



P. O. Box 26 • Route 248 • Bath, PA 18014 • (610) &37-9700 • FAX (610) 837-8577

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 v riting 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 J. Ahm, 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 MAY, 1997.

Michael JMAhm Encor Coatings, Inc.

ENERCARB

Since 1884

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

Genova, May 14 1997

RE: CSX Corporation and CSX Transportation Inc. – Norfolk Southern Corporation and Norfolk Southern Railway Company – Co::trol and Operating Leases/Agreement – Conrail Inc. And Consolidated Rail Corporation, STB Finance Docket No. 33388=

Dear Mr. Williams,



My name is Massimo Ercolani and I am the President of ENERCARBO (the oldest private trader of coal in Italy). I have held my position for 34 years and I am the responsible for the procurement and trading of coal and its logistic.

ENERCARBO handles approximately 1.100.000nt of coal annually from the United States. For my company to continue importing coal from the U.S. at these tonnage levels, and even more in perspective, it is essential to have strong, competitive railroads in the northeastern United States which own their own track and facilities. The proposed acquisition and division of Conrail by NS and CSX meets my company's competitive expectations and needs. I believe the plan for Conrail lines will be beneficial for my company and for exports form the United States.

NS and CSX have prepared a comprehensive plan to provide competitive rail service. Pennsylvania coal will be able to move by one railroad to the Virginia ports and more central Appalachian coals will be able to move single line to Baltimore for export. As a result coal traders, such as ENERCARBO, will have better access to more types of coal.

For the above reasons ENERCARBO supports the proposed plan for Conrail and urges the Surface Transportation Board to approve it as expeditiously as possible.

Sincerely,

lashimo Ercolani uplan resident of ENERCARBO

s.r.l. Sede legale e amm.va 16146 Genova - Via T. Campanella, 9/2 - Tel. (010) 3621111 - 3620947 - Fax (010) 314416 - Tix 272609 MC GE I Cap. Soc. L. 1.700.000.0C3 - C.C.I.A.A. Genova 288540 - Reg. Trib. Genova n. 48676 - Cod. Fisc. 07458270159 - Fart. IVA 02921750101



Since 1884

VERIFICATION

I, Massimo Ercolani declare under penalty of perjoury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 14 day of May 1997 in Genova, Italy.

President of ENERCARBO Srl



s.r.l. Sede legale e amm.va 16146 Genova - Via T. Campanella, 9/2 - Tei. (010) 3621111 - 3620947 - Fax (010) 314416 - Tix 272609 MC GE I Cap. Soc. L. 1.700.000.000 - C.C.I.A.A. Genova 288540 - Reg. Trib. Genova n. 48676 - Cod. Fisc. 07458270159 - Part. IVA 02921750101

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Mr. Vernon Williams Secretary of State Surface Transportation Board STB Finance Docket No. 33388 1925 K Street N.W. D.C. 20423-001 WASHINGTON

Genoa, 15 May 1997

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,

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My name is Augusto Ascheri and I am Managing Director of Energy Coal S.p.A.. I have held my position for ten years and I am responsible for the procurement and purchasing of coal and its logistic. Energy Coal S.p.A. imports approximately 400.000 nt of coal annually from the United States to Rumenia. For my company to continue importing coal from the U.S. at these tonnage levels, and even more in perspective, it is essential to have strong, competitive railroads in the northeastern United States which own their own track and facilities. The proposed acquisition and division of Conrail by NS and CSX meets my company's competitive expectations and needs.

I believe the plan for Conrail lines will be beneficial for my company and for coal exports from the United States.

NS and CSX have prepared a comprehensive plan to provide competitive rail service. Pennsylvania coal will be able to move by one railroad to the Virginia ports and more central Appalachian coals will be able to move single line to Baltimore for export. As a result coal importers, such as ENEL, will have better access to more types of coal.

For the above reasons Energy Coal S.p.A. supports the proposed plan for Conrail and urges the surface Transportation Board to approve it as expeditiously as possible.

