34 Charles Street in Hagerstown, Maryland, manufactures colored mineral granules for the asphalt roofing industry. We have manufacturing facilities located in Annapolis, MO; Blue Ridge Summit, PA; and Pembine, WI. In 1996, we shipped approximately 3,000 carloads on CSX; 700 carloads on Norfolk Southern; and 300 carloads on Conrail.

We anticipate that the acquisition of Conrail by both Norfolk Southern and CSX will benefit our company as we expect that it will provide single-line service to selected markets that will offset the reduced rail competition. The current interchange process increases costs and transit times, reducing equipment utilization and adversely impacting equipment supply. We anticipate that after the acquisition, CSX who currently services our Blue Ridge Summit, PA facility will provide single-line service to selected markets eliminating the interchange and thereby reducing costs.

Additionally, we anticipate the acquisition will improve equipment utilization, leading to better car availability, reduced empty mileage, and lower costs.

Again, please accept the support of ISP Mineral Products Inc. for the acquisition of Conrail by both Norfolk Southern and CSX.

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

Robert Toth

ISP Mineral Products Inc.



May 1, 1997

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

VERIFIED STATEMENT

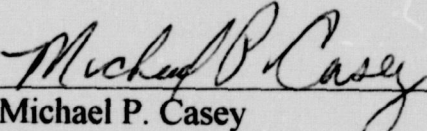
Re: STB Finance Docket No. 33388

Dear Sir,

I am the Transportation Coordinator and Southeast Regional Manager for McNess/Miracle, Inc. and have been doing this for 10 years. Our company receives approximately 1200 hopper cars of product from all parts of the country. We would like very much to offer our support and are looking forward to the joint acquisition of Conrail by CSX and NS.

We receive and disburse feed grade product and it is imperative that these products be moved as fast and efficiently as possible. Therefore, it is our belief that this transaction would benefit not only our company but many others as well. We ship the majority of product we handle to livestock feeders. This requires prompt and on time rail shipments. Because of these reasons, we would like to see this transaction take place as soon as possible.

I, Michael P. Casey, 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.


Michael P. Casey
Regional Sales Manager

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

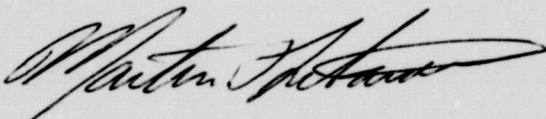
Dear Secretary Williams:

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, Martin Thibault, 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 12th day of May, 1997.



Martin Thibault
Purchasing-Sales/Domestic-Export
Miradas, Inc.



— We Make Things Grow —

Phone (601) 746-4131

Post Office Box 388
YAZOO CITY, MISSISSIPPI 39194-0388

Fax (601) 746-9158

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

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

Dear Mr. Williams:

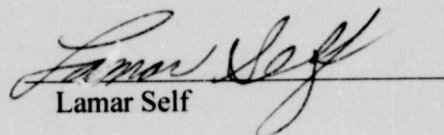
Mississippi Chemical Corporation ("MCC") is a manufacturer and marketer of fertilizers with major shipping facilities located at: Donaldsonville, LA; Pascagoula and Yazoo City, MS; and, Carlsbad, NM. From these facilities, Mississippi Chemical ships approximately 100,000 tons per year via the Norfolk Southern Railway Company ("NS"). We have an excellent working relationship with the NS and have been pleased with the efficient and reliable service they have provided.

We strongly support the application for approval of the transaction by which CSX and NS will acquire control of Conrail, and then divide the assets and trackage rights 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. We are aware that NS is one of the most efficiently run railroads in the business, and further believe MCC and other shippers would benefit from NS operating and controlling that portion of the Conrail system which is being proposed to be controlled by NS. We therefore strongly support the application in this proceeding.

Very truly yours,

Lamar Self
Manager of Distribution

I, Lamar Self, 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 28 th day of May, 1997.


Lamar Self

Mississippi Lime Company

Corporate Offices

Alton, Illinois 62002-2247

7 Alby Street

P.O. Box 2247

Phone: 618-465-7741

Fax: 618-465-7786

May 15, 1997

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

Re: CSX Corporation and Norfolk Southern - Applications to Control and Operate Lines of
Consolidated Rail Corporation

Dear Mr. Williams:

This statement is being submitted by Marshall Walters, Traffic Manager for Mississippi Lime Company located at #7 Alby Street, Alton, IL 62002-2247.

I have been employed with the above firm since October 1988. My duties include transportation negotiations with railroads, rates, contracts, service problems, tracing, freight payment, and auditing of all prepaid freight bills. I also maintain a fleet of over 300 leased tank and covered hopper cars. Other duties include supervising and maintaining bulk terminals and bulk and bag truck shipments.

My transportation work experience started in 1965 with the Rock Island Railroad followed by working with Freight Forwarders, Shipper Associations, and trucking firms. I have worked in Chicago, New York, and St. Louis and belong to the Traffic Club of St. Louis, Inc.

Mississippi Lime company at Ste. Genevieve, Missouri, owns and operates the largest lime plant in North America and is among the top shippers on the nation's railroads. We provide lime and lime products for the steel, paper, chemical, municipal, paint, and electric power industries.

Mississippi Lime ships via rail throughout the United States, however, we are dependent on service through the St. Louis Gateway.

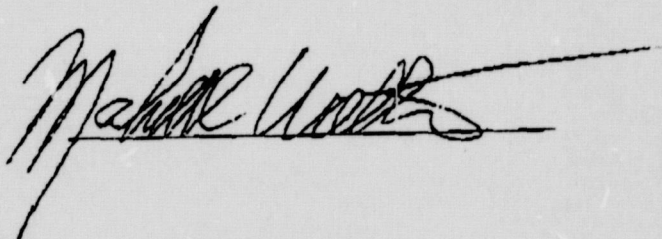
The proposed Conrail acquisition by CSX Transportation and Norfolk Southern should provide a more efficient and stronger rail system in the East and open new markets for all shippers.

The equipment utilization would be improved and could reduce the total overall cost by lowering transit times to our customers.

We are also hopeful that the acquisition will eliminate interchange delays at both St. Louis and Chicago and will provide our customers with shorter more efficient routes.

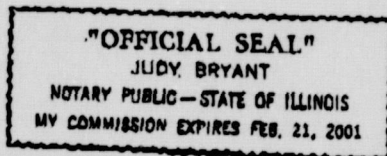
We believe the proposed acquisition will provide additional benefits to shippers and support this application.

I, Marshall Walters, 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 date.



Witness Judy Bryant

and Notary Public



Mississippi Materials Co.

POST OFFICE BOX 4129 • MERIDIAN, MISSISSIPPI 39304-4129 • 601-482-7007

May 15, 1997

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

Re: STB Finance Docket NO. 3388, 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 Carpenter, and I am General Manager of Mississippi Materials Company in Meridian, Mississippi, a manufacturer of ready-mix limestone products. I am writing to register my strong support for the proposed acquisition of Conrail by Norfolk Southern and CSX.

As GM of a company dependent on efficient and affordable shipping to receive our raw materials, I wish to outline three key advantages we see arising from the Conrail sale:

1. More direct route transport. Mississippi Materials receives more than 3100 railcars a year of raw materials, approximately one half is used in ready-mix concrete and the half is resale item. Right now, delays are frequent for material shipped by rail--due in large part to the inefficiencies and bottlenecks caused by the need to interchange from Conrail to NS and back again. The sale of Conrail will allow NS and CSX to institute direct line service to many markets where delays are commonplace.

2. Decrease freight rates. The rationalization of East Coast rail routes will bring rail into competition with truck transport--creating pressure to cut freight rates to keep customers. That's great news for shipping--dependent companies like ours, that are always looking for ways to control and cut costs.

3. Increase ability to efficiently utilize production capabilities. Delays in shipping can have a disastrous effect on our production tempo. With more direct routes and competitive service we can gear our production and manpower schedules accordingly--resulting in cost-savings we can offer our customers. That's a significant edge in the unending competition to keep customers and win new ones, and it's the bottom line reason we support the sale of Conrail.

Mississippi Materials Co.

POST OFFICE BOX 4129 • MERIDIAN, MISSISSIPPI 39304-4129 • 601-482-7007

On behalf of my company and for reasons mentioned above, I urge the STB to grant final approval to the Conrail transaction without delay.

I, Paul Carpenter, 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,



Paul Carpenter

MISSOURI-PACIFIC LUMBER CO.

694 DD HIGHWAY
FAYETTE, MO 65248
(816) 248-3000
FAX: (816) 248-2508

May 19, 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

Verified Statement of John Agnew Missouri-Pacific Lumber Co.

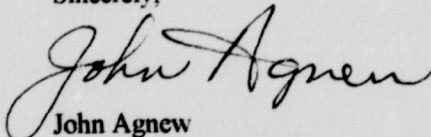
My name is John Agnew, and I am the Export Exchange / Log Purchasing Manager for Missouri-Pacific Lumber Co. I have held my present position for 10 years. My duties include log stock management, and export/domestic shipping and sales.

Missouri-Pacific Lumber Co. is a manufacturer of Hardwood Lumber and Logs and we have facilities located in Fayette, MO and Pekin, IL. These facilities are currently served by UP RR, NS RR, and BN RR and we ship approximately 25 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 CSX plan to acquire control of Conrail, divide assets and improve to a much greater extent the balance of rail competition in the Northeast. This merger will enable our company to develop new business in the Northeastern region of the United States. Thus improving the economic benefits to not only our company but various others from the central U.S. who until this time have not had sufficient means of transportation to this region with regard to transportation cost, availability, and other such factors.

I, John Agnew, 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,



John Agnew
EEM/Log Purchasing Manager
Missouri-Pacific Lumber Co.

JA:lk



MITSUBISHI CONSUMER ELECTRONICS AMERICA, INC.

6100 ATLANTIC BOULEVARD
NORCROSS, GA 30071 U.S.A.
PHONE: (404) 448-1263
FACSIMILE: (404) 448-8136

**VERIFIED STATEMENT OF
Dennis Hammonds
on behalf of
MITSUBISHI CONSUMER ELECTRONICS AMERICA
STB Finance Docket No. 33388**

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

Background

I am Dennis Hammonds, Corporate Transportation Manager for Mitsubishi Consumer Electronics located at 6100 Atlantic Blvd., Norcross, GA. I am responsible for all corporate related transportation functions. I have been in my current position for three years and have worked in the transportation field for over twenty years.

Mitsubishi Consumer Electronics manufactures conventional and projection televisions, vcr's, and related consumer electronics.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. MCEA ships approximately 4,500 loads annually by rail. The joint acquisition of Conrail will be in MCEA'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:

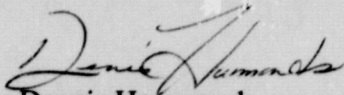
1. We believe that the joint acquisition of Conrail will produce better service and more competitive rates. We expect the joint acquisition to result in a more efficient system with more opportunities to triangulate, thereby allowing for more efficient equipment utilization.
2. We also anticipate that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

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, Dennis Hammonds, 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 28th day of April, 1997.



Dennis Hammonds
Corporate Transportation Manager
MCEA

M J R ENTERPRISES

10 ZANE GREY, STE. A

EL PASO, TX 79906

(915)771-8001

5-23-97

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 Peggy Rocha, and I am the agent for Intermodal Sales Corporation located in El Paso, Tx. I have held my position for 7 years. My duties include managing the operations, routing freight, rating freight movements for our shippers, negotiating rates with our carriers. The vast majority of all of the freight we ship is via intermodal.

Intermodal Sales Corporation is an IMC. We ship intermodal traffic in the following lanes throughout the United States: SP/UP El Paso to Chicago, SP/ UP to Chicago and beyond via NS to Buffalo, NY, beyond to Kearny, NJ via CR, beyond to Philadelphia, PA via CSX. During 1996, we shipped approx. 500 rail trailers within these lanes.

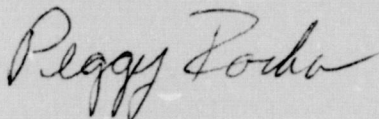
It is my understanding that CSX and NS intend to file an application to control Conrail, and to divide and operate its routes as part of their existing systems. I also understand that a key element of the NS plan is improved and expanded intermodal (and multimodal) services. Extended NS intermodal service 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 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, Peggy Rocha, 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 5-23-97.

Sincerely,



Peggy Rocha
MJR Enterprises
agent for ISC



**MIDDLE MONONGAHELA INDUSTRIAL
DEVELOPMENT ASSOCIATION, INC.**

P.O. Box 491, Donora Industrial Park, Donora, PA 15033 • Telephone (412) 379-5600

Lue Ann Pawlick
General Manager

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.

Lue Ann Pawlick
General Manager
MMIDA, Inc.



Container Services, Inc.

2005 TANEY • NO. KANSAS CITY, MO 64116

CONTAINER DEPOT / TRUCKING
816-421-3100 • FAX 816-421-1118

CFS / BONDED WAREHOUSE
816-421-3334 • FAX 816-421-8299

May 15, 1997

VERIFIED STATEMENT OF
MO-KAN CONTAINER 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 Wesley D. Seyller, and I am President of Mo-Kan Container Services, Inc. I have held my present position for twelve years.

Mo-Kan Container Services, Inc. is a motor carrier dealing exclusively with shipline equipment and some rail trailers. We transport, store and repair shipline equipment as a depot in the Kansas City metropolitan area. We work with NS in the Kansas City area. In addition, we work with SF/BN, KCS, SP, UP, Conrail, and I & M rail link.

Based upon our experience in providing services to our various customers 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.

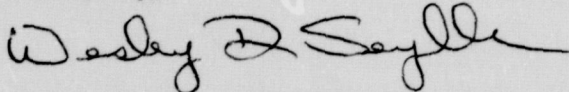
-2-

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 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, Wesley D. Seyller, 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.

Sincerely,



Wesley D. Seyller, President
Mo-Kan Container 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 Robert Edwards, and I am President of Mobile Crane and Trailer Repair, Inc., Ft. Mitchell, Kentucky 41017. I have been in business for 16 years as an Intermodal Contractor. My duties are managing blocking and bracing Intermodal Freight shipments prior to shipment, trailer repair, crane maintenance and service to the railroad.

Mobile Crane and Trailer Repair is an Intermodal contractor with the duties of trailer blocking and bracing of Intermodal Freight shipments, trailer repairing, crane maintenance and service for the railroad. We work with the Norfolk Southern Railroad at Cincinnati Ohio and Georgetown Kentucky. In addition, we work with various intermodal trucking companies and shippers along with the CSX Railroad at Cincinnati.

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

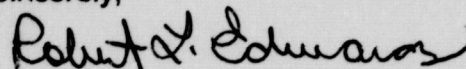
MCR, Inc.

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, Robert Edwards, 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 8, 1997.

Sincerely,



Robert Edwards

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

VERIFIED STATEMENT
OF
RICHARD H. DORSEY
on behalf of
MOL INTERMODAL, INC.
STB FINANCE DOCKET NO. 33388

My name is Richard H. Dorsey and I am Executive Vice President and Chief Operating Officer for MOL Intermodal, Inc., a position I have held for nine years. Prior to joining MOL Intermodal, I was Executive Vice President for Piggyback Services, Inc., a rail-terminal services company. I held various positions there for over nine years. I began my transportation career with the Chicago & Northwestern Transportation Company in 1972. I hold a law degree from Chicago Kent College of Law and am licensed to practice in the State of Illinois. Reporting directly to the president, I am responsible for all activities of MOL Intermodal, Inc. including day-to-day operations, rail contract negotiations and long-term strategic planning.

MOL Intermodal, Inc. is a wholly-owned subsidiary of Mitsui O.S.K. Lines, a Japan-based global transportation company. MOL Intermodal is responsible for the development, negotiation and implementation of a North American rail intermodal network for Mitsui O.S.K. Lines, as well as a full-service provider of rail intermodal services for major domestic intermodal companies. In 1997, MOL Intermodal will purchase rail transportation and manage the movement for over 170,000 containers throughout North America. Purchased transportation from various Class I railroads will exceed \$150,000,000 during fiscal year 1997. Our

Verified Statement
May 30, 1997
Page Two

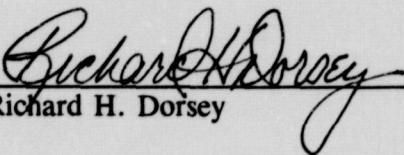
intermodal traffic moves into and out of virtually all major cities in the United States, Canada and Mexico. We have long term contracts with all the Class 1 railroads.

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.

We believe that the proposed purchase of Conrail by the Norfolk Southern and CSX best supports the long term strategic plans of MOL Intermodal, as well as the interests of the beneficial owners purchasing transportation services from us. We strongly support their application.

I, Richard H. Dorsey, 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.


Richard H. Dorsey

I do solemnly affirm that this document is a true copy of the original filed with the
Circuit Court of the Eighteenth Judicial Circuit.

Richard H. Dorsey

State of Illinois

County of Cook

Signed and sworn to before me on May 30, 1997 by Richard H. Dorsey



Jodi J. Csar



OFFICE: (814) 765-1199
FAX: (814) 765-3331

P.O. BOX 1451
CLEARFIELD, PA. 16830

MAY 21, 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 Sam Confer. I am vice president of MOL-DOK, INC. in Leetsdale, PA. My office address is 1214 S. Second Street, Clearfield, PA 16830.

In my position, I am responsible for coordinating the transportation of both inbound and outbound coal shipments to and from our terminal in Leetsdale. I have been in my current position since 1990, and have worked in the transportation field for 25 years.

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

MOL-DOK, INC. is an intermodal coal transfer facility located at M.P. 14 on the Ohio River that handles both barge-to-rail and rail-to-barge shipments of coal and coke in single-car and unit train consignments.

Our facility is served exclusively by Conrail for both inbound and outbound trains, with over 20,000 car loads annually through the Leetsdale terminal. We have a customer base that is geographically extensive and our shipments travel all over the Northeast, as well as

Vernon A. Williams

Page 2

various points on the inland waterways and the seaports of Baltimore and New Orleans for export.

MOL-DOK, INC. believes that the joint acquisition of Conrail by CSX and Norfolk Southern would be in our best interest and also our customers' best interest. We strongly urge the board to approve this application for the reasons listed below:

1. We believe that the transaction would produce better service to us through better equipment utilization. Better equipment utilization would result in more effective scheduling to and from our terminal, thus more efficient operations for MOL-DOK, INC.

2. We expect that, with the increased number of both destinations and sources of coal, we would be able to reach a much broader market. Given the constantly changing nature of the coal industry, the benefit of a greatly expanded market reach cannot be overstated.

3. With the enhanced CSX and NS systems, we expect more efficient reliable service.

4. We are convinced that the transaction will increase rail business for the new enhanced systems which would be good for all of the shippers who rely on rail, both in the short term and also far into the future. As we face the next century of transportation, it is imperative that we recognize the importance of a strong, efficient, and competitive rail system that can ensure reliable service to both us and our customers well into the 21st century.

In conclusion, MOL-DOK, INC. supports the application of Conrail, Norfolk Southern, and CSX, and requests that the board move as expeditiously as possible to assure approval. We believe that this is the best way to provide improved service, enhanced

Vernon A. Williams

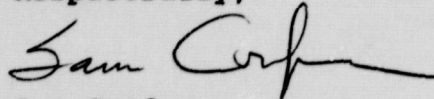
Page 3

efficiency and growth of rail traffic in the East.

I, Sam Confer, 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 20th day of MAY, 1997.

Respectfully,

A handwritten signature in cursive script, appearing to read "Sam Confer", written in dark ink.

Sam Confer
Vice President
MOL-DOK, INC.



MONITOR SUGAR COMPANY

P.O. BOX 39
BAY CITY, MI 48707-0917
(517) 686-0161
FAX (517) 686-7410
<http://www.monitorsugar.com>
E-mail: bigchief@monitorsugar.com

VERIFIED STATEMENT

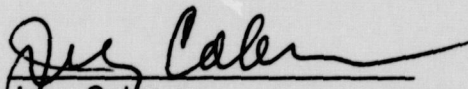
Jerry Coleman on behalf of Monitor Sugar Company
Finance Docket No. 33388

My name is Jerry Coleman. I am Vice-President of Marketing at Monitor Sugar Company. Monitor Sugar Company is located at 2600 S. Euclid in Bay City, Michigan. On behalf of Monitor Sugar Company, please accept my support for the Conrail acquisition by Norfolk Southern and CSX.

We shipped approximately 500 cars of our product by rail in 1996. The remainder is shipped by truck. We are enthusiastic about the prospects created by the acquisition of Conrail by Norfolk Southern and CSX for moving more of our current business by rail. Transportation by truck is significantly more expensive than rail transportation, and it is our preference to ship by rail when the service allows it. The efficiencies created by the merger, and the new single-line service offered to many destinations, should allow us to reduce our reliance on trucking and lower our costs.

Again, please accept the support of Monitor Sugar Company for the acquisition of Conrail by Norfolk Southern and CSX.

I, Jerry Coleman, 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.



Jerry Coleman
Monitor Sugar 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

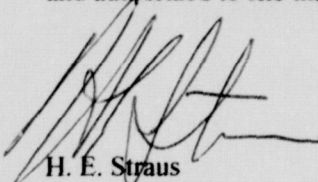
Dear Secretary Williams:

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, H. E. Straus, 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 28th day of April, 1997.



H. E. Straus

Monmouth Processing Company

Monsanto

Monsanto Company
800 N. Lindbergh Boulevard
St. Louis, Missouri 63167
Phone: (314) 694-1000

May 29, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
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

**Verified Statement
on behalf of
Monsanto Company
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.

I am Jason E. Wilson, Transportation Procurement Manager of Monsanto Company. Monsanto is located at 800 N. Lindbergh Blvd., St. Louis, MO 63167. I am responsible for the contracting of various modes of transportation including rail and intermodal. I have been in my current position since June 1996 and have been associated with transportation for the last 12 years.

Monsanto is a very diverse Chemical and Life Sciences company that manufactures multiple product lines. We have over 25 plant facilities including Springfield, MA, and Bridgeport, NJ, that will be affected by this acquisition. We currently ship via all modes of transportation including over \$50,000,000 in rail and intermodal annually. We are also served by all major Class 1 railroads.