Sincerely. Augusto Ascheri Energy Coal S.p.A./Managing Director

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Vs. Rif.

Ns. Rif.



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VERIFICATION

I, Augusto Ascheri, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorised to file this verified statement. Executed this 15 day of May 1997 in Genova, Italy.

Augusto Ascheri Energy Coal S.p.A. Managing Director

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Energy Consulting, Inc.

May 14, 1997

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

RE: <u>CSX CORPORATION an CSXT TRANSPORTATION, INC.: NORFOLK SOUTHERN CORPORATION and NORFOLK</u> <u>SOUTHERN RAILWAY COMPANY - Control and Operating Leases/Agreements</u> - Conrail, Inc. and Consolidated Rail Corporation, STB Finance Docket No. 33388

> Verified Statement on behalf of Energy Consulting Inc.

My name is Robert Lewis and I am President of Energy Consulting, Inc., (ECI). I have held my position for three years, and my primary area of expertise is in coal and coal related transportation matters by virtue of my twenty years experience in this field. Prior to forming ECI, I held positions as Manager of Fuel Procurement for a major electric utility and Marketing Vice President for a large coal producing company. ECI provides marketing, procurement, financial companies and other participants in the energy industry. ECI currently represents shippers served by the Norfolk Southern Railway.

Earlier this year, I wrote you expressing my support of Norfolk Southern's plan to acquire Conrail because I believed it was a plan which would best ensure balanced rail competition in the East. I now understand that Norfolk Southern and CSXT have formulated a new plan which would result in both carriers acquiring control of Conrail and then dividing the assets and trackage of Conrail in the manner which has been described to me and will be described in the joint application of NS and CSXT to control Conrail. This will produce two strong railroads of roughly equal size serving the Southeast, Northeast, and Midwest. I now believe this new proposal by NS and CSXT will best accomplish the goal of balanced competition and, therefore, should be approved by the Surface Transportation Board.

I am acutely aware of the importance competition in the transportation industry play in the cost effective production of particularly sensitive to the need for competitive transportation of fuel for the electric utility industry and the increasingly critical importance of maintaining competition as that industry is deregulated. It is essential to maintain competition not only between modes of transportation, but alco among the same mode carriers. I believe that the plan which NS and CSXT will present to the STB will provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies, all of which are necessary to enhance competition. In summary, I support the application of Norfolk Southern and CSXT to acquire Conrail and I ask the Surface Transportation Board to approve the joint application.

I, Robert Lewis, 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,

ENERGY CONSULTING, INC.

President

RL:cd

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ENERGY MOUNTAIN COAL, INC. P. O. Box 2780 Grundy, VA 24614

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

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 Energy Mountain Coal, Inc. I have held this position for ten years.

Energy Mountain 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, Southeastern and Midwestern part of the United States, as well as Europe and the Far East. During 1996, we shipped approximately 2,200,000 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 May 2, 1997 Page 2

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

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

Sincerely,

F. D. Robertsor, 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 2, 1997.

F.D. + Atutur

Signature



ENERGY TRANSPORT, INC.

4801 S. Harlem Avenue • Forest View, Illinois 60402 • (708) 749-8103 • Fax: (708) 749-8106

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

VERIFIED STATEMENT OF ENERGY TRANSPORT, 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 Gary Hartney, and I am President of Energy Transport Company, 4801 S. Harlem Avenue, Forest View, Illinois 60402. I have held my present position for 18 years. My duties include owning and managing a fuel transportation company in the Midwest.

Energy Transport, Inc. is a fuel transporter to the rail industry in Chicago. We work with NS at the following locations: Landers Yard/Chicago and Calumet Yard/Chicago.

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. 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 an historical reason for insulating northeastern railroading from competion, 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 SNS'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, Gary Hartney, 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

Jan Hartne

Gary Hartney / President ENERGY TRANSPORT, INC.

PAGE . 002

4/21



#1 ELECTRIC ROAD MILTON, WV 25541 BUS. (304) 743-1581 FAX (304) 743-1584

MARCH 27, 1997

MR. VERNON A. WILLIAMS, SECRETARY SURFACE TRANSPORTATION BOARD 1201 CONSTITUTION AVE., NW ROOM 2215 WASHINGTON, D.C. 20423

DEAR MR. SECRETARY:

ENGINES, INC., RAIL CAR DIVISION, SUPPORTS THE AQUISITION OF CONRAIL BY CSX AND NORFOLK SOUTHERN. WE BELIEVE THIS PROPOSED MERGER IS POSITIVE, AND IF APPROVED WILL OFFER POTENTIAL GROWTH OPPORTUNITIES FOR MY COMPANY

WE HOPE THIS MATTER WILL RECEIVE EARLY CONSIDERATION BY THE SURFACE TRANSPORTATION BOARD AND THAT CONGRESS WILL NOT ACT TO BLOCK OR DELAY DELIBERATION OF THIS MATTER.

THANK YOU FOR YOU CONSIDERATION.

SINCERELY.

- Lincer

CARL C. GROVER PRESIDENT ENGINES, INC., RAIL CAR DIVISION

402 Old Knoxville Highway New Tazewell, TN 37825 423-626-5211

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

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

> Verified Statement of Lee Overton England / Corsair Inc.

My name is Lee Overton, and I am Materials Manager of England / Corsair. I have held my present position for 2 years. My duties include selecting mode and carrier for inbound raw materials.

England / Corsair is a manufacturer of upholstered furniture and we have facilities located in New Tazewell, Tennessee and Clearfield, Utah. These facilities are currently served by Norfolk Southern and we plan on shippin_[, roughly 12 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, Lee Overton, 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 9, 1997

Sincerely,

Lee Overton, Materials Manager England / Corsair Inc.

Englefield Dil Company

Eagle Oil Division 3600 ENTERPRISE AVENUE COLUMBUS, OH 43228 Phone: (614) 276-5216 Toll Free: (800) 276-5216 FAX (614) 276-5298

May 28, 1997

VERIFIED STATEMENT OF ENGLEFIELD OIL COMPANY 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 R. Williams, and T am Vice President of Englefield Oil Company. I have held my present position for 18 years. My duties involve the supervision of commercial fucls marketing.

Englefield Oil company is an independent petroleum products marketer. We work with the Norfolk Southern Railway Company at Columbus, Ohio.

Based on our experience in working with Norfolk Southern presently, and other railroad companys in the past, 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 facilties. 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 generally 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 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 competitive service. We are familiar with these 'open' competition matters in our business, and it is only reasonable to believe that this applies to all other business entities as well.

Growth in the intermodal industry will benefit our 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 our 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

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PSOMI SHOLEFIELD WIL COMPANY

EngleField Dil Company

Eagle Oil Division 3600 ENTEPPRISE AVENUE COLUMBUS, OH 43228 Phone: (614) 276-5216 Toll Free: (800) 276-5216 FAX (614) 276-5298

Page 2

Mr. Vernon A. Williams Surface Transportation Board

growth and service. Further, we have been impressed with Norfolk Southern's commitment to safety, as evidenced of continued success in winning the Harriman Award.

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

I, Robert R. 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 on May 28, 1997.

Yours very truly,

ENGLEFIELD OIL COMPANY

augaleres \$ teshag

Robert R. Williams Vice President - Commercial Fuel Sales

RRW: js



English China Clays, Inc. 100 Mansell Court East Suite 300 Roswell, Georgia 30076 Telephone: 770 594-0660 Fax: 770 645-3475

Verified Statement ECC International, Inc. Atlanta, Georgia.

Re: CSX Corporation and CSX Transportation, Inc. ; Norfolk Southern and Norfolk Southern railway Company--control and operating leases/agreements---Conrail, Inc. and Consolidated Rail Corp., STB Finance Docket No. 33388.

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

Dear Mr. Williams:

My name is Stephen M. Jackson and I am Director of Integrated Logistics for ECC International, Inc. located in Roswell Georgia. As Director of Integrated Logistics, I have direct responsibility for all transportation matters for ECC.