We have followed the Conrail story over the last several months with great interest. The solution which CSX and NS 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 a portion of Conrail that will serve one of our facilities, we will continue to enjoy competitive rail service at this location.

May 29, 1997

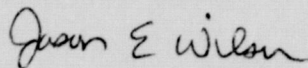
Competitive rail service is important for Monsanto. There is a distinct need for balanced rail competition in the East. Both our domestic and international competitors look for cost savings whenever possible. Because transportation expenses are a major product cost item for Monsanto, we need to have 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 system synergy are highest when there are two carriers of comparable size and scope. From what we have seen of the competitive situation, this has worked well for us in the Southeast where CSX and NS compete directly. Motor carrier service is not an economically viable alternative for shipping our product.

In addition, replacing Conrail with CSX and 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 CSX and NS to acquire Conrail.

I, Jason E. Wilson, 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.

Respectfully submitted,



Jason E. Wilson
Transportation Procurement Manager

gw

P. O. BOX 707
OPELIKA, AL 36802

THE MONTGOMERY CO., INC.

May 6, 1997

MR. VERNON A. WILLIAMS
SECRETARY
SURFACE TRANSPORTATION BOARD
STB FINANCE DOCKET NO. 33388
1925 K STREET, NW
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

Dear : MR. WILLIAMS,

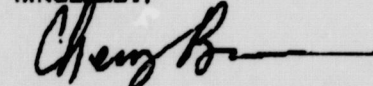
MY NAME IS CHERRY BRUCE, AND I AM TRAFFIC MANAGER OF THE MONTGOMERY CO., INC. I HAVE HELD MY PRESENT POSITION FOR 10 YEARS. MY DUTIES INCLUDE MANAGEMENT OF SHIPPING.

THE MONTGOMERY CO., INC. IS A COTTON MERCHANT AND WE HAVE FACILITIES LOCATED AT OPELIKA, AL. AND LEBROCK, TX. THE OPELIKA FACILITY IS CURRENTLY SERVED BY BOTH NORFOLK SOUTHERN AND CSX AND WE SHIP APPROXIMATELY 15 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, CHERRY BRUCE, 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 6, 1997.

SINCERELY,



CHERRY BRUCE, TRAFFIC MGR.

THE MONTGOMERY COMPANY, INC.



MONTICELLO GRAIN CO.

420 W. MARION • MONTICELLO, ILLINOIS 61856 • (217) 762-2163

May 27, 1997

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn: STB Finance Docket # 33388
1201 Constitution Avenue, N.W.
Washington, D. C. 20423-0001

Dear Mr. Williams:

My name is Dan Alexander. I am General Manager of Monticello Grain Company with our headquarters at Monticello, Illinois. My office is also located at Monticello.

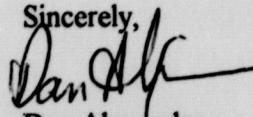
Monticello Grain Company is a grain elevator with sales of \$21,000,000 annually. Transportation is a vital factor to the success of our business. We utilize rail and truck shipments, divided 85% rail and 15% by truck. My responsibilities as general manager include direct oversight of our transportation requirements which include booking freight, arranging logistics, and selling to the best destination. Primarily we ship to Decatur, IL, but we have and can ship to end users in the Northeast and Midwest that the are on the Conrail.

We understand that Norfolk Southern is asking the Surface Transportation Board to approve the transaction that will allow the Norfolk Southern and CSX to acquire the Conrail and subsequently divide its assets. We support Norfolk Southern's plan. 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. Joint line 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 benefit to us. With the 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 sincerely believe that Norfolk Southern is a well-managed, efficient customer-orientated railroad and would very much like to see those attributes expanded to any CR lines which they acquire.

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

If our company is to grow and prosper, we need a strong railroad serving our transportation needs. We think Norfolk Southern's plan before the Surface Transportation Board does this and we, therefore, support it.

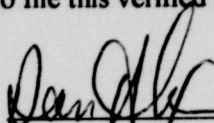
Sincerely,



Dan Alexander
General Manager
Monticello Grain Company

VERIFICATION

I, Dan Alexander, 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.


(name)



MOORMAN'S, INC.

1000 North 30th Street
Post Office Box C1
Quincy, IL USA 62305-3115
Telephone (217) 222-7100
Facsimile (217) 222-4069

May 9, 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 Thomas Wagner. I am Manager of Transportation and Distribution with MoorMan's, Inc. My office is at 1000 N. 30th Street, Quincy, IL 62301. I have held my present position for 12 years. My duties include all carrier selection and rate negotiation for rail and truck. I am also responsible for customer delivery.

MoorMan's, Inc. is a manufacturer of livestock feed. We have facilities located at Quincy, Illinois, Bluffton, Indiana, and Cordele, Georgia. These facilities are presently served by NS.

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 CR lines which they acquire.

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

Sincerely,

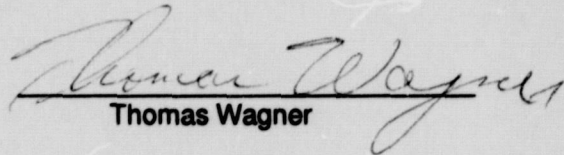
MoorMan's, Inc.

Thomas Wagner
Manager Transportation & Distribution

TW:va

VERIFICATION

I, Thomas, Wagner, 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.


Thomas Wagner

Morgan Specialties Inc.

1800 S. Main • P.O. Box 877
Paris, IL 61944

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

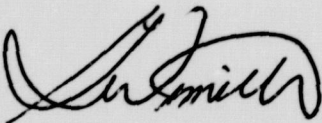
Dear Secretary Williams:

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.

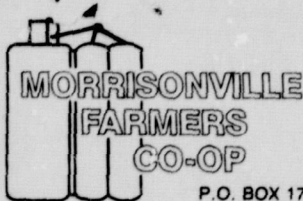
The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new systems would create greater efficiency, it would lead to more freight 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, George Wimsett, 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 _____ day of _____, 1997.



George Wimsett
General Manager
Morgan Specialties, Inc.



P.O. BOX 17 · MORRISONVILLE, IL 62546 · 217/526-3123
HARVEL, IL 62538 · 217/229-4245

May 1, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
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 Dan Litteken, I am General Manager of Morrisonville Farmers Coop based at Morrisonville, Illinois.

The Morrisonville Farmers Cooperative Company is a grain marketing business with facilities in Morrisonville and Harvel, Illinois. The company handles approximately 8,000,000 bushels of grain annually, with a value of \$25,000,000. The cooperative is owned by the 500 farmers who utilize its services.

My responsibilities as General Manager include the direct oversight of our transportation requirements which includes the shipment of bulk yellow corn to Decatur, Illinois; St. Louis, Missouri; and into the poultry feeders market of the Southeast.

We are in support of the approval of the transaction which will allow Norfolk Southern and the CSX to acquire Conrail and subsequently divide its assets, and believe that the approval of application by NS and CSX to the acquisition and division of Conrail should be approved by the Surface Transportation Board.

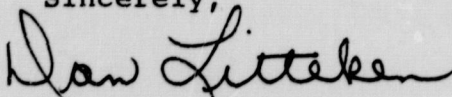
As our elevators are served by the Norfolk Southern and through our close working relationship we have been very satisfied with their service. And we feel that new single-line rail transportation will help us to expand the marketing capabilities for our grain.

We are confident that they would be able to provide good service on any CR lines which they acquire.

To summarize, we believe that approval of the application of

NS and CSX to the acquisition and division of Conrail should be approved by the Surface Transportation Board, and if at all possible, we feel that the application should be handled in an expedited manner.

Sincerely,



DAN LITTEKEN
General Manager

VERIFICATION

I, Dan Litteken, 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 1, 1997.


Dan Litteken

Morristown Grain Co., Inc.

*William E. Smith, President
120 East Broadway Street, P.O. Box 646
Morristown, Indiana 46161
317-763-1215*

May 5, 1997

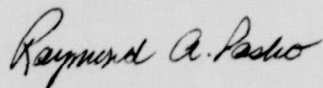
Mr. Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D. C. 20423-0001

Dear Mr. Williams:

We are pleased to know how many more areas of marketing this merger could bring. 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 CR lines which they acquire.

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



Raymond A. Pasko

MOTOR-RAIL
1267 EAST EIGHT MILE ROAD
FERNDAL, MI 48220-2636
810-546-8366
810-546-7057 FAX

VERIFIED STATEMENT OF
MOTOR-RAIL DELIVERY INC.
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 Edward M. Schultz, and I am President of Motor-Rail Delivery. I have held my present position for 32 years. My duties include being the General manager and Chief Dispatcher.

Motor-Rail Delivery handles local piggyback deliveries in Detroit MI, and in Tampa FL. We are also the ramp contractor for the Grand Trunk Western Railroad/Canadian National here in Ferndale, MI. We work with NS in Detroit Michigan. In addition, we work with the Burlington Northern Santa Fe, Conrail, GTW/CN Railroads here in MI, and the CSX RR in Tampa, FL.

Bases 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 serviced 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. 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 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.

Verified Statement of
Motor-Rail Delivery Inc.
Page 2 of 2

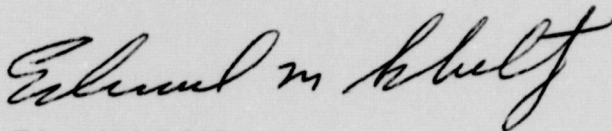
Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors which have strong rail systems in the Southeast, should promote the growth of intermodal traffic, which in turn will enhance my business as supplier to the intermodal industry. NS's capital investment in its intermodal facilities and services 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, Edward M. Schultz, 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,

MOTOR-RAIL DELIVERY INC.



Edward M. Schultz
President

EMS/rp

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

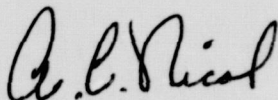
Dear Secretary Williams:

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, A. C. Nicol, 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 29 day of April, 1997.



A. C. Nicol
Corporate Purchasing
MSI Corporation



MT. SAVAGE FIRE BRICK COMPANY

Rd. #2, P.O. Box 179 • Frostburg • Maryland 21532
Ph. 301-689-1788

May 21, 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 Robert P. Rost, and I am the President of Mt. Savage Firebrick Company. I have held my present position for 19 years.

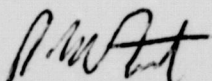
Mt. Savage Firebrick Company is a manufacturer of refractory brick. We operate a plant in Frostburg, MD. While our plant is not rail-served, we obtain one of our raw materials, MULCOA, by rail through a rail-to-truck transload facility known as USA Transload, served by NS in Charles Town, WV.

I support the approval of the transaction which will allow NS and CSX to acquire Conrail and subsequently divide its assets. It would result in increased market access for single-line rail transportation to and from the Charles Town, WV transload facility. Also, this pro-competitive merger will break up the longstanding domination of the eastern rail markets by one carrier.

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

VERIFICATION

I, Robert P. Rost, 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.



Robert Rost, President
Mt. Savage Firebrick Company



P.O. Box 3017, St. Louis, MO 63044

(314)770-9433 fax (314)770-9441

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

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
MTE, Inc.
Finance Docket No. 33388

My name is Wayne C. Timeus, and I am President of MTE, Inc., P. O. Box 3017, St Louis, Missouri 63044. I have held my present position for 2 years. My duties include managing all aspects of providing quality intermodal services to all of our customers. I have 35 years transportation experience including 25 years in railroading.

MTE, Inc. is a provider of intermodal and truckload services throughout the United States, Canada and Mexico. We also provide ocean and air freight services world wide with headquarters at St. Louis, Mo. During 1996 we handled in excess of 5000 trailer loads of various types merchandise in containers and various railroad vans.

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.

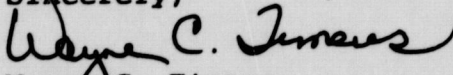
While there may have been an historical reason for insulating northeastern railroading from competition, that time is past and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just and rail carriers. They must be carriers which a of comparable size and scope, and provide a competitive service. This would enhance our business from the Memphis area into the northeast.

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, Wayne C. Timeus, 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,



Wayne C. Timeus
President
MTE, Inc.



Mulch Manufacturing, Inc.

6747 Taylor Road S.W.
Reynoldsburg, Ohio 43068-9649
(614) 864-4004

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

VERIFIED STATEMENT OF
Charles R. Callahan
MULCH MANUFACTURING, INC.
STB Finance Docket No. 33388

This letter is to offer our company's wholehearted support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly.

My name is Charles Callahan and I am Director of Transportation for Mulch Manufacturing, Inc., 6747 Taylor Road S.W., Reynoldsburg, Ohio 43068. My responsibilities include all transportation for our company and its' affiliates. This includes both rail car and intermodal traffic. I have been in my current position two years, and have over thirty years transportation experience.

Mulch Manufacturing ships or receives in excess of 20,000 truckloads per year, as well as moving over 10,000 rail loads. This includes both intermodal and rail car movements using railroad equipment, as well as our own.. In addition, we have our own trucking company Rose Transport, Inc. which acts as both a drayman and over the road carrier, handling our products and outside freight.

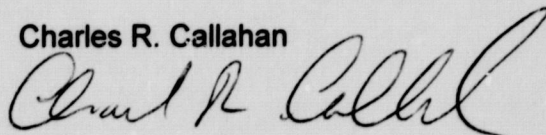
With the above as our base we've had many dealing with CSX, NS and Conrail. It is our firm opinion, based on our experience, that this joint acquisition can only help us grow our business. It will allow us competitive options into markets we find most attractive. The added intermodal service being proposed can only provide new opportunities for our company. We have found this mode of transportation a most cost effective method of moving our products.

We should also state that we believe this acquisition will provide a more "user friendly" environment to move product to the Northeast. The current virtual monopoly held by Conrail coupled with the inefficiencies of interline service have severely hampered our efforts to participate in eastern markets.

To summarize, we support the application of Conrail , CSX and NS and hope the Board will approve this acquisition as quickly as possible. We believe our growth in the Northeastern United States depends directly on the speed of this action.

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

Charles R. Callahan

A handwritten signature in cursive script, appearing to read "Charles R. Callahan", written in dark ink.

Director of Transportation
Malch Manufacturing, Inc.



Mulch Manufacturing, Inc.

6747 Taylor Road S.W.
Reynoldsburg, Ohio 43068-9649
(614) 864-4004

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

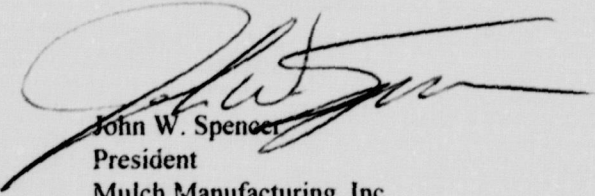
Dear Secretary Williams:

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 W. Spencer, 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.


John W. Spencer
President
Mulch Manufacturing, Inc.



Mulch Manufacturing, Inc.

6747 Taylor Road S.W.
Reynoldsburg, Ohio 43068-9649
(614) 864-4004

VERIFIED STATEMENT OF John W. Spencer

MULCH MANUFACTURING INC.

FINANCE DOCKET NO. 33388

My name is John W. Spencer and I am President of Mulch Mfg. Inc. , 6747 Taylor Road S.W., Reynoldsburg, Ohio 43068.

Mulch Mfg. Inc. is a manufacturing company involved in the movement of product and raw materials both interplant, from supplier to plant, and from plant to customer. We move product by railcar from various locations in Florida and Georgia to our plant in Reynoldsburg, O. In addition we move product intermodally throughout the United States. We utilize NS, CR, CSX, BNSF, KCS and UP/SP to ship product from Portland, Or., Jacksonville, Fl. and Columbus, Oh. to a wide variety of destinations. In 1996 we shipped well in excess of 5000 loads to these destinations. A large amount of this volume goes to the Northeast and the potential for a substantial increase in this traffic is enormous.

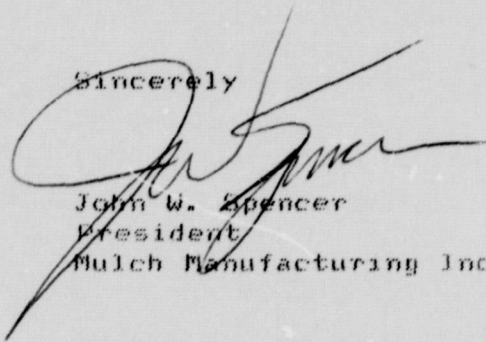
I understand that CSX and NS intend to file an application to control Conrail, and to divide and operate its routes as part of thier existing systems. Based on the the interest we have in expanding our presence in the Northeast this is of great importance to our company. Opening Conrail markets to two rail carriers cannot help but create a competitive enviroment. In the past we have had limited success in dealing with Conrail as it had a virtual monopoly on northeast routes. They were never what I would call user friendly. Additionally, they offerred limited route and ramp combinations to fit our needs. As a consequence the majority of our east coast traffic moved in over the road truck service.

We believe that the extension of NS service into the northeast will offer us competitive rates and service into this critical market area. It is our belief that this opening up of transportation opportunities in this area will positively impact the growth of our company.

To summarize, we sincerely recommend approval by the STB of the application by CSX and NS to acquire Conrail.

I, John W. Spencer, 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 May 9th, 1997.

Sincerely

A handwritten signature in dark ink, appearing to read "John W. Spencer", is written over the typed name and title.

John W. Spencer
President
Mulch Manufacturing Inc.



MULTINATIONAL
MARKETING CORPORATION
Minority Owned and Operated Since 1974
W/MBE

May 15, 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 Joyce Abrams and I am the president and C.E.O. of Multinational Marketing Corporation, (MMC) a minority female owned business concern located in Willingboro, New Jersey. MMC has been in business for twenty three years and since the early eighties we have had the opportunity and pleasure of conducting business with Conrail.

MMC is a supplier of industrial, commercial and electronic products and we represent a variety of large and medium size manufacturers. Our customer base is comprised of local, state and federal governments, large O.E.M.'s and the transportation industry. In 1986 Multinational was honored with the "Administrator's Minority Business Enterprise Award" from the United States Department of Transportation.

The purpose of this letter is to offer my support for the joint acquisition of Conrail by CSX and Norfolk Southern and to solicit the board's support of same.

The proposed transaction would produce enhanced

14 Twin Hill Drive
Willingboro, NJ 08046-3738
609-877-0600 Fax: 609-871-7077

Vernon A. Williams

Date

Page 2

transportation systems linking more consumers and markets than before. The unique breadth of such a transaction will yield major efficiencies. A few examples:

1. more direct routing of traffic with fewer interchanges
2. greater capacity on key corridors and the reduction of cycle time and improving reload opportunities, creating improvements in car and locomotive utilization.

The new enhanced systems could make strategic investments to improve infrastructure and service, it would also eliminate redundant assets. Manufacturers in the Conrail service area would have direct and efficient access to six of the seven major east coast ports and international logistics support.

The proposed transaction would also effect the truck-dominated market for service-intensive shipments with the east, resulting in improved air quality and less congested highways, especially in metropolitan hub areas.

Finally, there could be the creation of new jobs and rehires as a result of the additional rail traffic.

As a valued minority supplier to Conrail, I would also like to bring to the Board's attention Conrail's strong commitment to diversity. The expansion of these business practices and opportunities to other geographic regions provide an important competitive enhancement for the railroad systems as they seek to compete in the global economy.

For all of the above reasons, Multinational strongly requests approval of this control application by the Board.

Vernon A. Williams
Date
Page 3

I, Joyce Abrams, 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 15 day of May, 1997.



Sincerely yours,

Joyce Abrams
Joyce Abrams
President



Verified Statement

William B. Saunders on behalf of Murphy Family Farms
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

My name is William B. Saunders. I am Director of Ingredient Procurement and Grain Operations of Murphy Family Farms. I have been with the company for 22 years. On behalf of Murphy Family Farms, please accept my support for the Conrail acquisition by CSX and Norfolk Southern.

Murphy Family Farms is a pork producer. We are located at 4134 US 117 South in Rose Hill, North Carolina. We have facilities in North Carolina, Iowa, Missouri, Oklahoma, South Dakota and Utah.

We receive approximately 85% of our raw materials by rail, constituting 6400 car loads per year. We look forward to the prospects created by the acquisition of Conrail by CSX and Norfolk Southern for moving that portion of our current business that moves via rail. Transportation by truck, in many circumstances, is more expensive than rail transportation. It is our preference to ship by rail, rather than truck, the portion of our business that moves over 300 miles, when the service allows it and it is the most economic means of transport. The efficiencies created by the merger and the new single-line service offered from many origins should allow rail transportation to be more cost effective.

Further, the acquisition will open up new vendors in the eastern midwest, Ohio, Indiana and Michigan. Our ability to purchase in this region has been hampered by the lack of direct access to some. In many cases, the costs associated with an interchange has made our vendor uncompetitive. The acquisition will help to solve this problem by providing single-line service to the area.

Again, please accept the support of Murphy Family Farms for the acquisition of Conrail by CSX and Norfolk Southern.

I, William B. Saunders, 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.

William B. Saunders
Secretary
Murphy Family Farms

Murphy's Branch, Inc.

P. O. Box 205
Thorpe, WV 24888

May 15, 1997

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn: STB Finance Docket # 33286
1201 Constitution Avenue, N. W.
Washington, D. C. 20423-0001

Dear Mr. Williams:

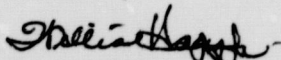
My name is William Hagy, Jr., President of Murphy's Branch, Inc. I am very concerned about the proposed CSX merger with Conrail that could seriously restrict our ability, in the future, to continue marketing to northern markets currently served by Conrail.

Murphy's Branch, Inc. is responsible for the production of approximately 200,000 tons annually from rail facilities located on the Norfolk Southern system in West Virginia. In order to expand our production in the future, we will need the markets afforded Norfolk Southern shippers to the existing Norfolk Southern/Conrail served customers.

Joint line rail service into the Northeast has not allowed full access to markets that could be valuable to us. We support approval of the transaction which will allow Norfolk Southern and CSX to acquire Conrail and divide the assets. We would welcome the benefit of increased market access from single line rail transportation that will provide us an additional customer base previously unattainable.