ECC international is involved in mining, processing and marketing of china clay (kaolin), ball clay, calcium carbonate and other industrial minerals. We have kaolin facilities at Kaolin and Sandersville, Georgia on the Sandersville Railroad, Stapleton Georgia on the Norfolk Southern, calcium carbonate operations at Sylacauga, Alabama on the Eastern Alabama Railway, and calcium carbonate operations at Hunt Valley, Maryland on the Conrail.

During 1996, ECC shipped 20,458 carloads of Kaolin throughout the U.S., Canada, Mexico and export to Europe and Japan. Also, several hundred cars of limestone products nationally. ECC International believes the proposed acquisition of Conrail by CSX and Norfolk Southern would be in our best interest as well as our customers' interest. New England is one of our strongest markets and we believe extending lines of CSX and NS will provide single line services over greater distances. ECC should be better able to supply customers with direct connections with the Springfield Terminal on product shipped to New England.

We believe the proposed systems after the acquisition will enable the railroads to better compete with trucks for interstate market share. We recognize that a strong intermodal freight network would be in our best interest and in the American public's best interest.

For the reasons stated above, ECC International supports the application of NS and CSX to acquire Conrail.

I, Stephen M. Jackson, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this second day of June 1997

Sincerely

Stephen M. Jackson Director of Integrated Logistics

ENRICO ROMAN, INC.

General Contractor

(215) 572-7010 Fax (215) 886-9439

1414 BRUCE ROAD, P.O. BOX 214 ORELAND FENNSYLVANIA 19075

April 1997

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

VERIFIED STATEMENT

RE: Proposed CSX/NG/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 numter 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, 't 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, Albino L. Roman, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this 30th day of *April*, 1997.

20Per flowan

Albino L. Roman Enrico Roman, Inc.

ENVIROCARE of UTAH, INC. THE SAFE ALTERNATIVE

May 16, 1997

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

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

Dear Secretary Williams:

My name is Larry Shelton and I am the Chief Financial Officer for Envirocare of Utah, Inc., a waste disposal company that has been in business for almost a decade now. I am writing you today to urge your board's approval of the proposed acquisition of Conrail by CSX and NS.

Envirocare of Utah, Inc. is located at 46 W. Broadway, Suite 240, Salt Lake City, Utah 84101-2028. We annually haul some 300,000 tons of low level waste via Conrail and UP.

From my position as Chief Financial Officer, it is clear to me that the proposed acquisition would greatly facilitate our transportation needs by allowing a more efficient utilization of existing equipment.

In a business such as ours that is largely dependent on rail service, the key issues are good service at a low price. We believe that the acquisition would tend to improve service while keeping prices low. Improved rail service would also create greater competitive advantages for rail vis a vis trucking, which we also utilize, and this too would tend to keep prices down.

Thank you for your consideration.

46 WEST BROADWAY • SUITE 240 • SALT LAKE CITY, UTAH 84101 • TELEPHONE (801) 532-1330



Mr. Vernon A. Williams May 15, 1997 Page 2

I, Larry Shelton, 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 16th day of May, 1997

Larry Shelton

ENVIROSOURCE

CLEVELAND SALES MAY 2 2 1997

EnviroSource Treatment & Disposal Services, Inc. 4350 Navarre Avenue Oregon, OH 43616-3518 (419) 698-3500 Fax (419) 698-8579 Drive Dille Director of Transportation

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.

VERIFIED STATEMENT OF ENVIROSOURCE, INC.

My name is Brice Dille, and I am the Director of Transportation of EnviroSource, Inc. I have been in this current position for two years.

EnviroSource has two rail served facilities, one in Oregon, OH served by the Norfolk Southern, and one in Grandview, ID served by the Union Pacific. EnviroSource receives material from locations all over the East Coast and Midwest. A large portion of our business originates on the Conrail, Norfolk Southern, and CSX Railroads.