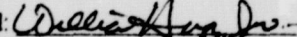
Norfolk Southern has served us well for many years and since deregulation the Norfolk Southern has proven to be a valuable partner in the transportation and marketing of our coal domestically and worldwide. We urge the board to approve the joint application of CSX and Norfolk Southern.

Sincerely,


William Hagy, Jr.
President

VERIFICATION

I, William Hagy, 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.

Signed: 
Executed: May 5, 1997

Murray Trucking Co.

1535 West 43rd Street
Chicago, Illinois 60609

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

FINANCE DOCKET NO. 33388

Dear Sir:

My name is Thomas G. Murray and I am President of Murray Trucking Co. I have held my present position of 8 years. My duties include owning and operating Murray Trucking.

Murray Trucking Co. is a service provider for various customers, bringing loads to the ramps and delivering loads. We work with NS in the Chicago area as well as the CSX in Chicago.

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 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 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.

Murray Trucking Co.

1535 West 43rd Street
Chicago, Illinois 60609

Mr. Vernon A. Williams
Secretary
Surface Transportation Board

May 28, 1997
Page 2

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

I, Thomas G. Murray, 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.

Sincerely,

MURRAY TRUCKING CO.

By:

Thomas G. Murray
President

MY TRUCKING CO., INC.

7300 HAYDEN RUN ROAD
AMLIN, OHIO 43002

(614) 529-8876
(800) 420-5766
FAX (614) 777-0197

May 19, 1997

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

**Verified Statement on behalf of My Trucking Co., Inc.
STB Finance Docket No. 33388**

My name is G. Sanford Gholson, and I am Safety & Maintenance Director of My Trucking Co., Inc. located just west of the Columbus, Ohio area. I am part owner in My Trucking Co., Inc. and have held my position for several years. My position makes me responsible for all aspects of contracts especially the interchange agreements with the various railroads. We handle intermodal moves for numerous customers from and to all the local yards such as NS, CPG, Conrail, BTT, as well as Chicago, IL and Buffalo, NY area to name a few.

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 has long been 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. The time has long since passed supporting any historical reason for insulating northeastern railroading from competition. It is now 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. We have also experienced better hours of access through

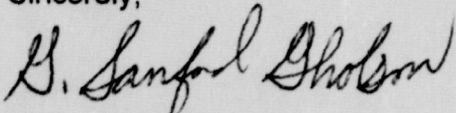
Norfolk Southern than the other railroad yards. This leads to better handling of our dispatching of equipment and drivers.

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. We have been impressed with Norfolk Southern's commitment to safety, as evidenced by its continued success in winning the Harriman Award.

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

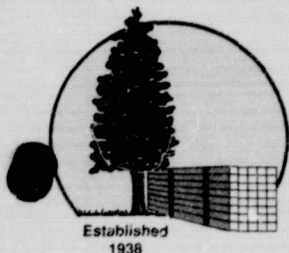
I, G. Sanford Gholson, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on 19th day of May, 1997.

Sincerely,



G. Sanford Gholson
Safety & Maintenance Director
My Trucking Co., Inc.

"OFFERING A BETTER QUALITY OF SERVICES"



N.B. Goodwyn & Sons, Inc.

MILLING AND RELOAD DRY STORAGE OPERATION
STONEY LONESOME RAIL SIDING - NORFOLK SOUTHERN
1955 MOSELEY RD. P.O. BOX 52, MOSELEY, VA. 22120
PHONE (804) 598-3190

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn: STB Finance Docket #33286
1201 Constitution Avenue, N. W.
Washington, D. C. 20423-0001

May 19, 1997

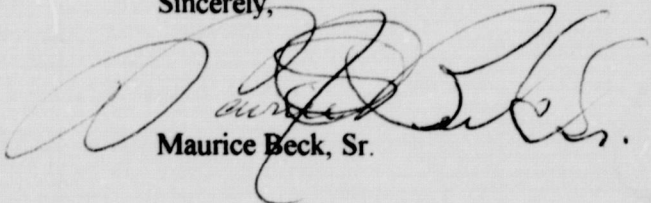
Dear Mr. Williams:

My name is Maurice Beck and I am Chief Executive Officer and co-owner of N. B. Goodwyn and Son, Inc., located at 9801 Ironbridge Road in Chesterfield, VA. We operate a retail lumber business, planer mill and lumber reload. We have been in business since 1938.

Since our lumber reload is located on Norfolk Southern, we support the proposed acquisition of Conrail by Norfolk Southern and CSXT. We welcome the benefit of increased market access for single line rail transportation. We have been served by 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 Conrail line which they acquire.

For the reasons declared above, I support the application of Norfolk Southern and CSXT to acquire Conrail.

Sincerely,


Maurice Beck, Sr.

I, Maurice Beck, 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

MAIN OFFICE / LUMBER YARD

9801 IRONBRIDGE RD, P O BOX 117, CHESTERFIELD VA 23832
OFFICE PHONE (804) 748-5859 FAX (804) 748-5068

WINDOW AND DOOR PLANNING CENTER

7904 W. BROAD STREET, RICHMOND VA 23294
PHONE (804) 270-6203 FAX (804) 270-6228



P.O. BOX 1915 GOLDSBORO, N.C. 27533 PHONE: (919) 734-7411

SCRAP IRON • METALS • WASTE MATERIALS

VERIFIED STATEMENT OF
WALTER RAY DANIELS
on behalf of
N.C. SALVAGE CO., INC.
STB Finance Docket No.

I am Walter Ray Daniels, Vice President of N.C. Salvage Co., Inc. N.C. Salvage is located at 2058 Hwy. 117 South, Goldsboro, N.C. I am responsible for shipping of scrap metals by railcar and other means of transportation. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.


N.C. Salvage Co., Inc. is a scrap metal recycler and ships scrap steel and other ferrous products to our customers, who are in the recycling business located throughout the southeastern United States. We handle approximately ten (10) railcars of steel per week by CSX.

We believe that the acquisition of Conrail by CSX and NS will allow us to expand and extend our market reach in the southeastern United States. In particular, the acquisition will bring us new access to CSX served Scrap Recyclers in this region.

In our business, consistent and reliable rail transportation is crucial to our logistics management. The Recycling 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, N.C. Salvage Co., Inc. urges the Board to approve the joint application of CSX and NS.

I, Walter Ray Daniels, 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 thirteenth day of May, 1997.



Walter Ray Daniels
Vice President



51 Osage • Kansas City, Kansas 66105 • (913) 321-3838 • Fax (913) 321-0997

VERIFIED STATEMENT OF
N.T.S., L.L.C.
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 William J. Willhite II, and I am the President of N.T.S., L.L.C. 51 Osage Avenue, Kansas City, KS 66105. I have held my present position for 2 years. My duties include intermodal transportation, and any other duties involving the operations of a small carrier.

N.T.S., L.L.C. is a company involved in intermodal transportation as well as local drayage and over the road transportation. We would be willing to work with NS in Kansas City. We have worked with all of the other railroads in Kansas City.

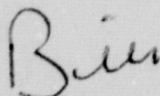
Based upon our experience in providing the services described above and working with various railroad, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by Conrail, 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 just be 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 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, William J. Willhite II, 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 19th day of May, 1997.

Sincerely,



William J. Willhite II
President

N.T.S., L.L.C.
51 Osage Avenue
Kansas City, KS 66105

N-P-K STORAGE, INC.

1101 EAST SANGAMON • P.O. BOX 78 • DECATUR, IL. 62525
(217) 423-6812 •

April 30, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
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 Harold Hawke, Jr., I am President of NPK Storage, Inc., with my office and headquarters located in Decatur, Il.

NPK Storage, Inc., is an Agricultural Fertilizer Warehouse with annual tonnage throughput of 38,000+ tons. Transportation is a vital factor to our business. We utilize rail for 100% of our inbound products. We received products from suppliers located in Central Florida and Saskatchewan, Canada (via North Dakota).

We support approval of the transaction which will allow Norfolk Southern and the CSX to acquire Conrail and subsequently divide its assets.

As our outbound fertilizer's normally move to various local distribution centers or the farm direct, it is imperative that we receive this material as soon as possible upon arrival in Decatur. We have used the Norfolk Southern 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.

We understand that Norfolk Southern and CSXT will be asking the Surface Transportation Board to approve the joint acquisition of Conrail and we support and endorse that plan to introduce competition into area's formerly served by Conrail.

To summarize, we believe that approval of the application of NS and CSX to the acquisition and division of Conrail should be approved by the Surface Transportation Board.

We would also like to request that in the best interest of all concerned the merger process should be handled in an expeditious manner to reduce the possibility of service failures by the involved railroads.

Sincerely,

Harold Hawke Jr.
By: R.W. Compton
Harold Hawke, Jr., President

VERIFICATION

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

I, Harold Hawke, 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 April 30, 1997.

Sincerely,

Harold Hawke, Jr.
By R.W. Compton

501 STB FD 33388 6-23-97 A 180274V4D 9/13



Plant Food Company

May 20, 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:

We need to grow a better railroad, which is why we at Na-Churs Plant Food Company urge your support of the merger between Conrail, CSX and Norfolk Southern Railroads. It is our opinion that the system created by this merger will serve business and the public much better than the system we currently have.

My name is Bob Hopp, and I am V.P., Operations at Na-Churs, which is located in Marion, Ohio. We are a liquid fertilizer manufacturer that has been in business for 51 years. We know the railroads very well. We use all of them and ship about 100,000 tons per year over the rails.

We like everything we hear about the merger and believe it will do our company a great deal of good. Like everyone else who utilizes rail shipping, we greatly desire a system that provides one-line service. The lack of direct routing is a huge inefficiency that costs time and money. In addition, the current system is also not nearly as competitive as it should be, nor does it offer expanding business the reach they need. Businesses need access to new markets, both here and foreign. Rail is not providing the service it should -- and the service it could.

Our reading of the acquisition plan is that it addresses most of these issues and would make rail much more competitive, especially with trucking. We urge you and your board to look at the many benefits and vote to put the plan in place. I thank you, Mr. Secretary, for taking the time to listen.

I, Bob Hopp, 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 twentieth day of May, 1997.

Sincerely,

Bob Hopp
Vice President, Operations

Manufacturer of NA-CHURS Liquid Fertilizer

HOME OFFICE: 421 Leader Street, Marion, Ohio 43302-2296 • 614/382-5701 • Fax 614/383-2615
1705 N. Broadway, Red Oak, Iowa 51566 • 712/623-4956 • Fax 712/623-2415



recycled paper

ATN COMPANY

501



NATIONAL CEMENT COMPANY

of Alabama, Inc.

Robert J. Moeller
Vice President - Marketing

Verified Statement
of
Robert J. Moeller
on behalf of
National Cement Company of Alabama, Inc.
STB Finance Docket Do. 33388

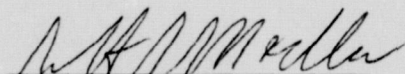
I am submitting this statement in support of the transaction proposed by CSX, Conrail and NS on behalf of National Cement Company of Alabama, Inc., which is located in Birmingham, Alabama at 2000 Southbridge Parkway, Suite 620. My name is Robert J. Moeller, and I have been the Vice President of Marketing at National Cement Company of Alabama, Inc. for 12 years.

Our company has been in the business of producing cement for about 80 years. National Cement Company of Alabama, Inc. sends shipments of cement to Southeastern United States via CSX. We presently ship some materials by truck due to the "just in time" nature of our business.

Because the combined system that will result from the acquisition of Conrail by CSX and NS will provide increased competition with trucks, National Cement Company of Alabama, Inc. will benefit from lower costs and better service that a competitive environment should encourage. Moreover, improved rail service may divert some of National Cement's present truck shipments to rail.

For these reasons, National Cement Company of Alabama, Inc. strongly urges the Surface Transportation Board to allow CSX, Conrail and NS to complete the proposed transaction.

I, Robert J. Moeller, 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 May, 1997.


Robert J. Moeller



NATIONAL DISTRIBUTION SERVICES

P.O. Box 2156,
Niagara Falls, Ontario L2E 6Z3
Telephone: (905) 357-9663
Fax: (905) 374-2806
P.O. Box 2331, Niagara Falls, New York 14302-2331

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

May 20, 1997

VERIFIED STATEMENT OF ROBERT LITKE

NATIONAL DISTRIBUTION SERVICES, INC.

My name is Robert Litke, and I am General Manager with National Distribution Services, Inc. I have held my present position for over 4 years. My duties involve overseeing the operations at six different rail served distribution centers, as well as the marketing of those facilities to our customers. This includes the direct oversight of our transportation requirements which include receipt and shipment of inbound and outbound materials to and from our distribution centers. Primarily, we ship to the Northeast and Midwest and receive from the Northwest in the U.S. and Canada. Some of our shipments are to and from locations in the Northeast and Midwest on Conrail.

National Distribution Services, Inc. is a warehousing and distribution company with sales of \$2.5 million annually. We have facilities served by the Norfolk Southern Railroad at Buffalo, New York, the Conrail at Elizabeth, New Jersey, the New York Susquehanna and Western Railroad at North Bergen, New Jersey, and the Canadian National Railway at Chicago, Illinois; Detroit, Michigan and Niagara Falls, Ontario. During 1996, we received 4412 railcars at our U.S. facilities from the Northwestern U.S. and Canada. Transportation is a vital factor to the success of our business.

We support the approval of the transaction by which CSX and Norfolk Southern (NS) 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 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 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 increase market penetration to areas in which we have been unable to compete in 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, Robert Litke, 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,

Robert Litke

Robert Litke
General Manager
National Distribution Services, Inc.

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

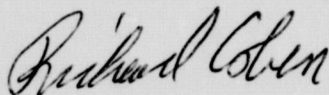
Dear Secretary Williams:

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, Richard Coben, 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 7 day of MAY, 1997.



Richard Coben
Manager
National Furniture Co.

VERIFIED STATEMENT OF ANTHONY J. ANDRICHUK

Mr. Vernon A. Williams
Secretary
Finance Docket No. 33220
Surface Transportation Board
1201 Constitution Avenue, NW
Washington, DC 20423

My name is Anthony J. Andrichuk, and I am employed by National Gypsum Company, located at 2001 Rexford Road, Charlotte, North Carolina 28211.

I have been employed by National Gypsum for 30 years and have been in my present position of Logistics Manager for 18 years. I am responsible for supervising much of the rail transportation services for National Gypsum. I am authorized to submit this statement on behalf of the company.

On February 20, 1997 we submitted a statement supporting Finance Docket No. 33220, CSX Transportation (CSX) and Consolidated Rail Corporation (CR).

This statement is essentially the same with the purpose of supporting the joint acquisition of ConRail (CR) by CSX Transportation (CSX) and Norfolk Southern Corporation (NS).

We have several plants currently utilizing the CSX, the CR and the NS (added) on inbound raw materials:

<u>Plant</u>	<u>Product</u>	<u>Annual Volume</u>	<u>Comments</u>
Matteson, IL	Limestone	348 PD Cars	CSX to Chicago for IC Delivery
Tampa, FL	Limestone	155 PD Cars	Utilizing CSX Bids Terminal for Truck Delivery
Westwego, LA	Limestone	120 PD Cars	"

New Columbia, PA	Scrap Paper	60 Box Cars	Various Origins; Most CR Direct
Anniston, AL (New from Original Statement)	Scrap Paper	55 Box Cars	Various Origins; Most NS Direct

We also have outbound finished product traffic utilizing both railroads:

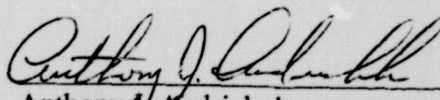
<u>Plant</u>	<u>Product</u>	<u>Annual Volume</u>	<u>Comments</u>
Medicine Lodge, KS	Plaster	370 Box Cars	BNSF-CR- For PVRP Delivery
Medicine Lodge, KS	Wallboard	84 Flat Cars	Various Southeastern Destinations on CSX

An announced new manufactured facility in Pennsylvania (scheduled for completion in 2000) will be rail served by the CSX, and in a strategic location for both inbound raw materials and outbound gypsum wallboard. Our customers served will be convenient to CSX or NS.

Other plants located at Wilmington, NC; Burlington, NJ; Baltimore, MD; and Shoals, IN could become rail serviceable with some upgrading as another positive option to the merger. Intermodal movements, particularly inbound, would also be a distinct possibility.

The merger would produce many benefits for National Gypsum in connection with our transportation requirements for building materials. These benefits would include better direct service, single invoicing, coordinate customer service, EDI for equipment ordering and tracing, upgrading of facilities, better train schedules, reduction of transit times, increased car supply and more locomotives.

For these reasons, National Gypsum supports the joint acquisition and urges the Commission to approve this merger.

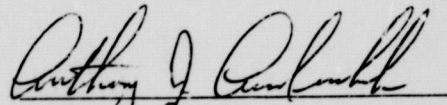

Anthony J. Andrichuk

VERIFICATION

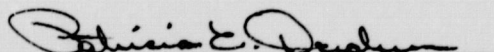
STATE OF: NORTH CAROLINA

COUNTY OF: MECKLENBURG

Anthony J. Andrichuk being duly sworn, deposes and says that he has read the foregoing statement, knows the facts asserted therein, and that the same are true as stated.


Anthony J. Andrichuk

Subscribed and sworn to before me
this 6 day of May
1997.


Notary Public

My Commission Expires: 11/10/2000

5-14-1997 2:29PM

FROM NATIONAL INTERMODAL 2013311081

P.1

NATIONAL INTERMODAL SERVICES INC.**MONTVILLE OFFICE PARK****150 RIVER ROAD****SUITE M3****MONTVILLE NJ 07045****PHONE 901-381 0084****FAX 201-331-1081**

CSX Intermodal
301 Route 17 North, 9th Floor
Rutherford, NJ 07070

May 15, 1997

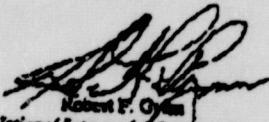
To whom it may concern:

I am writing in favor of the joint acquisition of Conrail by CSX and NS and urge the board to approve this application. We at National Intermodal Services Inc. feel that this application will result in a more favorable atmosphere for the Intermodal market.

National Intermodal Services Inc. is a well established I&C located in Montville, New Jersey for the past 12 years. I myself have been involved in the railroad industry for over 25 years, working both for rail carrier and as an I&C. I see this acquisition as the next evolution of the rail and transportation industry.

In conclusion we hope that the Board will move expeditiously as possible to assure the approval of this application.

I Robert F. Gynn, declare under penalty of perjury that the foregoing is a true and correct and that I am qualified and authorized to file this written statement. Executed this the 15 day of May, 1997.


Robert F. Gynn
National Intermodal Services Inc.

MAY 15 '97 15:14

PAGE.02

509

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

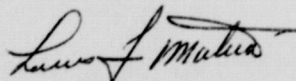
Dear Secretary Williams:

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, Louis Maturo, 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 13 day of MAY, 1997.



Louis Maturo
National Lumber, Inc.



NATIONAL MINERALS CORPORATION

POST OFFICE BOX 21326

SAINT PAUL, MINNESOTA 55121

612/681-0470

800/437-5980

855 APOLLO ROAD
EAGAN, MINNESOTA 55121

FACSIMILE: 612, 381-9532

May 15, 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 writing to express my company's support for the application submitted by CSX and NS to acquire Conrail.

National Minerals has been in business for 30 years. We market and distribute fly ash for coal fired electric utilities. We receive 200 rail cars of fly ash annually. Our carrier is CPRS. We also ship by truck and barge.

We favor the acquisition of Conrail because, in our view, it will enable the railroads to compete more effectively with trucks, which now handle most of the eastern freight traffic. Such competition should result in better service and lower prices.

In conclusion, we support the application, submitted by CSX and NS, to acquire Conrail, and call on the board to approve it as soon as possible.

I, Jody Sorg, 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,

Jody Sorg
Rail Manager

May 2, 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

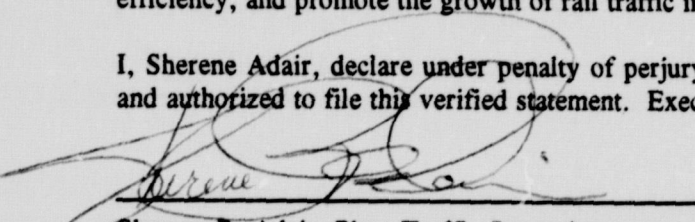
Dear Secretary Williams:

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.

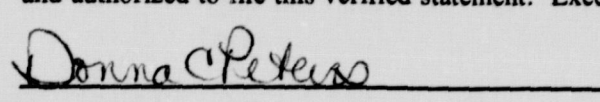
The proposed transaction would increase rail business for the combined system that would be good for all of the shippers who rely on rail. Further, trucks dominate the nation's freight markets, especially in the East. Because the new system would create greater efficiency, it would lead to more freight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

In conclusion, we support the application of Conrail, CSX, and NS and request 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, Sherene Adair, declare under penalty of perjury that the foregoing is true and correct and I am qualified and authorized to file this verified statement. Executed this 2nd day of May, 1997.


Sherene R. Adair, Plant Traffic Supervisor
National Refractories & Minerals

I, Donna C. Peters, declare under penalty of perjury that the foregoing is true and correct and I am qualified and authorized to file this verified statement. Executed this 2nd day of May, 1997.


Donna C. Peters, Manager Logistics
National Refractories & Minerals

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ



الشركة الوطنية السعودية للنقل البحري
THE NATIONAL SHIPPING COMPANY OF SAUDI ARABIA

WORLD TRADE CENTER
401 EAST PRATT STREET
26th FLOOR
BALTIMORE, MD 21202
PHONE: 410-625-7000
FAX: 410-625-7050
TELEX: 49616894 NSCSA UI

June 2, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33286
1201 Constitution Avenue, 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 Corporation, STB Finance Docket No. 33388

Verified Statement on behalf of the National Shipping Company of Saudi Arabia

My name is Randall Bayles and I am Logistics Director for the National Shipping Company of Saudi Arabia, located at 401 E. Pratt Street, 26th Floor, Baltimore, MD 21202. I have held my present position for three years and my duties include the overall management of inland transportation, equipment control and maintenance & repair for all of North America.

The National Shipping Company of Saudi Arabia is a steamship line serving North America, the Mediterranean, Middle East and Far East trades. We have intermodal traffic moving in many lanes throughout North America to include the Southeast and Midwest via the Norfolk Southern and the West Coast and Northeast via intermodal marketing companies utilizing a variety of railroad lines. In 1996 we shipped approximately 3000 TEU via North American Railroads. The lanes between the Midwest and the Ports of Norfolk, Baltimore and New York/New Jersey carry the largest amount of intermodal cargo for my company.

It is my understanding the NS and CSX intend to file an application to control Conrail and then divide and operate Conrail's routes as part of the their existing systems. A key element of this plan will be for the NS to provide improved and expanded intermodal services. Extending NS's intermodal service will help meet my company's intermodal needs in that important Midwest corridor. Opening Conrail markets to two rail carriers of comparable size, each with its own tracks and terminals, will offer my company the advantages of competitive service and pricing. We have had to rely on one carrier in and out of the Northeast for too long. And the rail carriers that compete in the Northeast should not be just any railroads but those which are of comparable size and scope and provide a competitive service.

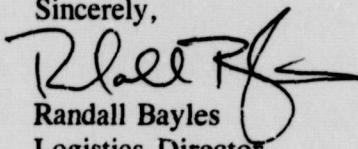
Page 2

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 and well known throughout the industry.

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

I, Randall Bayles, 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 on June 2, 1997.

Sincerely,

A handwritten signature in dark ink, appearing to read "Randall Bayles", with a stylized flourish extending to the right.

Randall Bayles
Logistics Director

The National Shipping Company of Saudi Arabia

NATROCHEM, INC.



May 2, 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 Corporation and Norfolk Southern Railway Corporation -- Control and Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail Corporation.

Dear Secretary Williams:

Natrochem is a major manufacturing concern that ships 400,000 pounds of pine tar out of Savannah, Georgia. As the manager responsible for all inbound and outbound shipping, it is my job to see to it that our product is shipped in the most efficient, cost effective way to our customers.

At the present, we're working to build growth opportunities for our 84-year-old company. But one limiting factor on how far and how fast we can grow is the way in which the railroads are split up along the East Coast.

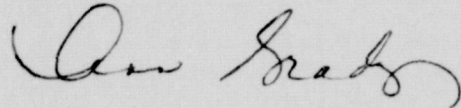
Our railroad, Norfolk Southern, can get us to the New Jersey/New York area and to the border region of the Midwest. But from there we have to move our goods to Conrail or other railroads. This is a time-consuming, inefficient, sometimes haphazard way of moving goods. It is no use blaming the railroads. The problem lies in the way in which the railroads themselves are configured.

I can see only one solution, and thankfully it is one that is at hand: Allow the proposed acquisition of Conrail by CSX and Norfolk Southern to go through as soon as possible. This will allow us to have the kind of direct, single-line service that we need to reach our customers.

More to the point, it is the kind of system we're going to need to grow our company and keep it a strong employer in the Savannah region. Please approve this proposal as soon as you possibly can.

I, Ann Grady, 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 May, 1997.

Sincerely,

A handwritten signature in cursive script, appearing to read "Ann Grady".

Ann Grady



Nelson International, Inc.

6310 E. Virginia Beach Blvd.
Norfolk, Virginia 23502
FMC No. 3309/CHB 11878

Phone (757)461-8111
Fax (757)461-8077
Telex 451258 NELSON I NTL UD

VERIFIED STATEMENT OF
NELSON INTERNATIONAL, INC.
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

May 22, 1997

Dear Mr. Williams

My name is Benjamin B. Nelson Jr., and I am President of Nelson International Incorporated. I have held my present position for 8 years and overall have been in the maritime industry in excess of 28 years.

Nelson International, Inc. is a Customhouse Broker and International Freight Forwarding firm directly involved in the use of intermodal transportation services in order to accomplish international logistics from all parts of the world to any location in the United States.

The CHB/IFF industry is the "Travel Agent for Cargo" entity whose charge it is to understand a given transportation need and match services to that need. In this capacity we have utilized a variety of railroad, truck or combination services to delivery intermodal transportation.

Based upon our experience in providing these services, 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 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 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.

Mr. Vernon A. Williams, Secretary
Surface Transportation Board

May 22, 1997
Page 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. 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 continued success in winning the Harriman Award.

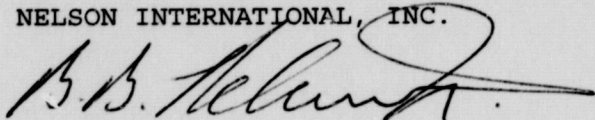
To summarize, we believe that approval of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Benjamin B. Nelson 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 22, 1997

Sincerely,

NELSON INTERNATIONAL, INC.



B. B. Nelson Jr.
President

BBN:wp

800 NESTLÉ COURT
DEKALB, IL 60115
TEL (815) 754-2550
FAX (815) 748-4698

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

Dear Mr. Williams:

VERIFIED STATEMENT OF
JOSEPH R. LOMBARDO
on behalf of
NESTLÉ USA
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 Joseph R. Lombardo, Group Manager, Transportation, Nestlé USA, Logistics Service. Nestlé USA is located at 800 North Brand Blvd, Glendale, CA. I am responsible for truck, rail, and intermodal transportation purchasing. I have been in my current position since December 1992 and have worked in the transportation field for 21 years.

Nestlé USA is a diversified manufacturer of food and beverage products with annual sales of \$8 billion and employs 22,000 people in the US.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. Nestlé USA ships approximately 150,000 truckloads of food/beverage items per year. The joint acquisition of Conrail will be in Nestlé'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.

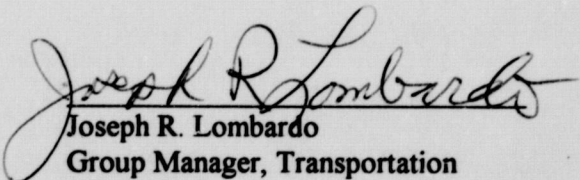
2. We also anticipate that the joint acquisition will result in expanded markets with an increased number of destinations and origins available. This benefit is important to Nestlé USA because the enhanced CSX system will allow us more flexibility to expand into intermodal service between the Northeast and Southeast.

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, Joseph R. Lombardo, 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 20th day of May, 1997.


Joseph R. Lombardo
Group Manager, Transportation
Nestlé USA

800 NESTLÉ COURT
DEKALB, IL 60115

TEL (815) 754-2550
FAX (815) 748-4698

May 20, 1997

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

Dear Mr. Williams:

VERIFIED STATEMENT OF JOSEPH R. LOMBARDO

NESTLÉ USA

My name is Joseph R. Lombardo and I am Group Manager, Transportation of Nestlé USA. I have held my present position for 5 years. My duties include purchasing of truckload, rail and intermodal transportation, freight payment and claims.

Nestlé USA is a diversified manufacturer of food/beverage items with annual sales of \$8 billion. We have facilities located at Allentown (Chapman) PA. These facilities are presently served by Conrail. We receive from Nestlé plants located in Iowa, California, Missouri, Wisconsin, Illinois and Washington. These facilities are located on the lines of Burlington Northern Santa Fe, Union Pacific, Norfolk Southern and Toledo Peoria Western Railroads. During 1996, we received 692 carloads/1990 intermodal/8,000 O.T.R. truckloads from these origins.

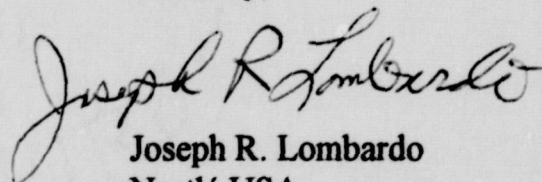
We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on lines which will belong to NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line 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 see significant improvements in intermodal service and transit times and we expect increased competitive access to ports in the New York and New Jersey areas.

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

I, Joseph R. Lombardo, 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,

A handwritten signature in dark ink, appearing to read "Joseph R. Lombardo", is written over the typed name.

Joseph R. Lombardo
Nestlé USA

Network Trading inc.

P.O. Box 124 • 86 Main Street
Nerstrand, MN 55053
(507) 334-0023

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K St. 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

Network Trading Inc. is in the business of buying and selling agricultural feedstuffs throughout the feed and food sector. Our company is dependent on reliable and competitive transportation, both truck and rail.

The proposal before you with the Norfolk Southern certainly meets our criteria. I strongly urge you to support the proposed plan.

I, Kirk K. Sandager, 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



Kirk K. Sandager
President
Network Trading Inc.

New Boston Coke Corp.

600 River Avenue • Phone (614) 456-4154
P.O. Box 3128 • Fax (614) 456-5644
New Boston, Ohio 45662

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:

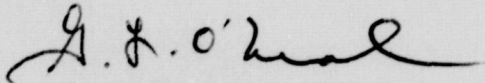
New Boston Coke Corporation is a manufacturer of blast furnace coke and related by-products. We ship 8,000 carloads of coke per year and we receive approximately 495,000 net tons of coal per year -- all by rail. The coal originates in Kentucky and West Virginia, and our outbound product goes to Michigan. Our facility at New Boston, Ohio is now served only by the NS since CSXT decided to discontinue service to this area several years ago.

We support approval of the above referenced 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 our business in the past, and we are confident that they will be able to provide good service on any Conrail lines which they acquire.

It is in our best interest that the Surface Transportation Board move with all due speed to approve the joint NS/CSX application. Your effort in expediting this application will be greatly appreciated by New Boston Coke Corporation and will also allow the railroads to proceed with any necessary upgrading to improve the dependability of rail service for any product.

I, George O'Neal, 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,



George O'Neal
Controller

GLO/ca

xc: File (2)

NSCSX.GLO

May 15, 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 writing to you today to urge the Surface Transportation Board to swiftly approve the proposed acquisition of Conrail by CSX and NS. We feel this acquisition would greatly benefit our company.


My name is Doug Williams, and I am the transportation manager for New England Wooden Ware. My office address is 75 Logan Street, Gardner, MA 01440-2741.

New England Wooden Ware was founded 153 years ago and today manufactures corrugated containers. In our view, the acquisition would make rail more competitive with trucking, thus lowering the transportation costs for companies such as ours.

Thank you for your time and attention.

I, Doug Williams, 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


Doug Williams

NEW FARMERS BUILDING CORPORATION

423 5102
PHONE (615) 637-0853
FAX (615) 546-3128
423

P.O. BOX 1586
2810 HOITT AVENUE
KNOXVILLE, TENNESSEE 37901

WAREHOUSE STORAGE
CARTAGE SERVICES

May 5, 1997

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

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.

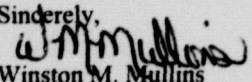
Dear Mr. Williams:

My name is Winston Mullins and I own and operate New Farmers Building Corporation located in Knoxville, TN. New Farmers handles warehousing, storage and distribution of most dry materials other than bulk and we also operate a lumber reload. Lumber and other building materials are brought in by rail and we unload, store and deliver with either our trucks or arrange delivery with other truckers.

A competitive rail environment in the Northeast should open additional markets for my business which is served by the Norfolk Southern. The near monopolistic rail system enjoyed by Conrail does not promote trade between the northeast and south. We need at least two strong rail systems competing for business in this corridor and the CSX/NS proposed purchase and division of the assets of Conrail will accomplish this.

I support a speedy approval of the transaction allowing CSX and Norfolk Southern to purchase and divide Conrail's assets.

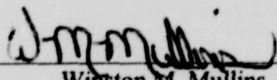
Sincerely,


Winston M. Mullins
Owner/Operator

VERIFICATION

I, Winston M. Mullins 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.


Winston M. Mullins

NEW GENERATION CO-OP

Arlington
301 E Sumner St.
Arlington, OH 45814
(419) 365 - 5124

Jenera
110 Rail Road St.
Jenera, OH 45841
(419) 326 - 4444

May 1, 1997

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

RE: Proposed CSX/NS/Conrail Transaction
STB Finance Docket No. 34388

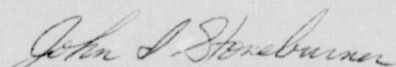
Dear Secretary Williams:

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. 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. Because the new systems would create greater efficiency for the rail business, it would hopefully promote more long term capital investment by the rail industry and ensure 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. Stoneburner, declare that the foregoing is true and correct and that I am qualified and authorized to file this verified statement.


John I. Stoneburner

Manager
New Generation Cooperative Inc.

NEWARK
PAPERBOARD PRODUCTS
JACKSONVILLE, FL
A COMPANY OF THE NEWARK GROUP, INC.

709 Eastport Road
P.O. Box 26366
Jacksonville, FL 32218
904 757-7700
Fax: 904 751-5154

May 15, 1997

Vernon A. Williams
Secretary
Surface Transportation Board
1201 Connecticut 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 Operations Manager for the Newark Group, a Jacksonville, Florida maker of paper tubes and cores.

We've been in business for 40 years, and for many of those years we've relied on our hometown freight rail company -- CSX -- to get our goods to market.

They strive to do a good job, sending thirty cars a year of our goods to markets around the country. I understand that because of the way in which the freight railroads are structured, that no railroad can promise us direct, single-line service to many of our customers, from Chicago to New York.

We need improved delivery. We need the kind of single-line, direct routing that the Conrail acquisition can bring. Please approve the acquisition of Conrail by CSX and Norfolk Southern as soon as you can.

I, Don McElwee, 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,

Don McElwee
Don McElwee

NEWBERRY FEED & FARM CENTER, INC.

Post Office Box 714

NEWBERRY, SOUTH CAROLINA 29108

Phone 276-6200

May 14, 1997

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

Dear Mr. Williams,

My name is Fred Kesler and I am President of Newberry Feed and Farm Center, Inc. Newberry, SC. I have held my present position for 14 years. My duties include the purchase and transportation of feed and feed ingredients for poultry and dairy consumers. Specific duties also include purchase of raw materials and rail and truck transportation rate negotiations to move product to destination.

Newberry Feed & Farm Center, Inc., receives corn and other necessary feed ingredients to feed turkeys, dairy cattle, and poultry farms. Our facility is located at Helena, SC. This facility is located on lines of the NS. We receive from elevators located in Ohio, Indiana, and Illinois. These elevators are located on lines of NS, CSXT, and Conrail. During 1996 we received 194 carloads from these and other origins. Our main ingredient for feed is corn. We understand there are in excess of 70 elevators on Conrail that could become NS shipping points from which we could source product via NS single line rates and service. We could also benefit by using the NS covered hopper fleet.

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 and from 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 lines which they acquire.

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

I, Fred J. Kesler, 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 14, 1997.

Sincerely,

Fred J. Kesler

Fred Kesler
President
Newberry Feed & Farm Center, Inc.



NEWCORR PACKAGING LIMITED PARTNERSHIP
66 Lyman Street
P.O. Box 29
Northboro, MA 01532
Tel. (508) 393-9256 Fax. (508) 393-9580

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 A. DiPlato, 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.

A handwritten signature in dark ink, appearing to read "David A. DiPlato".

David A. DiPlato
Newcorr Packaging

NEWEAGLE INDUSTRIES, INC.

PHONE
(703) 935-7592

P.O. BOX 1120
105 WALNUT STREET
GRUNDY, VA 24614

FAX
(703) 935-7095

May 2, 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 F. D. Robertson, and I am President of Neweagle Industries, Inc. I have held this position for three years.

Neweagle is a coal producing company. We have facilities located at East Lynn in Wayne County, West Virginia. These facilities are presently served by NS. We sell to customers located in New Jersey and the Southeastern part of the United States. During 1996, we shipped approximately 15,000 carloads 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 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

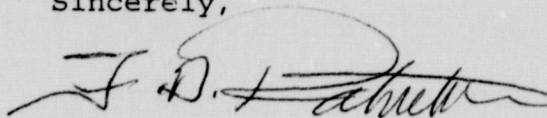
May 2, 1997

Page 2

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,

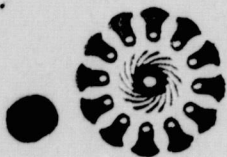
A handwritten signature in dark ink, appearing to read "F. D. Robertson", with a stylized flourish at the end.

F. D. Robertson, President

I, F. D. Robertson, 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 1, 1997.

A handwritten signature in dark ink, appearing to read "F. D. Robertson", with a stylized flourish at the end.

Signature



NEWELL RECYCLING OF ATLANTA, INC.

"Conserving Natural Resources Since 1935"

May 27, 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 Frank Goulding. I am Vice President of Marketing and Operations for the ferrous metal scrap division of our company. My duties include the purchase, sale, processing, and rail and/or truck transportation of all the ferrous scrap bought this company.

Newell Recycling of Atlanta, Inc. is a full service scrap metals company. We process approximately thirteen thousand tons of ferrous and five million pounds of non-ferrous scrap monthly. Our plant is located in East Point, Georgia and is well served by the Norfolk Southern Railroad. We ship to consumers and receive from suppliers by rail from all over the Southeastern U. S. During 1996 we shipped and received 1,466 carloads of scrap from these destinations/origins. The majority of our rail car movements outbound were to the Birmingham, Alabama district. We also ship outbound to Tennessee, North and South Carolina, Kentucky, and Ohio. Our inbound rail car movements originate from within a ninety mile radius of East Point.

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. This would include certain non-ferrous metal residues which are byproducts of auto shredders that we could buy if we could have direct rail service on a single line haul. We have been a customer of the Norfolk Southern for twenty years. Their service has been excellent and I would have no doubt they would do a very fine job with Conrail if they are allowed to acquire it.

During my association with the Norfolk Southern, I have found them to be the most customer oriented and customer friendly railroad I have ever dealt with. The marketing and operational groups at Norfolk Southern are very focused on our needs and requirements. We have a fleet of private cars and Norfolk Southern has worked very hard to make certain we get optimal utilization out of our equipment by providing quick turnaround times and monitoring our cars once they arrive at their destination so they are quickly discharged and returned to us. They also maintain our cars and have been a very low cost and efficient provider of this service.

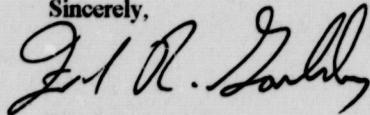


Mr. Vernon A. Williams
May 27, 1997
Page 2

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

I, Frank R. Goulding, 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, 1997.

Sincerely,



Frank R. Goulding
Vice President of Marketing & Operations
Ferrous Division

cc:
CSXT Representative
Ms. Rosa Tarbutton



**NEWPORT NEWS
SHIPBUILDING**

4101 Washington Avenue
Newport News, Virginia, 23607-2770
Phone: 757-380-2000
<http://www.nns.com>

**VERIFIED STATEMENT OF
Larry Kelly
on behalf of
Newport News Shipbuilding
Finance Docket No. 33388
CSX Corporation and CSX Transportation, Inc.
Norfolk Southern Railway Corporation
--Control and Operating Lease/Agreements--**

I am Larry Kelly, Sourcing Representative, for Newport News Shipbuilding located at 4101 Washington Avenue, Newport News, VA 23607-2770. I am responsible for procurement of transportation to the shipyard and have served in this capacity for 13 years. My experience in this field includes 5 years with the Union Railroad, handling transportation matters. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.

Newport News Shipbuilding is Virginia's largest private employer. We are a contractor building and repairing Navy and commercial ships. During 1996 we received 474 carloads of minerals and metal products and shipped out 9 carloads of manufactured goods.

Steel plate accounts for 367 of Newport News Shipbuilding's inbound carloads. This represents slightly more than 60 percent of our total shipments of steel from Claymont, DE, Gary, IN, Sparrows Point, MD, Bethlehem and Coatesville, PA and Oak Island, NJ, the balance moves by truck. We anticipate that the acquisition will make rail more competitive with trucks by improving utilization of carrier's equipment, which leads to better car availability, reduced empty mileage, and lower cost. The extension of CSX's network into the Northeastern markets may provide Newport News Shipbuilding access to new sources of supply.

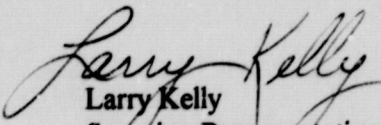
Newport News Shipbuilding will benefit from the efficiencies of singleline service with regards to shipments it receives from Niagara Falls and Claymont, DE. Shipments from Niagara Falls originate on Conrail and must be switched at Buffalo to the BPRR who then interchanges the car to CSX at New Castle, PA. Shipments from Claymont, DE originate on Conrail and are interchanged to CSX at Park Junction, PA or Potomac Yards, VA. In these examples, once CSX combines its operations with Conrail lines, material will move from origin to destination in a more timely manner.

In addition, because Newport News Shipbuilding owns its own railcars, the efficiencies of single-line service will shorten the transit time between NNS and Niagara Falls. This improved equipment utilization will reduce our transportation cost.

Newport News Shipbuilding believes that the new single-line systems will result in improved blocking patterns, and reduce delays during handling at congested gateways. If blocking patterns can be structured such that interchange times are reduced, transit times and cost will go down accordingly.

For the reasons stated above, I can say on behalf of Newport News Shipbuilding, that the company supports the transaction planned by CSX, NS and Conrail.

I, Larry Kelly, 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.


Larry Kelly
Sourcing Representative

HLK7



NewPort
Tank Containers, Inc.

May 28, 1997

1340 Depot Street
Cleveland, Ohio 44116-1716
Telephone: 216-356-8866
800-889-3894
Facsimile: 216-356-8877

VERIFIED STATEMENT OF
NEWPORT TANK CONTAINERS, 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 Joseph E. Fitch, and I am Vice President of NewPort Tank Containers, Inc.; 1340 Depot Street; Cleveland, OH 44116. I have held my present position for 2 years. My duties include implementation and monitoring the commercial and operational policies of NewPort Tank Containers, Inc.

NewPort Tank Containers, Inc. is an international tank operator providing door-to-door, worldwide ISO tank transportation. We ship intermodal traffic in the following lanes: to/from Norfolk/Chicago, Cleveland, and Cincinnati. During 1996, we shipped 400 containers/trailers within these lanes.

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 a historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interesting 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 within the above lanes.

May 28, 1997

Page 2

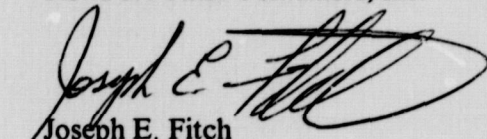
In addition to the competitive reasons stated above, my company would welcome the extension of NS service into the northeast. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed 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 NS and CSX to acquire Conrail should be approved by the STB.