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 Norfolk Southern we would welcome the benefit of increased market access for single-line rail transportation. With single line service, I believe our facility would be more competitive in these markets with other Companies enjoying single line service into the Northeast.

As a customer who has utilized the services of both Conrail and Norfolk Southern for many years, we are very excited that Norfolk Southern will be acquiring part of the Conrail system. It is our opinion that the customer service and operational support groups of the Norfolk Southern are far superior to Conrail's.

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

I, Brice Dille, declare under 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.

2 D.06 Brice Dille



Epsilon Products Compan ISO 9002 CERTIFIED

FAX TRANSMISSION	aht CSX
COMPANY	· VERIFY (Y/N)
FROM PHONE #	FAX #

account Responsibility -May 7, 1997

Vernon A. Williams Secretary STB Finance Docket 33388 1925 K Street NW Washington, DC 20423-0001

Dear Secretary Williams:

The purpose of this letter is to urge the Surface Transportation Board to approve the application of Norfolk Southern and CSX Transportation to acquire Conrail.

In my position as Director of Purchasing and Transportation, I am charged with identifying the most cost effective ways to move our product into the market place. Epsilon Products Company is a major producer of Polypropylene. Polypropylene is a commodity priced polymer which is used in a variety of industries such as appliances. furniture, carpeting, medical, automotive and packaging. We produce over two million pounds of polypropylene per day which is loaded into railcars. This volume translates into 12 cars per day or over four thousand car loads per year. Epsilon Products operates 365 days per year and manages a railcar fleet of 840 cars. We have chosen rail as our mode of transportation as it would not be economically viable or physically possible to rely strictly on motor carriers.

The solution that the NS and CSXT have come up with makes good economic sense as it will provide me with the opportunity to access either railroad via a terminal carrier right here in the Marcus Hook area. This will provide for competition which has never existed before. Epsilon Products Company has been producing polypropylene since 1991 and as we are located in Marcus Hook, Pennsylvania, we are captive on Conrail.

As I understand the concept, a terminal carrier will be set up to switch cars in and out of our plant and provide connection to either the NS or CSX. Until the NS and CSX proposed this plan, Epsilon Products Company was going to remain neutral in this matter. This will greatly help to ensure competition and give Epsilon Products Company 2 choice in carriers at the origin rather than just at the destination. If the application is approved,



P.O. Box 432 Post Road & Blueball Avenue Marcus Hook, PA 19061 (610) 497-8850 FAX (610) 497-1142 La la 1 1 111, R+ 05/23/97

Vernon A. Williams, Secretary Surface Transportation Board May 7, 1997 Page 2

Epsilon Products Company will award business to these railroads based on their price structure, transit times and overall quality of service provided. We know that there are better ways to move product to our customers by rail then what currently exists under the current Conrail set up.

It is for the reasons mentioned above that we ask that the Surface Transportation Board approve the application of NS and CSX to acquire Conrail. Please give our request careful consideration.

Sincerely.

EPSILON PRODUCTS COMPANY

Bryan Clelland

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Director of Purchasing and Transportation

JBC/cas

jbcrr.doc



ERIE FORGE AND STEEL, INC.

1341 West 16th Street PO Box 180 Erie, Pennsylvania 16512 USA phone: 814/452-2300 fax: 814/453-3105

May 29, 1997

The Honorable Vernon A. Williams Office of the Secretary Case Control Branch Surface Transportation Board ATTN: STB Finance Docket # 33388 1201 Constitution Avenue NW Washington, DC 20423-0001

Dear Mr. Williams:

My name is Terry Page. I am the Traffic Manager for Erie Forge & Steel, Inc. My business address is 1341 West 16th Street, Erie, PA 16512. As Traffic 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 twelve (12) years.

Erie Forge & Steel, Inc., operates facilities at the following location: 1341 West 16th Street, Erie, PA 16512. We produce steel at this location. In 1996, we shipped 15,500 tons of this product by rail. We ship to numerous points in the U.S. In 1996, we paid over \$717,835 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,

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in essence, lose the services of a rail carrier when CSX was to acquire all of Conrail. However, since NS has acquired the portion of Conrail which serves our facility, we will continue to enjoy competitive rail service at this location.