I, Joseph E. Fitch, 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,

NewPort Tank Containers, Inc.


Joseph E. Fitch
Vice President

JEF/mc

May 14, 1997



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

Kevin Murphy
Shipping & Receiving Manager

5210 So. Lois Ave., Tampa, FL 33611
813/839-0035 • FAX 813/839-7345

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:

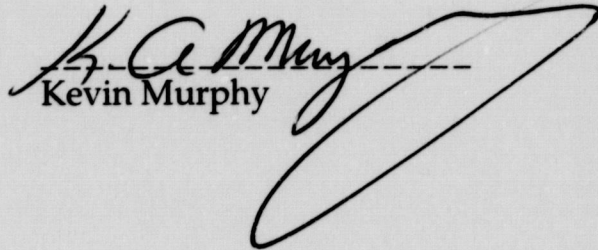
I am writing you today to request that the Surface Transportation Board give a favorable review to the proposed acquisition of Conrail by NS and CSX.

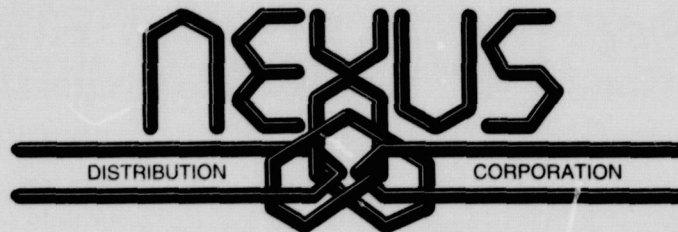
As shipping and receiving manger for the Newspaper Printing Company, a newsprinting company located at 510 South Lois Avenue, Tampa, FL 33611-3855, I oversee the transportation of some 100 cars annually of paper and newsprint. In my position, it is clear to me that the proposed acquisition would benefit our company by providing a greater availability of cars and more efficient routing, meaning fewer costly delays. The greater efficiencies would also tend to make rail transport more competitive with trucking, lowering costs in general to businesses like ours.

For these reasons, we hope that your board will move expeditiously to approve the application.

I, Kevin Murphy, 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


Kevin Murphy



Dean W. Hansen
President/Chairman

June 5, 1997

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn: STB Finance Docket #33286
1201 Constitution Avenue, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

**VERIFIED STATEMENT OF
NEXUS DISTRIBUTION CORPORATION**

My name is Dean Hansen, and I am President of Nexus Distribution Corporation. I have held my present position for 17 years. My duties include the development of partnerships between parties such as mills and printers as a third party logistics company.

Nexus Distribution Corporation is a third party logistics company for various types of paper received from various mills and merchants. We have facilities located in Chicago, IL, Norcross and Lawrenceville, GA, and Allentown, PA. These facilities are presently served by CSX & Norfolk Southern. We receive from customers located at many eastern and southeastern locations. These facilities are located on the lines of CSX & Norfolk Southern. During 1996, we received over 4,000 carloads from these destinations. We need special 180,000 pound capacity cars that are water tight, 50 foot box cars for rolls of paper.

We fully support your expedited approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail, and subsequently divide Conrail's assets. We will reap the benefits of this acquisition with improved market access, seamless single-line services between the Northeast and Southeast, as well as from Chicago and to the Northeast.

We have used NS and CSXT, as well as Conrail's service for many years and feel the new transportation system east of the Mississippi will promote greater competition.

Executive Offices:
550 Albion Avenue
Schaumburg, Illinois 60193
(847) 301-0177

2055 Nancy Hanks Drive
Norcross, Georgia 30071-2957
(770) 449-1185

VITAL LINK IN THE DISTRIBUTION CHAIN

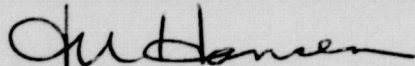
May 9, 1997

Finally, access to increased competition should not be free. Both NS and CSX are paying for the right and privilege to compete in the Northeast. We understand their commitment is backed by hard earned money, unlike many of the interested parties seeking access to the Northeast for free.

In summary, we support NS and CSX's application.

Sincerely,

NEXUS DISTRIBUTION CORPORATION



Dean Hansen
President/Chairman & CEO

VERIFICATION

I, Dean Hansen, 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.

Dean Hansen

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

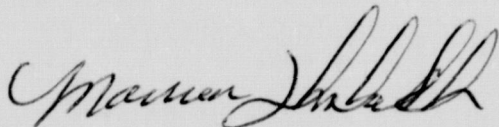
Dear Secretary Williams:

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, Marwan Sholakh, 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 15 day of May, 1997.



Marwan Sholakh
Executive Vice President
Nexus Plastics, Inc.

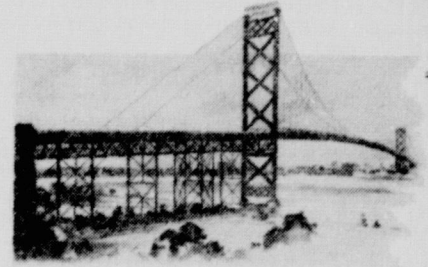


NEXUS TRANSPORTATION LTD.

835 CAMPBELL AVENUE • WINDSOR, ONTARIO N9B 2H8

TELEPHONE (519) 255-1171 (313) 965-0154

FAX (519) 255-9354



MR. VERNON A. WILLIAMS

SECRETARY

SURFACE TRANSPORTATION BOARD

STB FINANCE DOCKET NO. 33388

1925 K STREET, N.W.

WASHINGTON, D.C. 20423-0001

MAY 7/97

DEAR MR. WILLIAMS:

MY NAME IS LEONARD COMARTIN, AND I AM THE GENERAL MANAGER AND CO-OWNER OF NEXUS TRANSPORTATION, 835 CAMPBELL AVENUE, WINDSOR, ONTARIO N9B 2H8. I HAVE HELD MY PRESENT POSITION SINCE 1980 WHEN WE STARTED OUR OPERATIONS.

MY DUTIES HAVE BEEN DISPATCHING DRIVERS TO PICK UP AND DELIVER INTERMODAL TRAILERS AND CONTAINERS, PROCESS ANY CLAIMS OR DETENTION CHARGES THAT MAY ARISE. I HAVE WORKED IN SALES WITH THE RAILROAD PERSONNEL TO GUARANTEE THE BEST POSSIBLE RATES AND SERVICE TO OUR CUSTOMERS. WE PROVIDE SERVICE TO MOST OF THE RAIL YARDS IN THE DETROIT 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 NORTH-EAST HAVE HAD THE SERVICE OF ONLY ONE RAIL CARRIER. AND AS IS THE CASE WHEN ONLY ONE COMPANY IS ABLE TO PERATE 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. 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.

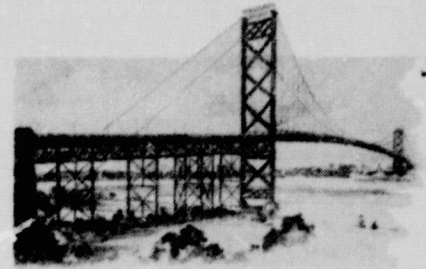


NEXUS TRANSPORTATION LTD.

835 CAMPBELL AVENUE • WINDSOR, ONTARIO N9B 2H8

TELEPHONE (519) 255-1171 (313) 965-0154

FAX (519) 255-9354



IN ADDITION, IF EITHER CSX OR NS MERGES WITH CONRAIL, THEN THE STB MUST PROVIDE THE CARRIER WHICH IS NOT SUCCESSFUL WITH ITS MERGER ATTEMPT TO BE THE RECIPIENT OF THE COMPETITIVE ALTERNATIVE PACKAGE. THIS IS BECAUSE THE MERGING CARRIER WOULD HAVE A SIGNIFICANT COMPETITIVE ADVANTAGE OVER THE OTHER CARRIER, DUE TO THE FACT THAT NS AND CSX COMPETE OVER MUCH OF THEIR EXISTING TERRITORY. ALLOWING ONE CARRIER TO PROVIDE THIS TYPE OF MARKET EXTENSION WITHOUT PROVIDING COMPARABLE OPTIONS FOR THE OTHER WOULD PERMANENTLY ALTER THE COMPETITIVE BALANCE IN THE EAST.

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 TO MERGE WITH CONRAIL SHOULD BE APPROVED BY THE STB.

I, LEONARD COMARTIN, 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.

SINCERELY,

A handwritten signature in cursive script that reads 'Leonard Comartin'.

LEONARD COMARTIN
MANAGER/CO-OWNER
NEXUS TRANSPORTATION LTD.



432 MEADOWS BRANCH
PRESTONSBURG, KENTUCKY 41653



VERIFIED STATEMENT OF

Clark Pergrem

on behalf of

NFC Mining, 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 Clark Pergrem, Vice President of NFC Mining, Inc. NFC Mining, Inc., is located in Prestonsburg, Kentucky. I am responsible for job duties, which may include overseeing transportation of coal. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.

NFC Mining Inc., produces coal and ships steam and stoker coals to our customers, who are schools, hospitals, and factories in Virginia, Michigan, Ohio, Kentucky, Georgia and Florida. We handle approximately 2,000 car loads 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 Northeast. In particular, the acquisition will bring us new access to CSX served industrial customers in this region.

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, NFC Mining, Inc., urges the Board to approve the joint application of CSX and NS.

I, Clark Pergrem, 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 6th day of May, 1997.

Clark D. Pergrem



432 MEADOWS BRANCH
PRESTONSBURG, KENTUCKY 41653



VERIFIED STATEMENT OF

Jesse L. Rudd
on behalf of
NFC Mining, 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 Jesse L. Rudd Secretary/Treasurer of NFC Mining, Inc. NFC Mining, Inc., is located in Prestonsburg, Kentucky. I am responsible for job duties, which may include overseeing transportation of coal. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.

NFC Mining Inc., produces coal and ships steam and stoker coals to our customers, who are schools, hospitals, and factories in Virginia, Michigan, Ohio, Kentucky, Georgia and Florida. We handle approximately 2,000 car loads 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 Northeast. In particular, the acquisition will bring us new access to CSX served industrial customers in this region.

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, NFC Mining, Inc., urges the Board to approve the joint application of CSX and NS.

I, Jesse L. Rudd, 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 6th day of May, 1997.

Jesse L. Rudd



432 MEADOWS BRANCH
PRESTONSBURG, KENTUCKY 41653



VERIFIED STATEMENT OF

Kenneth Whitt

on behalf of

NFC Mining, 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 Kenneth Whitt, President of NFC Mining, Inc. NFC Mining, Inc., is located in Prestonsburg, Kentucky. I am responsible for job duties, which may include overseeing transportation of coal. I am writing to express our company's support for the acquisition of Conrail by CSX and NS.

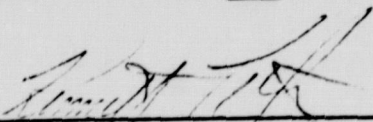
NFC Mining Inc., produces coal and ships steam and stoker coals to our customers, who are schools, hospitals, and factories in Virginia, Michigan, Ohio, Kentucky, Georgia and Florida. We handle approximately 2,000 car loads of coal annually via CSX.

We believe that the acquisition of Conrail by CSX and NS will allow us to expand and extend our market reach in the Northeast. In particular, the acquisition will bring us new access to CSX served industrial customers in this region.

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, NFC Mining, Inc., urges the Board to approve the joint application of CSX and NS.

I, Kenneth Whitt, 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 6th day of May, 1997.


Kenneth Whitt

MAY 08 '97 03:09PM CSX INTERMODAL (206) 233-3330

P.3



**VERIFIED STATEMENT
OF
CHRIS STEVENS ON BEHALF OF NGL SUPPLY CO. LTD.**

My name is Chris Stevens. I am the Operations Manager at NGL Supply Co. Ltd. which is located at Suite 1520, 700 - 4th Avenue SW, CALGARY, Alberta T2P 3J4. I have served NGL Supply Co. Ltd. in my present position for three (3) years. Prior to gaining this position, I also worked as a Distribution Coordinator for Enron Gas Liquids Canada Ltd.

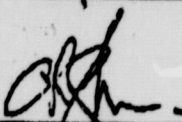
NGL Supply Co. Ltd. has been shipping propane and butane for about twenty-five (25) years. We run a tank car fleet of approximately 400 tank cars with approximately 2/3's of the fleet based out of Sarnia, Ontario/Marysville, Michigan. A large portion of these cars are shipped into the Northeastern United States on ConRail points.

NGL Supply Co. Ltd. will benefit from the efficiencies of single-line service with regards to the shipments originating from Sarnia, Ontario and Marysville, Michigan. Shipments originating from these two (2) origins currently are travelling CN/Conrail or CSX/Conrail. After the transaction, these shipments can be shipped CSX direct.

In addition, because NGL Supply Co. Ltd. leases its own railcars, the efficiencies of single-line service will return cars to the origination point more quickly. This improved equipment utilization will reduce our transportation costs.

For the reasons I have stated above, I can say, on behalf of NGL Supply Co. Ltd., that the company supports the transaction planned by CSX, NS and Conrail.

I, Chris Stevens, 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 April, 1997.



CHRIS STEVENS

1520, 700 - 4th Avenue S.W., Calgary, Alberta T2P 3J4 • (403) 265-1977
305, 201 North Front Street, Sarnia, Ontario N7T 7T9 • (519) 338-9790

551



NISSAN NORTH AMERICA, INC.

Mailing Address:
P.O. Box 2814
Torrance, CA 90509-2814
Telephone: (310) 768-3700
FAX: (310) 327-2272

May 9, 1997

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

Dear Secretary Williams:

My name is Robert Frinier. I am employed by Nissan North America, Inc. and my office is at 990 West 190th Street, Torrance, California 90502. I am Vice President, Logistics, and have held this position with Nissan North America, Inc. since 1991. I have been employed by Nissan since 1980.

In my present capacity, it is my duty to evaluate the various distribution options and arrange for the most cost efficient logistics systems for automotive parts and motor vehicles (domestic, import and export) in North America.

I have considered and evaluated the proposed acquisition of Conrail by CSX and Norfolk Southern and believe the transaction would be in our organization's best interest. I believe the transaction will result in overall balanced competition in the eastern United States.

A friendly acquisition of Conrail by CSX and Norfolk Southern would be of benefit to the rail industry as well as shippers such as Nissan. Considering that Nissan distributes 150,000 vehicles in the East and transports over 8,500 sea containers on CSX and Conrail intermodal systems alone, we are very interested in receiving fast, dependable service from key railroad service providers.

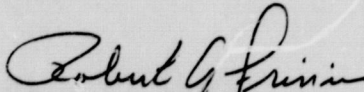
We believe that the transaction will be of particular benefit to Nissan by creating single-line service from our plant in Smyrna, TN to destinations in the Northeast. Traffic from that plant formerly required an interchange with Conrail at the crowded Cincinnati facility. With the acquisition of Conrail routes, however, traffic from the Smyrna plant will flow on single-line service through Cleveland to destinations in the Northeast. Additionally, we believe that the creation of the shared areas in the New Jersey/New York area will allow for faster and more efficient operations into those critical markets.

Honorable Vernon A. Williams
May 9, 1997
Page 2

Traffic destined for other points, including Western destinations, should also flow more smoothly as a result of the increased efficiency of the system. We also anticipate that the acquisition will improve railcar supply and locomotive utilization, which in turn can produce a lower cost distribution alternative for Nissan.

Stability and reliability of transportation in an overall competitive environment is critical to our logistics management. Therefore, our organization supports the joint application CSX, Norfolk Southern, and Conrail.

Respectfully submitted,


Robert A. Frinier
Vice President, Logistics

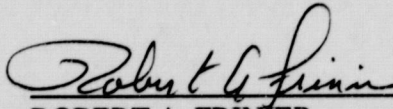
cc: J. Snow (CSX)
D. Goode (NS)

VERIFICATION

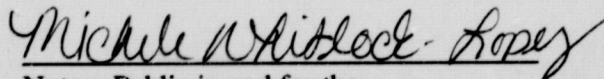
STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

I, Robert Frinier, being duly sworn, deposes and says that I have read the foregoing statements, know the contents thereof, and that the same are true as stated.


ROBERT A. FRINIER

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


Notary Public in and for the
State of California

My Commission Expires: 3/26/98





NOL (USA) INC.

VERIFIED STATEMENT OF
JACK MURPHY
ON BEHALF OF
NOL(USA)INC.

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

May 23, 1997

Dear Mr. Williams:

I am writing to offer my company's support for the proposed joint acquisition of conrail by CSX and NS and to urge the Board to approve it promptly and without further delay.

Background:

I am Jack Murphy, General Manager - Logistics with NOL (USA) Inc. . NOL (USA) is located at 80 Grand Avenue in Oakland, California. I am responsible for overseeing our various Nationwide Logistics programs and departments . I have been with NOL (USA) Inc. for over ten years ,having been in the transporation field for 25 years.

NOL (USA) Inc. is part of the Neptune Orient Lines Ltd. group of companies. (NOL, a Singapore company, recently put in a bid to acquire American President Lines.) We are a provider of Ocean and related transporation services which we offer Global ly.

An efficient and cost competitive transporation infrastructure in the USA is essential to the success of our business. In 1996, NOL moved approximately 30,000 containers with the Eastern railroads alone. The joint acquisition of Conrail will be in NOL's best interest since the enhanced CSX and NS systems 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 with the two alternative railroads. 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 NOL because the enhanced systems of the CSX and NS will allow us to offer a broader range of logistic alternatives that we can offer to our intermodal customers.

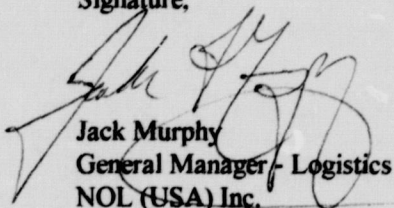
3. We expect increased competitive access to ports in New York and New Jersey areas.

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 and NS systems will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more long term capital investment by both railroads and ensure that rail service grows into the future. These developments are critically important to all freight shippers, but especially NOL.

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, Jack Murphy, 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 the 23rd day of May, 1997.

Signature,



Jack Murphy
General Manager - Logistics
NOL (USA) Inc.

NE NOOTER/ERIKSEN

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

Ref: 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
Nooter/Eriksen, Inc.
Finance Docket No. 33388

My name is Leo Deterding. I am the Traffic Coordinator for Nooter/Eriksen, Inc. My business address is 5000 Cedar Plaza Parkway, St. Louis, MO 63128. As Traffic Coordinator, my responsibilities include planning for rail service, negotiation of rail contract, rail property equipment leases, and arranging for carload and container on flat car shipments. I have worked in the transportation field for 20 years.

We ship to numerous points in the U.S. In 1996, we paid over \$700,000 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.

Competitive rail service is important for Nooter/Eriksen, Inc. There is a distinct need for balanced rail competition in the East. Nooter/Eriksen must

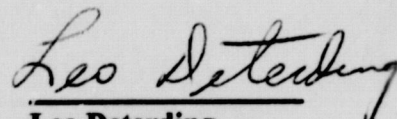
NE NOOTER/ERIKSEN

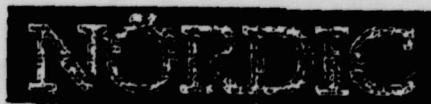
compete on a global basis. Both our domestic and international competitors look for cost savings whenever possible. Because transportation expenses are a major product cost item for Nooter/Eriksen, Inc., we need to have two rail providers available in order to provide a competitive force to keep rail 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 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 expedite the approval application of NS and CSX to acquire Conrail. Your assistance in expediting this application helps ensure the Conrail lines continue to be maintained and operational.

I, Leo Deterding, 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.


Leo Deterding



G R O U P

My name is William J. Blair III, and I am President of Nordic Warehouse Inc.. I have been in warehousing and transportation for over 15 years.

Nordic Warehouse Inc. is a public cold storage company and has warehouses located in North Carolina, South Carolina, Alabama, Mississippi and Ohio. These facilities are currently served by NS and CSX and we ship/receive approximately 500 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 CSX plan to acquire Conrail, divide its assets and improve the balance of rail competition in the Northeast.

I, William J. Blair III, 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 6, 1997.

Sincerely,

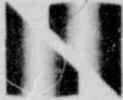
William J. Blair III
President

NORDIC WAREHOUSES, INC.

NORDIC RAIL SERVICES, INC.

POLAR TRANSPORT, INC.

4875 New Centre Drive • Wilmington, NC 28403 • 910 392-4102 FAX • 910 799-3293 PHONE



May 15, 1997

Mr. Vernon A Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1201 Constitution Ave., 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 Corporation, STB Finance Docket No. 33388

VERIFIED STATEMENT OF
NORFOLK OIL TRANSIT, INC.

FINANCE DOCKET NO. 33388

My name is R. Grant Narelle, and I am President of NORFOLK OIL TRANSIT, INC. P.O. Box 1756 Norfolk, Virginia 23501 / Street address; Lambert's Points Docks, Norfolk, Virginia. NORFOLK OIL TRANSIT, has been a family owned business providing Bulk Liquid tank storage for import and export vegetable oils and liquid chemical products since 1952. For forty-five years (45) NORFOLK OIL TRANSIT, INC. has operated our business on leased property owned by the Norfolk & Western Rail Road, and more recently from The Norfolk Southern Railway Company.

I have been president since 1972, succeeding my father Reginald G. Narelle Sr. who was the companies founder. NORFOLK OIL TRANSIT, INC. was the first facility in the United States to export Tallow (and other vegetable oils) in bulk. As a for hire tank terminal our customers rely heavily on efficient and competitive rail freight service as the most cost effective way of moving bulk liquid commodities. The benefits of the purposed merger would open up new markets for my business by allowing my customers better rail access by virtue of a single line service, as well as extending their ability to reach new markets.

The history of my company success is very closely allied with the support and cooperation we have received from the Norfolk Southern Railway. Throughout my career I have worked closely with many divisions of the Norfolk Southern Railway. Back in the early days, when the I.C.C. regulated rail traffic, my father was instrumental in working with Norfolk & Western in establishing competitive rail rates from the Mid West. My father was an I.C.C. practitioner and was instrumental in writing Part III of the Interstate Commerce Act with Joe Eastman. His knowledge and wisdom were passed down to me as a legacy. I have witnessed first hand the tremendous investment NS has made over the years enabling them to maintain their excellent reputation as a leader in the Rail Road industry.

Page -2-
Mr. Vernon A Williams
Secretary
Surface Transportation Board

I have worked closely with their industrial development and real-estate departments in establishing new bulk liquid transfer facilities in the Norfolk area. It is my opinion that NS is not only the most profitable railroad, but the most efficient Rail Road and can provide the needed capital investment to maintain and improve service throughout the proposed new system.

Norfolk Oil Transit's customers are regular users of Bulk Tank Car rail service. Our customers move approximately 300 rail cars per year. The acquisition and division of Conrail by NS and CSX as explained to me and described in its application, meets our competitive expectation and offers us a greater opportunity to compete in a global marketplace.

I recently met with a representative of the largest Palm Oil importer into the United States, who is anxious to see competitive and expanded rail service into the mid west. Currently this traffic is being delivered by truck and barge from New Orleans. The purposed merger could would provide a quick and more efficient rail service to the Mid West thus opening up many new opportunities for new business.

Besides the competitive reasons stated above, my company has benefited greatly from the tremendous effort Norfolk Southern has placed on the Environment and Safety. As a Bulk Liquid Tank Terminal, my industry has undergone the most rigorous and detailed environmental regulations of reforms and compliance of any industry in the United States. I have served as Director and Treasure of the Independent Terminal Association (ILTA) from 1984 to 1988 when many current laws were being created. As a matter of record, we are currently operating under the following State and Federal Compliance Organizations:

The Commonwealth of Virginia Department of Environmental Quality (DEQ) -
State Water Control Board

U.S. Coast Guard / EPA (33 & 40 CFR) OPA 90 Emergency Response Plan

U.S. Coast Guard (33 CFR) Facility Inspections program

OSHA (29 CFR) Employee Safety and Awareness Programs.

Other regulator's compliance status with which we have dealt with over the years include:

VPDES Permits: (Water/Rainwater Discharge)
B.P. Plans (Best Management Practices plans)
SPCC Plans (preceded OPA 90)
EPA Emergency Action Plan
Confined Space Entry Plan
Lock-out/Tag-Out Plan
Hazard Communication Plan

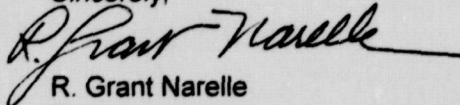
Page -3-
Mr. Vernon A Williams
Secretary
Surface Transportation Board

We have participated with ongoing quality inspection programs with Hoechst Celanese under their Specialty Chemicals Group and the CMA's (Chemical Manufacturers Associations) Quality Care Program. The coordination, support and assistance we have received related to environmental protection from all of the above agencies and organizations' pales in comparison with the effort and support we have received from the Norfolk Southern Railway. As a lessee, all of the environmental and safety requirements, insurance and liabilities rest full on solely on our shoulders. In spite of legalities the Environmental Protection Department and the Safety departments of the NS are our best allies in operating a safe and environmentally sound business. Their on sight safety inspection has continued to be a rewarding resource for us. Frequently they will inspect our facility and point out any defects or safety issues that have come to their attention. Their Environmental Department regularly reviews our documentation and practices. Their Fire Protection Department tours our terminal and helps us in maintaining and assessing the best programs to assure a safe and operational sound practices. As a landlord one could not ask for a better or more committed partner in looking out for the safety and health of all our employees and customers. The importance of the commitment Norfolk Southern has made in these areas is unsurpassed as evidenced by its continued success in winning the Harriman Award.

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

I R. Grant Narelle, 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,


R. Grant Narelle
President



Norfolk Warehouse Distribution Centers, Inc.

May 13, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1201 Constitution Avenue, NW
Washington, DC 20423

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

Dear Mr. Vernon:

My name is Fred Schultz, General Manager of Norfolk Warehouse Distribution Centers, Incorporated. We are located at 6969 Tidewater Drive in Norfolk, Virginia 23509. I am responsible for the bottom line of my particular company, and take care of all logistics functions of this company, including handling, storage and transportation.

We are a public warehouseman receiving and distributing railcars, intermodal and OTR trucking for a variety of customers located all over the country and the world. We deal in paper, rubber, plastics, hazardous materials, food grade products and a host of other commodities. We currently are receiving about 3 railcars per week, and anticipate it jumping to 6 per week in the near future. The points of origin of the current and anticipated business is for the most part Canada and Ohio, but also include other points of origin. Most of these receivings are for export on containers through the port of Norfolk, although some of it is for distribution locally. We are on the Norfolk Southern and have a 6 car siding.

A Taylor Company

6969 Tidewater Drive
P.O. Box 2556
Norfolk, Virginia 23501

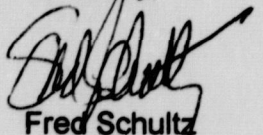
"Complete Public Warehouse & Distribution Centers"

(804) 857-6081
FAX (804) 857-6225

563

We believe the transaction to acquire Conrail by NS and CSX as explained to me and as I've read in magazines and papers meets our competitive needs and expectations. It will enable us to be rate competitive when offering our seamless service to customers looking to the Norfolk area and we would welcome the benefit of increased market access for single line rail transportation. Although we have had success with CSX in the past, we are on NS trackage and have really benefited by an efficient and profitable partnership with NS. Their user friendly software and competent personnel are the best reason to approve this acquisition.

Sincerely,

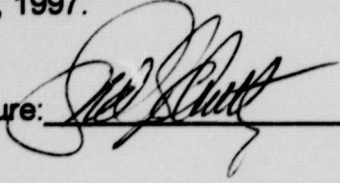


Fred Schultz
General Manager



Norfolk Warehouse Distribution Centers, Inc.

This is a verified statement on behalf of Norfolk Warehouse Distribution Centers, Inc.; finance docket number 33388. I, Fred Schultz, 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.

Signature: 

Date: 5/14/97

— A Taylor Company —

6969 Tidewater Drive
P.O. Box 2556
Norfolk, Virginia 23501

"Complete Public Warehouse & Distribution Centers"

(804) 857-6081
FAX (804) 857-6225

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33388

6-23-97

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northAmerican.
Fleet Service

VERIFIED STATEMENT OF
NORTH AMERICAN VAN LINES
FLEET SERVICE DIVISION

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 John Bowman, and I am Vice President of Fleet Service, a Division of NorthAmerican Van Lines, at 4808 Kroemer Rd., Ft. Wayne, IN. 46818. I have held my present position for two years. In addition to directing the maintenance operations for NorthAmerican Van Lines, my duties include the direction of 22 Mobile Maintenance facilities at the Norfolk Southern Intermodal ramps. We are a contractor who employs 87 Inspectors/Mechanics performing all types of trailer/chassis/container repairs. I oversee the repair operations to ensure all policies and management function with priorities toward safety, customer service, and productivity.

Fleet Service is an equipment maintenance vendor providing equipment repairs for the intermodal market. We work with Norfolk Southern at the following locations:

Atlanta, GA	Alexandria, VA	Birmingham, AL	Buffalo, NY
Charlotte, NC	Chicago, IL	Cincinnati, OH	Columbus, OH
Detroit, MI	Louisville, KY	Georgetown, KY	Greensboro, NC
Jacksonville, FL	Huntsville, AL	Greenville, SC	Kansas City, KS
Knoxville, TN	Memphis, TN	New Orleans, LA	Norfolk, VA
Welland, Ontario, Canada			

Based upon our experience in providing the services described above and working with Norfolk Southern, 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



northAmerican.
Fleet Service

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. 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, John Bowman, 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,

John Bowman
Vice President
Fleet Service Division



North American

Manufacturing Corporation

1074 Barring Avenue
Scranton, PA 18508-2501
Factory (717) 348-1163
Fax (717) 348-1019

VERIFIED STATEMENT OF: Pam Warner, Purchasing Manager of
North American Mfg

Subject: CSX Corporation and CSX Transportation, Inc;
Norfolk Southern Corporation and Southern
Railway Company--Control and Operating Leases/
Agreements--Conrail, Inc And Consolidated Rail
Corporation, STB Finance Docket #33388

May 27, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33388
1925 K Street, N. W.
Washington, D.C. 20423-0011

Mr. Williams

My name is Pam Warner, and I am Purchasing Manager of North American Mfg, 1074 Barring Ave, Scranton, Pa 18508. I have held my present position for 9 years.

North American Mfg is a manufacturer of various items for the U S Postal Service.

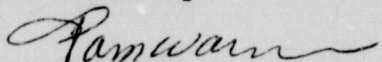
Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by 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 the 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 **Quality...By Design** 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, Pam Warner, 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


Pam Warner
Purchasing Manager

NORTH CENTRAL COMPANIES

VERIFIED STATEMENT OF NORTH CENTRAL COMPANIES

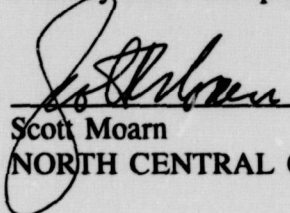
My name is Scott Moarn. I am the representative for North Central Companies. My business address is 601 Carlson Parkway, Suite 400, Minnetonka, MN 55305. My responsibilities include planning for rail service, negotiations of rail contracts, rail property equipment leases, and arranging for carload and container on flat car shipments.

We have followed the Conrail story over the last several months. The solution which NS and CSXT have presented to the questions of who gets the Conrail appears to be fair and equitable. We were concerned that our industry would, lose the service of a rail carrier when CSXT was to merge with Conrail exclusively. Since the NS has acquired a portion of the Conrail we will continue to enjoy competitive rail service.

There is a need for balanced rail competition in the East. Both our domestic and international competitors look for cost savings whenever possible. Transportation expenses are a major cost item, we need to have two rail providers available in order to provide a competitive force to keep rail rates in check. The ability to access two rail carriers is the best for our needs.

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

I, Scott Moarn, 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.



Scott Moarn
NORTH CENTRAL COMPANIES

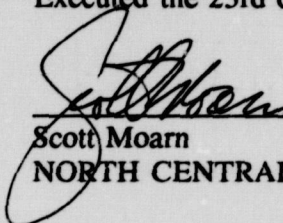
NORTH CENTRAL COMPANIES

TO: Mr. Vernon A. Williams
Secretary
Surface Transportation Board
STB Finance Docket No. 33286
1201 Constitution Avenue NW
Washington, DC 20423

FROM: Scott Moarn
Vice President
North Central Companies
601 Carlson Parkway, #400
Minnetonka, MN 55305

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.

I, Scott Moarn, 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 verified statement.
Executed the 23rd day of May, 1997.



Scott Moarn
NORTH CENTRAL COMPANIES



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 the approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide it's assets. Since our facility is located on lines which will belong to Norfolk Southern, we would welcome the benefit of increased market access for single-line rail transportation.

We have used Norfolk Southern for several years and have been satisfied with their service. We are confident they will be able to provide good service. Therefore we encourage the Surface Transportation Board to expedite their consideration of the Conrail acquisition , and approve it, in order to ensure good service to customers who might experience lags during a lengthy approval process.

I, William S. Reno, 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 8, 1997.

Sincerely,

A handwritten signature in black ink that reads 'William S. Reno'. The signature is written in a cursive, flowing style.

William S. Reno



NORTHEAST PAVING

Division of Northeast Diversification Inc.

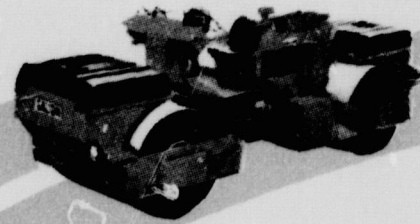
P.O. Box 351, Lancaster, NY 14086

Tel: 681-8879 • Fax: 681-3407

Paving Contractors

Commercial Industrial

Site Work Subdivisions



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

May 30, 1997

Dear Mr. Williams,

My name is Lee Cadby and I am the President of Northeast Diversification, Inc. located at 635 Broadway, Lancaster, N.Y. 14004. I have been in business for seventeen years and the company does mostly commercial paving, site work when necessary and snow removal. I oversee all phases of the business including bidding jobs, ordering materials needed and on job supervision.

Northeast Diversification does snow removal for Norfolk Southern Railway at the Selkirk yard and Bison yard; also providing salt applications when necessary.

Based upon our experience in providing the services described above and working with Norfolk Southern, 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. 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 facilities. The rail carriers which will compete must be carriers that 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 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 it's intermodal facilities and service are well known in the industry, as are it's strong commitments to growth and service. We are impressed with Norfolk Southern's commitment to safety as evidenced by it's continued success in winning the Harriman Award.

We believe that approval of the application of Norfolk Southern and CSX to acquire Conrail should be approved by the STB.

I Lee Cadby *Lee Cadby* 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.

NORTHEAST FREIGHT TRANSFER

404 N. Washington Ave., Suite 312, Scranton, PA 18503

Harry A. Duckworth

(717) 963-0717

VERIFIED STATEMENT ON BEHALF OF NORTHEAST FREIGHT TRANSFER

STB Finance Docket No. 33388

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

Dear Mr. Williams:

My name is Harry Duckworth, and I am owner of Northeast Freight Transfer, 1 Depot St., P.O. Box 31, Taylor, Pennsylvania, 18517. I have held my present position since our company was formed 4 years ago. My primary duty is overseeing the whole of intermodal terminal operations at Taylor, Pennsylvania.

Northeast Freight Transfer provides terminal operations for the Norfolk Southern RR at Taylor, Pennsylvania.

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 evidenced by its evidence of continued success in winning the Harriman Award.

NORTHEAST FREIGHT TRANSFER

404 N. Washington Ave., Suite 312, Scranton, PA 18503

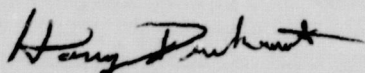
Harry A. Duckworth

(717) 963-0717

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

I, Harry Duckworth, 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,



Harry Duckworth, Owner
Northeast Freight Transfer

HAD/rld

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

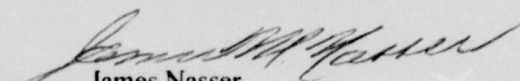
Dear Secretary Williams:

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 Nasser, 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 6th day of May, 1997.


James Nasser
Northeast Recovery Service



P. O. BOX 437 • MT. MARION • NEW YORK 12456 • PHONE (914) 246-9571

May 23, 1997

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

VERIFIED STATEMENT

Re: Proposed CSX, NS and Conrail Transaction;
STB Finance Docket No. 33388

Dear Secretary Williams:

My name is Edward Kluckowski. I am Vice President of Northeast Solite Corporation in Mt. Marion, NY. My office address is P.O. Box 437, Old Kings Highway, Mt. Marion, NY 12456. In my position, I am responsible for coordinating the transportation strategy for aggregates. I have been in my current position since 1996 and have worked in the field for 13 years. I am writing to express 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.

Northeast Solite produces lightweight structural aggregate for the construction industry.

Northeast Solite believes that the proposed division of Conrail's assets 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 joint acquisition of Conrail would produce better service, better equipment utilization and more competitive rates. With the enhanced CSX and NS systems, we expect more efficient, more reliable service.
2. We also expect that with the increased number of origins/destinations able to be reached in single-line service, we are more likely to increase our presence in the market using rail than we can today.
3. We are convinced that the proposed transaction will increase rail business for the enhanced CSX and NS systems, and that would be good for all of the shippers who rely on rail. Northeast Solite is well aware that trucks haul most of the nation's freight and that trucks dominate the freight market especially in the East. Because the improved CSX and NS systems will be able to achieve greater efficiency, they will return more freight traffic to the rails promoting long term capital investment and ensuring that rail service will grow into the future. These developments are, and should be, important to all rail shippers.

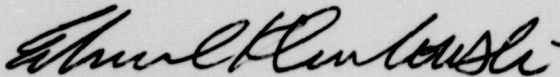
In conclusion, Northeast Solite supports the joint application of Conrail, CSX, and NS and requests that the Board move as quickly as possible to assure approval. We feel this is the best way to improve service, enhance efficiency and promote the growth of rail traffic in the East.

Vernon A. Williams

May 23, 1997

Page 2

I, Edward Kluckowski, 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 23 day of May, 1997.

A handwritten signature in cursive script, appearing to read "Edward Kluckowski".

Edward Kluckowski

Vice President

Northeast Solite Corporation

May 6, 1997

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

Dear Mr. Williams:

My name is Bruce C. Balchunas, Vice President of Operations at Northeast Warehousing and Distribution, Ltd. I have held my present position for nine (9) years. My duties include all aspects relating to the distribution services provided by Northeast Warehousing & Distribution Ltd.

Northeast Warehousing and Distribution, Ltd. is a transload business with sales of \$1.4 million annually. Transportation is a vital factor to the success of our business. We utilize rail and truck, divided 60% rail and 40% truck. We have facilities located at 140 Bethany Road, Monson, MA. These facilities are presently served by NECR and interchange with Norfolk Southern through Conrail. During 1996 we serviced 2800 cars at this location. Primarily, we ship to the eastern United States and receive from the pacific northwest in the U.S. and Canada who are on the lines of Norfolk Southern, Canadian National and Canadian Pacific.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. We would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service into and out of the Northeast had 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 on any Conrail lines which they

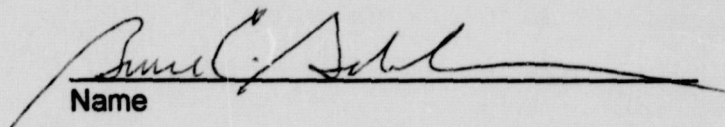
acquire. Additionally, this transaction will result in improved service time and competitive rates (both rail and truck).

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

I, Bruce C. Balchunas, 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,


Name

NORTHERN VIRGINIA TRANSFER CORP.

**P.O. BOX 680
GAINESVILLE VA. 20156
PHONE 703-754-1155
FAX 703-754-7259**

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn: STB Finance Docket #33286
1201 Constitution Ave.
N. W. Washington, D.C. 20423-0001

Dear Mr. Williams

My name is Jerry Taylor, and I am owner/president of Northern Virginia Transfer (N.V.T.) and North Carolina Transfer (N.C.T.). I have held my present position for eight years.

N.V.T. and N.C.T. are reloads for building materials. N.V.T.'s facility is located in Gainesville, Va. N.C.T.'s facility is located in Winston-Salem, N.C. These facilities are presently served by the Norfolk Southern (N.S.). We receive materials for lumber wholesalers located throughout the U.S. and Canada. During 1996, both facilities combined received 2,273 carloads of building materials (lumber & plywood). These locations received these cars (box, a-frame or flat car) on a daily basis.

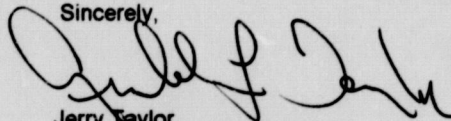
We support the proposed acquisition of Conrail by Norfolk Southern and CSXT. Since our facilities are located on the lines of N.S. we would welcome the benefit of increased market access for single line rail transportation. We have been served by the N.S. for several years and have been satisfied with their service. We are confident that they would be able to provide good service on any Conrail line which they acquire.

For the past eight years the N.S. has done an excellent job of getting our customers' carloads of material to us without delay.

For the reasons described above, I support the application of Norfolk Southern and CSXT to acquire Conrail.

I Jerry Taylor, 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.

Sincerely,



Jerry Taylor
Owner/President
Northern Virginia Transfer &
North Carolina Transfer

NORTHLAND RESOURCES LIMITED LIABILITY COMPANY

PHONE
(703) 935-7592

P.O. BOX 1120
105 WALNUT STREET
GRUNDY, VA 24614

FAX
(703) 935-7095

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 Manager of Northland Resources Limited Liability Company, and have maintained an equity position and served as President/Manager of Northland for sixteen years.

Northland 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 1,200,000 tons of coal to the above customers.

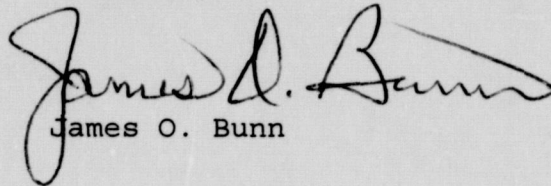
We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facility is located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service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

May 7, 1997
Page 2

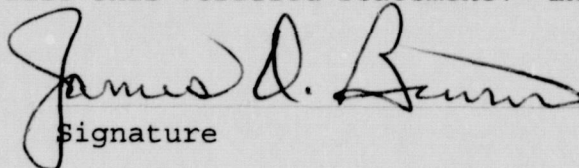
Conrail lines which they acquire.

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

Verified Statement
of
Helen Johannes on Behalf of Northridge Petroleum Marketing U.S., 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

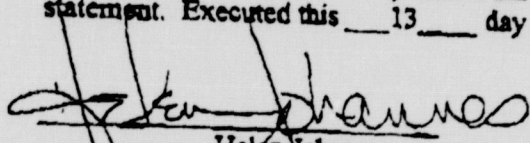
I am Helen Johannes, Marketing Representative of Northridge Petroleum. Northridge is located at Four Greenspoint Plaza, Suite 1200, Houston, TX 77060. I have served with Northridge in my present position for 8 years. However, we have only been Northridge for 4 months, but were formerly a division of Enron. My experience in this field includes 8 years with Tropigas, 2 years with Merion, and 2 with Enron, now Northridge.

Enron/Northridge has been in the business of making petroleum products for approximately 25 years. Northridge receives 800 cars of propane via rail. These shipments originate in the Gulf Coast and Canada on CSX, CN, CP, NS and IC. Our products are shipped via rail to points in New York, Virginia and Florida. These shipments flow over all railroads.

Northridge anticipates that the combination of CSX's present system with portions of the Conrail system will result in improved blocking patterns that will benefit Northridge. Many of Northridge's shipments originate from points served by Western carriers. Our present shipments are often delayed during handling at congested gateways. If blocking patterns can be structured such that interchange times are reduced, transit times and costs will go down accordingly.

Thus, Northridge looks forward to the consummation of the transaction between CSX, NS and Conrail and urges the Surface Transportation Board to approve their application.

I, Helen Johannes 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 13 day of May, 1997.


Helen Johannes



NOVA ChemicalsTM

a subsidiary of NOVA Corporation

Nova Chemicals, Inc.

400 Frankfort Road

Monaca, Pennsylvania 15061-2298

Telephone 414-774-1000

April 28, 1997

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1201 Constitution Ave., NW
Room 2215
Washington, D.C. 20423

Dear Mr. Secretary:

NOVA Chemicals 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 better control transportation costs while receiving faster service.

We hope this matter will receive early consideration by the Surface Transportation Board and that Congress will not block or delay deliberation of this matter.

Thank you for your consideration.

Sincerely,

Richard L. Herman
Logistics Administrator



® A Responsible Care® Company



Scott J. Preston
Logistics Supervisor

Novartis Crop Protection, Inc.
Contract Manufacturing
P. O. Box 16300
Greensboro, NC 27419-8300

Tel: 910-547-1193
Fax: 910-547-0307

VERIFIED STATEMENT OF SCOTT J. PRESTON AT NOVARTIS CROP PROTECTION, INC.

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
1925 K. Street, N.W.
Washington, D.C. 20423-0001

TOPIC: STB Finance Docket #33388

Dear Mr. Williams:

My name is Scott J. Preston, and I am the logistics supervisor for Novartis Crop Protection, Incorporated. Novartis Crop Protection was created by the merger of Ciba-Geigy Corporation and Sandoz in January of 1997. I have been involved in the rail transportation and logistics operations of Ciba/Novartis for four years. My responsibilities have included negotiating rail rates for all of Ciba-Geigy's rail transportation needs, evaluating the service performance of our rail carriers, managing Novartis' tankcar fleet, performing risk assessment of rail versus truck movements and supervising bulk liquid operations at 3rd party sites.

Novartis Crop Protection manufactures agricultural chemicals (i.e. herbicides, insecticides, fungicides and pesticides) for commercial sale to worldwide customers. We have a

facility located in McIntosh, AL and a major supplier in Charleston, SC. During 1996, the combination of our outbound and inbound loaded tankcar shipments total 280 tankcars.

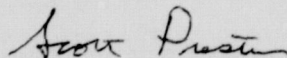
Novartis Crop Protection supports the approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail. My company is impressed with the Principles of Balanced Competition, which prescribe the need for two competing railroads in the Northeast which own their own track and facilities. Having only one rail carrier in the northeast, has limited the viability of locating future facilities in that region. Conrail's current service performance is poor and their pricing is often over-inflated. While there may have been a historical reason for insulating northeastern railroading from competition, that time is past. Customers need service by more than one rail carrier for this vast market. These rail carriers cannot be just any rail carriers. They must be of comparable size and scope to provide competitive service offerings. We have used Norfolk Southern for several years and they have continually provided timely service, competitive rates and a willingness to work with customers on growing their businesses.

In summary, we believe that approval of the application of NS/CSX to merge with Conrail should be approved by the STB.

VERIFICATION

I, Scott J. Preston, 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 February 11, 1997.

Sincerely,



Scott J. Preston
Logistics Supervisor

nucor corporation

2100 Rexford Road Charlotte, North Carolina 28211 Telephone 704/366-7000 Facsimile 704/362-4208
Executive Offices

Before the
Surface Transportation Board

Finance Docket No. 33388

Verified Statement
of
John D. Correnti

on behalf of
nucor corporation

My name is John D. Correnti. I am Chief Executive Officer of Nucor Corporation, 2100 Rexford Road, Charlotte, NC 28211 - 704/366-7000. Nucor Corporation is pleased to offer its support of the application for the joint acquisition of Conrail by CSX and Norfolk Southern ("NS"), and urges the Board to approve it promptly.

As Chief Executive Officer, I am responsible for the overall management and operations of Nucor Corporation. I have been with Nucor since 1980 and I have worked in the steel industry for approximately 28 years.

Nucor Corporation is the third largest steel manufacturer in the US and is the parent company for the following entities: Nucor Steel, Vulcraft, Nucor Cold Finish, Nucor Grinding Balls, Nucor Fastener, Nucor Bearing Products, Inc. and Nucor Building Systems. Because of the nature of our industry, we are heavily dependent upon rail transportation to move our products to our customers. Through our affiliates, we currently have plants located throughout the US from which we ship and receive product by rail.

Nucor Corporation supports the proposed transaction and believes that it should provide significant benefits to our company. In particular, we feel that the enhanced CSX and NS rail systems created by the proposed transaction should provide more single line routes which will reduce overall costs and eliminate the interchange delays currently in place.

The enhanced rail systems should provide:

1. Better rail service
2. Financing stability and financial access
3. Better terminal schedules and more reliable scheduling
4. Improved equipment utilization
5. Greater competition with trucks
6. Competitive strength which should lower costs
7. Long term quality assurance

In conclusion, Nucor Corporation supports the proposed CSX, NS and Conrail application and their ability to provide significant benefits to our company and its customers. The division of Conrail's assets should yield public policy benefits, increase competition in the freight industry and ultimately serve the public interest.

I, John D. Correnti, 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 29th day of May, 1997.



John D. Correnti
Vice Chairman, President &
Chief Executive Officer
nucor corporation

May 29, 1997

NUCOR STEEL

A DIVISION OF NUCOR CORPORATION

P O BOX 30 ARMOREL, ARKANSAS 72310 PHONE 870/762-2100 FAX 870/762-0621

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 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 NUCOR STEEL-ARKANSAS

My name is Steve Pienaar. I am the shipping / raw materials manager for Nucor Steel-Arkansas. My business address is P.O. Box 30, Armorel, Arkansas 72310. As the shipping manager, my responsibilities include planning for rail service, negotiation of rail contracts, rail property equipment leases, and arranging for carload and container on flat car shipments. I have worked in the transportation field for nine years.

Nucor Corporation operates 21 facilities at the following locations: Arkansas, Texas, Utah, South Carolina, Indiana, Nebraska, Trinidad, and Alabama. We produce steel products at each of these locations. In 1996, we shipped 500,000 net tons of steel coils from the Nucor Steel-Arkansas facility by rail. We ship to numerous points in the U.S. In 1996, we paid over \$15,000,000.00 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 rail carrier when CSX was to acquire all of Conrail. However, since NS has acquired the portion of Conrail which serves our customer's facilities, we will continue to enjoy competitive rail service at those locations.

Competitive rail service is important for Nucor Steel-Arkansas. There is a distinct need for balanced rail competition in the East. Nucor Steel-Arkansas

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 Nucor Steel-Arkansas, 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 our product.

In addition, replacing Conrail with NS will assist us in adding additional points to which our products may be 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.

I, Steve Pienaar, 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.

Signature Steve Pienaar

VERIFIED STATEMENT
Robert L. Pitts

May 15, 1997

on behalf of

NUCOR-YAMATO STEEL COMPANY
P.O. Box 1228
Blytheville, Arkansas 72316

Reference: DOCKET 33388

Since January 1989 I have served with Nucor-Yamato Steel Company, coordinating transportation with marketing and sales to achieve market shares for our steel products. Previous to Nucor-Yamato Steel Company, I served with Olin Corporation, Riceland Foods, Colt Industries Transformer Division. Beginning November 20, 1959, my career has been in transportation economics and logistics. Rail transportation has been a large part of my experience.

Nucor-Yamato Steel Company (NYS), commenced producing and shipping structural steel beams and h-pile in September of 1988. In March of 1989, we made our first profit. From our beginning, we have progressed from producing, selling and shipping 620,593 tons in 1989, to the 1996 record of 2,172,150 net tons produced, sold and shipped. Our 1996 percentage of shipments by transportation mode are: Rail 1,030,251 tons 47%; Truck 901,934 tons 42%; Barge 239,965 tons 11%.

The Conrail delivered 18% of our 1996 rail tons, ranking third in deliveries behind BNSF 28% and 25% UPSP. CSXT and NS each delivered 7% of our rail cars. When Docket 33388 is executed, the present Conrail, Norfolk Southern and CSXT will deliver approximately 32% of Nucor-Yamato Steel Company's rail traffic from Armorel, Arkansas. In late 1998 Nucor-Yamato Steel Company will commence produce wide flange and bantam steel beams at our new site in Berkeley County, South Carolina. This mill will target about 500,000 tons annually and adjust to consumer market demands. We predict about 30 percent of this tonnage to ship by rail. The present Conrail service will deliver a large part of this rail traffic.

We support this docket for the division of the Conrail, and the pledge from the Norfolk Southern and CSXT to improve transportation service, end monopoly of shippers and receivers who are now dominated by the Conrail, and re-establish rail competition to the North Eastern United States. We agree with Norfolk Southern and CSXT, and also believe this proposal will offer a more efficient and lower cost transportation system to our customers in the North Eastern States from our NYS mills 1 and 2 in Armorel, Arkansas, and our Nucor-Yamato Steel Company Mill 3 in Berkeley County South Carolina. Our support is contingent on the following:

It is also very important to Nucor-Yamato Steel Company that our proposed mill 3 be provided with dual service by CSXT and Norfolk Southern from our new plant site in Berkeley County, South Carolina, for deliveries to all open and closed stations on CSXT and Norfolk Southern.

Our facility in Berkeley County, South Carolina, is served by the East Carolina Berkeley Railroad, whose tracks have been leased by the CSXT, and now offers the Norfolk Southern service rights originating from Nucor-Yamato Steel's proposed mill site for traffic destined only to closed Norfolk Southern Stations. This arrangement restricts competitive transportation, and hinders marketing.

We are proposing that in these proceedings, the Norfolk Southern and CSXT will agree to provide Nucor-Yamato Steel Company Dual rail service originating in Berkeley County to all open and closed stations on the CSXT and Norfolk Southern Railroads; and grant us all competitive alternatives in Docket 33388, to the shared competitive stations in the States of Illinois, Michigan, New Jersey, New York, Pennsylvania and West Virginia as outlined in this docket.

Friendly competition provides better service to our customers. Nucor-Yamato Steel needs competitive origins and destinations. I believe this request is very consistent with the competitive structure of Docket 33388.

VERIFICATION OF STATEMENT FINANCE DOCKET 33388

STATE OF ARKANSAS
COUNTY OF MISSISSIPPI

I, Robert L. Pitts, being first duly sworn, deposes and say that I have written the foregoing document, knows the facts asserted therein, and that they are true as stated to the best of my knowledge and belief.


Robert L. Pitts

Subscribed before me this 16th day of May, 1997.

Seal:

NOTARY PUBLIC Kathy Franklin
MY COMMISSION EXPIRES: Apr. 12, 2000



The

Inc.

Quality & Service Since 1912

May 6, 1997

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

RE: STB Finance Docket No. 33388

Dear Secretary Williams:

As introduction, I am Robert L. Chandonnet, owner of the Nugent Sand Company, Inc. in Muskegon, Michigan. My business involves the mining, processing, drying and blending of lake sands primarily for use in the automotive foundry industry. The purpose of my letter is to express my strong support for the CSX and NS application to acquire Conrail and to urge the Board's swift approval.

In my business, we are shipping approximately 800M ton of sand per year. About one-third of that volume is transported via rail systems. The remaining two-thirds is shipped in trucks carrying maximum payloads of 50 ton in Michigan, 25 ton if going out of state.

It is our belief that the proposed acquisition of Conrail would definitely be in our best interests and the best interest of our customers as well. Again I urge the Board's approval of this application for the following reasons:

1. The acquisition will result in improved customer service better utilization of equipment, minimization of multi-line hauls, and more competitive rates.
2. Further, the acquisition will allow us to expand the marketing capabilities with the utilization of an expanded single-line service. Historically, the "cost of transportation" has dictated our market area.
3. Lastly, with the anticipated more competitive rate structure, we will be able to seriously evaluate some of the customers currently served by road hauls and look to conversions to rail as an alternative means at reduced costs.

May 6, 1997

Secretaty Vernon A. Williams

Page 2

To conclude, we feel the proposed application to acquire Conrail is in the best interest of all concerned to assure a strong future for the rail industry and its customers.

I, Robert L. Chandonnet, state under penalty of perjury that the above is true and accurate and that I am qualified and authorized to submit this verified statement.

Executed this 6th day of May 1997.

Robert L. Chandonnet

Robert L. Chandonnet



NYK LINE (NORTH AMERICA) INC.

300 Lighting Way
Secaucus, New Jersey 07094-1588

MICHAEL L. STRICKLAND
SENIOR VICE PRESIDENT
General Manager
Operations Division

TEL: (201) 330-3080
FAX: (201) 330-9751

May 31, 1997

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

Dear Mr. Williams:

VERIFIED STATEMENT
OF
MICHAEL E. STRICKLAND
ON BEHALF OF
NYK LINE (NORTH AMERICA), Inc.

STB FINANCE DOCKET NO. 33388

1. Witness Credentials

My name is Michael E. Strickland, Senior Vice President of Corporate Operations, NYK Line (North America), Inc.; North American Headquarters located at 300 Lighting Way, 5th Floor, Secaucus, NJ 07094. I have held my position for two (2) years, wherein I am responsible for all North America operations including rail, marine, trucking, equipment and maintenance and repair.

I graduated from the University of Oklahoma in May of 1972 with a BBA degree in Marketing and Finance. I was employed by Matson Navigation Co., and it's subsidiary Matson Agencies, Inc., from 1975 to 1988. For eight of these years I was Vice President and General Manager of Matson Agencies Inc., a full service agency company representing various international ocean carriers in the thirteen western states.

I joined NYK Line (NA), Inc., in June of 1988 as General Manager of the Western Region and was promoted to Vice President of the region in 1991. I assumed my current position of Senior Vice President and General Manager of Corporate Operations in April 1995. I am also Senior Vice President of Centennial Express Corporation (Centex), a Chicago based rail management company owned by NYK. I serve on the Board of Directors for both companies.

In my current capacity I am responsible for all NYK operational matters in the USA and Canada. My duties require that I have a good working knowledge of all railroad operations in the USA and Canada, especially as they relate to international cargo movement over the Pacific Coast gateways.

2. Company Background

NYK is a leading global logistics megacarrier. Our containerships call most ports on the east and west coasts of North America, including Seattle, Portland, Oakland, Los Angeles, New York, Norfolk, Charleston and Savannah. Directly, and through our Chicago based Centex subsidiary, we buy rail transportation for import and export traffic between these ports and most major metropolitan areas in North America. Centex also buys transportation for domestic shipments moving over many of these same corridors.

In 1996 NYK Line/Centex utilized all major U. S. railroads and our total volume of container movement exceeded 125,000 units.

Our primary rail providers are UPRR to/from the Pacific Southwest, BNSF to/from the Pacific Northwest, Conrail to/from the Northeast and Norfolk Southern and CSX in the Southeast. Our intermodal business over the East Coast ports are also increasing as more of our international cargoes enter/exit the USA over key ports, such as New York and Halifax.

3. Company Position on the Conrail Merger

Considering 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 that 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. In 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 historic reasons for insulating northeastern railroading from competition, that time is past and it is time for the market to have service by more than one rail carrier which owns its facilities. The rail carriers which compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable in size and scope and who provide a competitive service.

Growth in the intermodal industry will benefit my company. Providing rail competition in the Northeast, particularly from two competitors that 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 services are well known in the industry, as is its strong commitments to growth and service. Further, we have been impressed with Norfolk Southern's commitment to safety, as evidenced by its continued success in winning the Harriman Award.

4. Conclusion

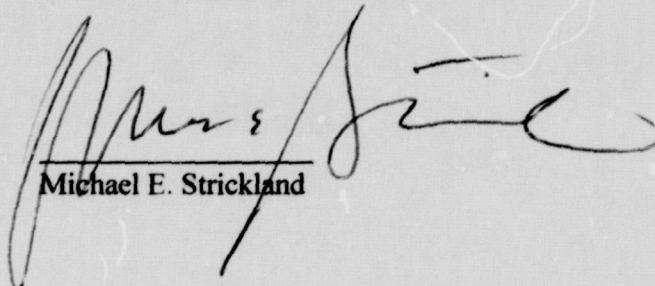
To summarize, we believe that approval of the application of Norfolk Southern and CSX to acquire Conrail should be approved by the Surface Transportation Board.

I, Michael E. Strickland, 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,

Michael E. Strickland,
Senior Vice President and General Manager
NYK Line (North America), Inc.



Michael E. Strickland



CORPORATION

Manufacturers of Cellulose Sponge Products

1301 LOWELL STREET, ELYRIA, OHIO 44035 • 216 323-6161 • FAX: 216-323-6166

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, Michael Flannery, 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 29th day of April, 1997.

Michael Flannery
Nylonge Company

Michael Flannery
Director of Purchasing/Materials
Nylonge Corporation



June 2, 1997

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

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

Dear Secretary Williams:

My name is Matthew C. Whichard. I am the Sourcing Process Leader-Logistics for NYNEX Corporation in New York. My office address is 240 East 38th Street, New York, NY 10016. In my position, I am responsible for coordinating the transportation strategy for NYNEX, including the transportation of inbound materials. I have been in my current position since 1995, and have worked in the logistics field for 12 years. I am writing to offer NYNEX's strong support for the proposed joint acquisition of Conrail by CSX and NS and to urge the Board to approve it promptly.

NYNEX is a global telecommunications provider with annual revenues of \$13.3 billion. NYNEX provides wireline and wire-free telecommunications services, directory publishing, and information delivery services to approximately 16.5 million customers in New England, New York, and selected markets around the world. NYNEX receives more than 2000 inbound shipments per day from approximately 1300 suppliers in 47 states and Canada. Inbound rail shipments to NYNEX consist primarily of utility poles and cable reels, but could be expanded to other commodity areas given added service efficiency and price competitiveness on the part of the rail carriers.

NYNEX believes that the proposed transaction 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 rail rates. With the enhanced CSX and NS systems, we expect more efficient, reliable service. It has been our experience that single-line service is faster, more reliable, and allows for better shipment tracking than joint carrier movements.
2. We are convinced that the proposed transaction will increase rail traffic for the expanded CSX and NS systems, and that would be beneficial for all shippers that rely

on rail transportation. NYNEX 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 expanded systems will be able to achieve greater efficiency, they will return freight traffic to the environmentally friendly rails, promote additional long-term capital investment and ensure that rail service will grow into the future. These developments are, and should be, important to all rail shippers.

In conclusion, NYNEX 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 the growth of rail traffic in the East.



Matthew C. Whichard

cc:

Mr. John Q. Anderson
Executive Vice President - Sales and Marketing
CSX Transportation
500 Water Street - J120
Jacksonville, FL 32202

Mr. Joseph M. Potts
Sales Manager
Consolidated Rail Corporation
2001 Market Street, 22-C
Philadelphia, PA 19101-1424



NYP CORP.

100 EAST GRAND STREET
ELIZABETH, NEW JERSEY 07201

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, Charles Rose, 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 29 day of APRIL, 1997.

Charles Rose
NYP Corp.

Charles Rose
NYP Corp.

O. C. Cluss Lumber Company

145 DONOHUE RD.
GREENSBURG, PA 15601-9380

PHONE: (412) 836-5420
FAX: (412) 838-7161

C.B. CLUSS
C.C. CLUSS
S.E. CLUSS
M.S. CLUSS

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

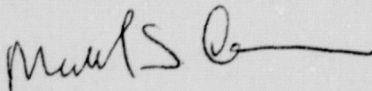
Dear Secretary Williams:

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, Michael S. Cluss, 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.



Michael S. Cluss
O.C. Cluss Lumber Co.



TIRE COMPANIES

5002 Rickert Road • Crystal Lake, IL 60014

Phone (815) 356-0071 • Fax (815) 356-0081

VERIFIED STATEMENT OF

O.T.R. TIRE BROKERS, 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 Mark Huffman, and I am Special Account Representative/Field Engineer, of The O.T.R. Tire Company. I have held my present position for 10 years. My duties include problem solving and solutions pertaining to all rubber tire equipment.

O.T.R. Tire primary expertise is in the sales and service of new and recap tires. Especially large tires utilized on unique equipment and/or conditions. We work with NS at the following locations: The Landons Yard.

Based upon our experience in providing the services described above, 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. 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

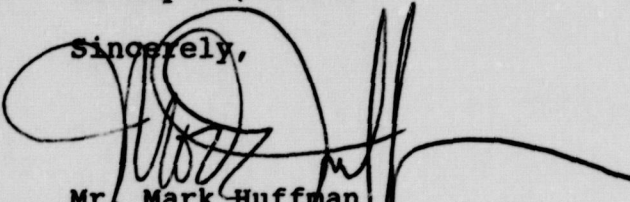
interested in this market to have service by more than one rail carrier which owns its facilities. The rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

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 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 Huffman, 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,



Mr. Mark Huffman
Special Account Representative/Field Engineer
O.T.R. Tire Company

MH:pj

OBERBECK

Feed Co.

P.O. Box 145 / 700 Walnut St.
Highland, IL 62249
1-800-632-2012
618-654-2387
Fax 618-654-5862
New Douglas 618-488-7475

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 Robert J. Luitjohan, Vice-President of Oberbeck Feed Company in Highland, Illinois.

I am writing you in support of the Acquisition of Conrail by the Norfolk Southern and CSX.

We are a country elevator with grain sales of approximately \$20,000,000.00 per year, and feed mill with retail sales of approximately \$500,000.00 per year.

We are currently locked into the St. Louis, Missouri markets because of Conrails inability to provide competitive service to other market areas. Competitive rail service is essential to the industry in which we are a part of.

Oberbeck Feed Company supports 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 Norfolk Southern to control Conrail.

Your immediate attention to this matter is greatly appreciated.

Sincerely,



Robert J. Luitjohan
Oberbeck Feed Company

OBERBECK

Feed Co.

P.O. Box 145 / 700 Walnut St.
Highland, IL 62249
1-800-632-2012
618-654-2387
Fax 618-654-5862
New Douglas 618-488-7475

Verification

I, Robert J. Luitjohan, 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.

Robert J. Luitjohan

Robert J. Luitjohan

State of Illinois

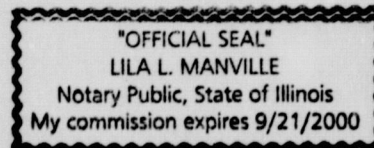
County of Madison

I certify that I witnessed Robert J. Luitjohan sign the above on May 28, 1997.

Lila L. Manville

Notary

My commission expires 9-21-2000



OCI CHEMICAL CORP.

One Corporate Drive
P.O. Box 902
Shelton, CT 06484
Phone 203/925/8100
Fax 203/925/8185



April 30, 1997

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

Subject: STB Finance Docket
No. 33388

**Verified Statement of Paul Rosenblatt
OCI Chemical Corp.**

My name is Paul Rosenblatt. I am Director of Distribution for OCI Chemical Corp., headquartered in Shelton, CT. Oriental Chemical Industries, a Korean company, purchased the Soda Ash business from Rhone-Poulenc, Inc., effective March 1, 1996. I have been with OCI since March 1, 1996 in this capacity, and previously with Rhone-Poulenc and the former Stauffer Chemical Co. for over 20 years, involved with Soda Ash transportation and distribution.

OCI has 1 manufacturing facility located in Green River, WY served by the Union Pacific Railroad. We also utilize the services of BN-served Bonneville Transloaders Inc., a truck-to-rail reload operation in Bonneville, WY using Green River product. We ship approximately 1.7 million tons by rail annually with expected growth in the next few years to 2.4 million tons. Our customers are primarily in the Detergent, Glass and Chemical businesses.

Norfolk Southern and previously N&W and SOU have been partners with OCI, Rhone-Poulenc and Stauffer Chemical since 1962. In 1996, our Green River plant shipped a total of 1,375 cars to destinations served by Norfolk Southern as well as overhead traffic involving Norfolk Southern.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. As mentioned above, we have no shipping facilities served by CR, but regularly ship to our customers situated thereupon. We also regularly ship to Conrail Flexi-flo Terminals in Detroit, Jersey City, Jeffersonville, IN and Buffalo, NY as part of our distribution network.

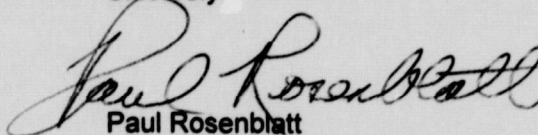
We believe that Norfolk Southern provides exemplary customer service today, which equals or exceeds Conrail's customer service presently. From a pricing standpoint, Norfolk Southern's aggressive approach will exceed that of Conrail and coupled with the division of Conrail's assets with CSXT, will create a doggedly aggressive competitive arena, which is of utmost importance to a commodity chemical business such as Soda Ash.

Our business growth expectations include increased business in packaged material. Up until now, intermodal and boxcar economics from Wyoming have not been competitive to the Northeast U.S. marketplace. Aggressive competition from the revamped Norfolk Southern and CSXT will hopefully promote fierce competition for this and other new business growth, with OCI as the beneficiary of aggressive pricing.

The inclusion of Norfolk Southern transit standards on the CR System should ultimately improve our railcar utilization, which will generate more car mileage earning dollars for OCI. At this juncture, we would promote the expediting of the consummation of the division of Conrail, since we are concerned about consistency of service in Conrail's tenuous status.

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

Sincerely,

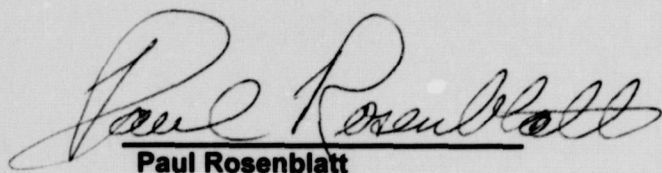
A handwritten signature in cursive script, appearing to read "Paul Rosenblatt".

Paul Rosenblatt
Director - Distribution

PR/jg
c:/pr/253

Verification

I, **Paul Rosenblatt**, 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.


Paul Rosenblatt



1810 WEST 20th STREET
ERIE, PA 16502
(814) 459-8024
FAX (814) 456-5108

Verified Statement of
OEM/Erie, Inc.
Finance Docket No. 33388

My name is Alan R. Birch. I am the Traffic Manager for OEM/Erie Inc. My business address is 1810 West 20th St., Erie, PA. 16502. As Traffic Manager, my responsibilities include planning for rail service, negotiation of rail contracts, rail property leases, and arranging for receipt of carload shipments. I have worked in the transportation field for over 20 years.

OEM/Erie Inc produces plastic trim parts at this location for the automotive industry. In 1996, we recieved 1,402,000 tons of plastic resin by rail.

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.

Although NS services our location, we wish to continue to enjoy competitive rail service at our facility. There is a distinct need for balanced rail competition in the East. OEM/Erie must compete on a global basis and look for cost savings whenever possible. Because transportation expenses are a major portion of product costs for OEM/Erie Inc., two rail providers maintain 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. Motor carrier service increases the costs of our raw material and directly effects the price of finished goods.

In addition, replacing Conrail with NS may assist us in adding additional points from which our raw material may be recieved.

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

I, Alan R. Birch, declare under penalty of purjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement.
Executed this 19th day of May, 1997.

A handwritten signature of Alan R. Birch, written in dark ink, is positioned above a horizontal line.



OGIHARA AMERICA CORPORATION

1480 West McPherson Park Drive
Howell, Michigan 48843

Phone (517) 548-4900
Telefax (517) 546-9594

April 8, 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 David L. Kerstetter and I am the Purchasing Manager at Ogihara America Corporation in Howell, Michigan. I am responsible for the procurement of all materials utilized within our organizational processes. This also includes the methods surrounding the transportation of these materials. I have been within my field of expertise for over 13 years and am familiar with numerous industry trends and expectations. The reason for this letter is to offer my company's endorsement for the CSX and NS application to acquire Conrail. A swift approval by the Surface Transportation Board is also requested.

Ogihara America Corporation is a Tier 1 supplier to the OEM's in the Automotive industry. Ogihara's specialties include automotive body panels and sub-assemblies for both domestic and international companies. We have established a second manufacturing facility in Birmingham, Alabama. We are a fairly new CSX customer and desire to expand our customer base throughout the United States. The majority of our inbound and outbound material is handled via truck. By development of our relationship with CSX, Ogihara hopes to become more accessible and competitive for our customer..

Ogihara supports the proposed acquisition of Conrail and feels that this would be beneficial as noted below:

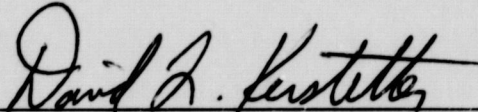
- 1) By providing availability of additional equipment and a larger network, Ogihara will have access to more competitive rates. Since Conrail and CSX each service steel mills, Ogihara would also have access to more cost effective single-line service from more steel mills. It is understood that single-line service is faster, more reliable and allows for better shipment tracking. This is especially important since our product is comprised of over 50% value in steel alone.

- 2) By increasing the number of destinations that would be available in single-line service, Ogihara can be provided greater market access by being able to be more competitive and avoid joint carrier move concerns.
- 3) Ogihara feels that the acquisition of Conrail will provide a more uniform and consistent rail system that will be beneficial to all shippers who rely on rail. This uniformity should provide greater efficiencies and economies of scale that ultimately will result in long term growth for the rail companies but also increase service and cost effectiveness for all rail shippers.

In conclusion, Ogihara America Corporation supports the application to acquire Conrail and request the Surface Transportation Board to approve expeditiously. We feel that this will be the best way to improve service, enhance efficiency and promote growth of rail traffic in the East.

I, David L. Kerstetter declare that 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 April, 1997.



**David L. Kerstetter-Purchasing Manager
OGIHARA AMERICA CORPORATION
1480 W. McPherson Park Drive
Howell, Michigan 48843**

bcc: John W. Snow
CSX
500 Water St.-J825
Jacksonville, FL 32202



OHIO BLENDERS, INC.

2404 Summit St. • Toledo, Ohio 43611
(419) 726-2655 • (Fax) 726-6629

DEHYDRATED ALFALFA PRODUCTS

May 1, 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,

This document is the verified statement of Ohio Blenders, Inc. Toledo, Ohio.

My name is Rolland Turnow and I am Secretary-General Manager of Ohio Blenders, Inc. My duties include all operations including rail transportation.

Ohio Blenders, Inc. produces alfalfa products for animal feeds in Northwestern Ohio. Additional alfalfa products are purchased from Western US and Western Canada. Our sales and shipments of alfalfa products are to feed manufacturers in Eastern US and Eastern Canada. These products are shipped in covered hopper cars.

We use and have facilities on all three railroads, NS, CSX, and Conrail. Conrail has been the main supplier of covered hoppers in to Northeast US in the past. To our concern they sold all their hoppers.

It appears with the proposed merger that we will have two strong competitors with cash to operate and with equipment to service the accounts.

We support approval of the transportation which will allow CSX and Norfolk Southern to acquire Conrail and divide its' assets.


Since we will have facilities on both NS and CSX, we will have the benefit of single-line rail on two roads plus competition into Northeastern US which we didn't have before.

Our working relationship with NS and CSX has been satisfactory and we are looking forward to working with NS on the lines they acquire from Conrail. These lines are important to us. We are expecting better equipment availability and good customer service.

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

I, Rolland Turnow, 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 1, 1997.

Sincerely,


Rolland Turnow
Ohio Blenders, Inc.



2100 TIN PLATE PLACE • YORKVILLE, OHIO 43971

Errol C. Sambuco
PRESIDENT & CEO
Phone: (614) 859-5515
Fax: (614) 859-5519

April 28, 1997

Mr. 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, Errol C. Sambuco, 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 28th day of April, 1997.

Sincerely,

A handwritten signature in dark ink that reads "Errol C. Sambuco". The signature is fluid and cursive, written in a professional style.

Errol C. Sambuco
PRESIDENT & CEO

OHIO RIVER TRANSLOAD SERVICE, INC.

513 ADELA AVENUE
LUDLOW, KENTUCKY 41016

PHONE : 606/491-9199

FAX 606/491-9297

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. Joint-line rail service into and out of the Northeast had tended to inhibit our ability to move this traffic, and the single-line service which NS 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 CR lines which they acquire.

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

I, John Nichols, 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,

John Nichols - Vice President - Secretary

John Nichols

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

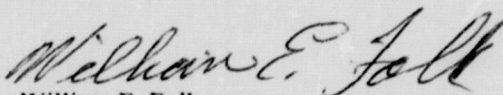
Dear Secretary Williams:

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, William E. Folk, 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 19 day of MAY, 1997.



William E. Folk
Manager Customer Service
Ohio Transformer

P.O. Box 380
Georgia Highway 3
Ochlocknee, Georgia 31773
Phone: 912-574-5050
FAX: 912-574-5010



Verified Statement
on behalf of
The Oil-Dri Transportation Company
Finance Docket No. 3338

May 12, 1997

Vernon A. Williams, Secretary
Surface Transportation Board
STB Finance Docket No. 3338
1201 Constitution Ave., N.W.
Washington, DC 20423

RE: Support for the joint acquisition of Conrail by CSX Transportation and Norfolk Southern Railroads

Dear Secretary Williams,

My name is Dennis Peterson, I am President of Oil-Dri Transportation Company located in Ochlocknee, Georgia. I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX Transportation and Norfolk Southern Railroads and to urge the Board to promptly approve it.

The Oil-Dri Transportation Company provides distribution functions for Oil-Dri Corporation, a manufacturer and distributor of products used in the consumer, chemical and agricultural markets. We ship bulk products which rely heavily on rail transportation as well as packaged products via trucks. Oil-Dri has three production facilities served by the rail industry with locations in Ripley, Mississippi, Blue Mountain, Mississippi, and Ochlocknee, Georgia. We ship our products nationally, consigning 1500 cars annually.

The Oil-Dri Transportation Company believes the proposed acquisition of Conrail by CSX and Norfolk Southern would be in our best interest as well as our customers' interest. We strongly urge the Board to approve their acquisition application for the following reasons:

1. The proposed system will provide more single line routes. This should reduce transit times and offer lower costs. We hope this will translate into better equipment availability and lower freight rates. This would allow Oil-Dri to become more competitive in our present markets and extend our reach into markets.
2. We believe the proposed systems after the acquisition will enable the railroads to better compete with trucks for interstate market share. Even though we operate a trucking company, we recognize that a strong intermodal freight network would be in our best interest and in the American public's best interest.

P.O. Box 380
Georgia Highway 3
Ochlocknee, Georgia 31773
Phone: 912-574-5050
FAX: 912-574-5010



CORPORATION OF AMERICA
TRANSPORTATION DIVISION

In conclusion, The Oil-Dri transportation Company supports the application of CSX and Norfolk Sothern to jointly acquire Conrail and request that the Board approve their plan.

I, Dennis E. Peterson, 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 this 12th day of May, 1997.

Dennis E. Peterson

A handwritten signature in cursive script that reads "Dennis E. Peterson".

President
OIL-DRI TRANSPORTATION CO.

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, William J. Johnson, 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.

William J. Johnson Pres.
William J. Johnson
O'Leary Bulk Services, Inc.

OLD DOMINION GRAIN CORP.

P.O. Box 816, West Point, Virginia 23181
(804) 843-2922

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.

My name is Linda Smith, and I am Secretary of Old Dominion Grain Corporation. I have held my present position for thirty-one years. My duties include, but are not limited to, direct oversight of all outgoing freight. Which, incidentally, is our primary mode of shipping.

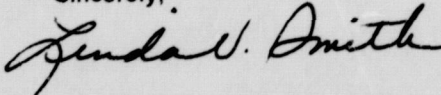
Old Dominion Grain Company is an independently owned & operated grain elevator which buys corn, soybeans, wheat and barley from customers within a 150 mile radius. We ship to customers along the east coast and as far west as Ohio. This facility is currently served by Norfolk Southern railway. Some of our buyers are served by NS, others by CSX or Conrail. During the fiscal year of 1996 we shipped approximately 1100 rail hoppers from our facility.

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 transportation. Joint line 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 able to compete in these markets with other companies enjoying single line service into the Northeast. We have used NS for 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.

I, Linda V. Smith, 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 6, 1997.

Sincerely,


Linda V. Smith

OLD DUTCH SAND COMPANY

(A DIVISION OF JACK GRAY TRANSPORT, INC.)

4600 15th Avenue East - Gary, IN 46403

219.938.7020

219.938.0127: FAX

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

05 May, 1997.

Dear Mr. Williams:

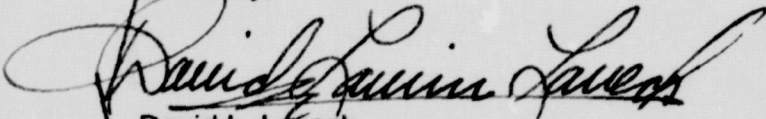
I am the general manager of Jack Gray Transport, Inc., the parent company of Old Dutch Sand Division - Gary, IN 46403. Old Dutch Sand Division transports various sands to customers within the mid west.

We feel that it is imperative, given a tentative agreement between NS & CSXT that the STB act in an expedited manner on this matter. Given the fact that Norfolk Southern will soon be our single carrier, and given the fact that NS is the premiere rail carrier within our market share areas, we urge you to act as promptly as possible on this matter so that our business may grow in cooperation with our efforts with the Norfolk Southern.

Again, we fully support the approval of this transaction in which Norfolk Southern and CSXT will acquire control of the Conrail system. Timely action is the key to the overall success and maximum benefit to the many positively affected customers! Thank you for your kind consideration of our official position relative to this matter.

I, David L. Laveck, 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 fifth day of May, 1997.

Sincerely,



David L. Laveck,
General Manager



OLDHAM LUMBER COMPANY

P. O. BOX 553, PARIS ROAD • GEORGETOWN, KENTUCKY 40324
502 - 863-1271

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 Kelly Glass, and I am Manager of Oldham Lumber, P. O. Box 553, Georgetown, KY, 40324. We have been in business for over 50 years. We are a supplier of cleaning and misc. supplies for Norfolk Southern Corporation at Georgetown, Ky.

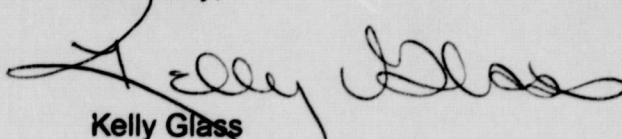
Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory served by 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, Kelly Glass, 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,

A handwritten signature in cursive script, appearing to read "Kelly Glass", written in dark ink.

Kelly Glass

OLIVER COAL SALES

P. O. Box 192
St. Paul, Virginia
Tel: 540-679-2803 FAX: 540-379-5264

May 15, 1997

The Honorable Vernon A. Williams
Office of the Secretary
Case Control Branch
Surface Transportation Board
Attn: STB Finance Docket # 33286
1201 Constitution Avenue, N. W.
Washington, D. C. 20423-0001

Verified Statement

Dear Mr. Williams:

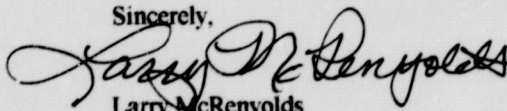
My name is Larry McRenolds, President of Oliver Coal Sales. Oliver Coal Sales is responsible for the production of over 100,000 tons annually from rail facilities located on the Norfolk Southern system in Virginia.

Joint line rail service into the Northeast has not allowed full access to markets that could be valuable to us. We support approval of the transaction which will allow Norfolk Southern and CSX to acquire Conrail and divide the assets. We would welcome the benefit of increased market access from single line rail transportation that will provide us an additional customer base previously unattainable.

Norfolk Southern has served us well for many years and since deregulation the Norfolk Southern has proven to be a valuable partner in the transportation and marketing of our coal domestically and worldwide.

We urge the board to approve the joint application of CSX and Norfolk Southern.

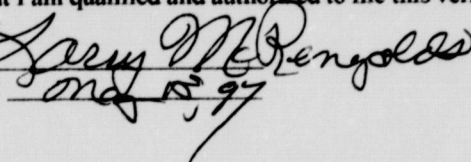
Sincerely,


Larry McRenolds
President

VERIFICATION

I, Larry McRenolds, 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.

Signed: 

Executed:  5/15/97



OLSON DISTRIBUTION SYSTEMS, INC.

1144 North 62nd Street
P.O. Box 13069
Milwaukee, Wisconsin 53213
(414) 778-3520

VERIFIED STATEMENT OF
GEORGE SCHALLY
ON BEHALF OF
OLSON DISTRIBUTION SYSTEMS

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 George Schally, Vice President & General Manager, of Olson Distribution Systems. ODS, is located at 1717 Pearl Street, Waukesha, Wi., 53186. I am responsible for the selection of rail, and, truck transportation requirements for our company, which includes our Intermodal, Rail Boxcar, Truck Brokerage Operations, and, also, the transportation needs of our eleven warehouse. I have been in my current position since 1970, and, have worked in the transportation field for 39 years.

An efficient, and, cost competitive transportation infrastructure is essential to the success of our business. Our warehouse group receives approximately 4000 truckloads of warehoused goods annually, from all over the country, and, moves several thousand Intermodal, and, Stack Train loads, from Wisconsin, to the East, Southeast, Southwest, and, West Coast areas of the country. Our principal destination cities, are located in the Northeast, and, Southeast tier of states. The joint acquisition of Conrail will be in ODS'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.

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 ODS, because the enhanced CSX system will allow us more flexibility to expand the (market reach for our entire product line), and/or (Markets from which we can receive product).



OLSON DISTRIBUTION SYSTEMS, INC.

1144 North 62nd Street
P.O. Box 13069
Milwaukee, Wisconsin 53213
(414) 778-3520

Page Two - Continued

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

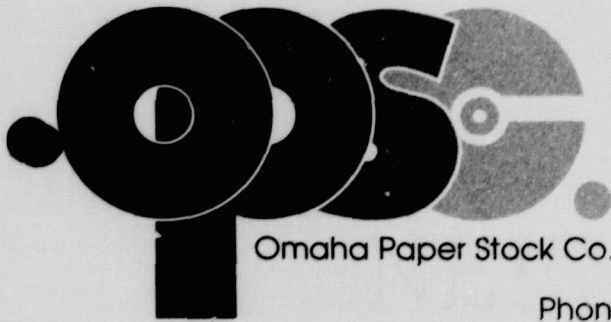
4. We are convinced that the joint acquisition of Conrail will result in more Intermodal service lane options, which, in turn, will benefit all the shippers that rely on rail. The enhanced CSX system will be able to achieve greater operational and terminal efficiencies. The acquisition will promote more 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, George Schally, 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 18th day of May, 1997.

A handwritten signature in dark ink, appearing to read "George Schally". The signature is fluid and cursive, with a long horizontal stroke at the end.

George Schally
Olson Distribution Systems



Omaha Paper Stock Co. • 320 Outerbelt Street, Suite G • Columbus, Ohio 43213

Phone (614) 751-9300 • FAX (614) 751-9330

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, Trish Mancuso, 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.

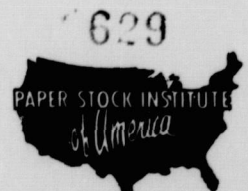
Sincerely,

Trish Mancuso

Trish Mancuso



Dealers, Graders, Exporters and Brokers of Paper Mill Fibers





O'MALLEY GRAIN, INC.

FOOD-GRADE CORN

400 West Center • Box 132
LeRoy, Illinois 61752

Business
(309) 962-2631

Residence
Rob (309) 928-9677

April 29, 1997

Mr. Vernon A. Williams
Surface Transportation Board
1925 K. Street, NW
Washington D.C. 20423-0001

RE: STB Finance Docket #33388

Dear Mr. Williams:

My name is Robert P. O'Malley and I am President of O'Malley Grain Inc., Leroy, IL. I have been in this business seventeen years. O'Malley Grain Inc. is a supplier of high quality food-grade corn used in the Snack Food & Tortilla Industry. We have facilities located at Leroy, IL and Mansfield, IL. We are presently served by the Norfolk Southern Railroad. We sell our grain to customers located at Kirby, Ohio, Northumberland, Bath and York, Pennsylvania. We have a new customer coming from Elizabeth, New Jersey. These facilities are all located on the Conrail. During 1996 we shipped over 150 railcars on a single car rate to these destinations.

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 increase 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 proposed would be a 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. 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.

To summarize, we believe that approval of the application of NS to merge with Conrail should be approved by the STB.

We also believe that it would be to the benefit of everyone involved if this issue would be handled by the Surface Transportation Board in a most expeditious manner to resolve the Conrail acquisition.