Competitive service is important for Erie Forge & Steel, Inc. There is a distinct need for balanced rail competition in the East. Erie Forge & Steel, Inc. must compete on a global basis. Both our domestic and international competitors look for cost savings whenever possible. Because transportation expenses are a major product cost item for Erie Forge & Steel, Inc., we need to have 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 approve the application of NS and CSX to acquire Conrail.

I, Terry A. Page, 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.

-

Torry + 5/29/97 Togl Page

ERNEST JACOBY & CO., INC.

JOHN A. BAYBUTT, PRESIDENT 59 WATERS AVENUE., EVERETT, MA 02149

NH	Tel/Fax	603-436-2010
	Tel	617-387-3600
" F	Fax	617-387-2897

5-19-97

1.44

Mr Vernon A. Williams Secy Surface Transportation Board STE Finance Docket 33388 1925 K Street NW Washington, DC 20423-0001

Re: CSX and Norfolk/Southern Railway Co annexation of CONRAIL properties and rail rights

Gentlemen:

I am the president of Ernest Jacoby and Co. Inc., suppliers of kaolin to the northeast area of the U.S. We are served by NS and CR with the end carrier Providence and Worcester RR.

We have been very well served by NS over the years, but feel that our needs would be better served by the addition of CSX in our area. CSX would provide fair competition in the northeast corridor, an area that has a contracting manufacturing base and can use any improvement available to it in regard to incoming and outgoing freight facilities.

I, John Baybutt, declare under penalty of perjury that the above remarks are true and correct. I certify that I am qualified and authorized to file this statement as of May 19, 1997.

Sincerely Mon John A. Bay

100 E HOME NO' : 123333834

201

VERIFIED STATEMENT OF:

ESCO, INC. finance docket #33388

My name is Ed Shuman, and I am president of ESCO, INC.

I have been president since its incorporation in 1983. My responsibilities include total monitoring of all purchases made by company employees for inventory of future sales.

ESCO, INC. is a wholesale lumber co. We have facilities located at Buffalo, NY, Waterbury, CT & Canada. New York and Connecticut are currently served by Conrail.

We sell and receive from customers/suppliers located throughout the United States and Canada. During 1996 we received 18 carloads from various suppliers.

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 enefit 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 servce 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 confdent 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. Ed Shuman, declare under penalty of perjury that the foregong is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 8, 1997.

Ed Shuma



ESCO TRANSPORTATION CO. 4078 AIR PARK MEMPHIS, TN 38118 901/363-2300 FAX 901/363-1006

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 PHILLIP H. SMITH, AND I AM THE REGIONAL VICE PRESIDENT OF ESCO TRANSPORTATION COMPANY, 4078 AIR PARK, MEMPHIS, TN 38118. I HAVE HELD MY PRESENT POSITION FOR TWO YEARS. MY DUTIES INCLUDE PRICING THE REGIONAL PICKUP/DELIVERY OF INTERMODAL TRAFFIC IN MEMPHIS, TENNESSEE AND THE SURROUNDING AREA. WE WORK WITH/FOR THIRD PARTY LOGISTICS FIRMS TO PUT TOGETHER A COMPLETE DOOR TO DOOR TRANSPORTATION SERVICE THAT INVOLVES TRUCK/RAIL/TRUCK MOVEMENT THAT COMPETES WITH OVER THE ROAD TRUCKING SERVICES.

ESCO TRANSPORTATION COMPANY IS AN INTERMODAL DRAYAGE COMPANY THAT PICKS UP AND/OR DELIVERS INTERMODAL SHIPMENTS WITHIN A 300 MILE RADIUS OF MEMPHIS, TENNESSEE. WE WORK WITH THE NORFOLY SOUTHERN RAILROAD IN MEMPHIS, TENNESSEE. WE HAVE INTERCHANGE AGREEMENTS AND WORK WITH CSX, IC, SP, UP, AND BN/ATSF IN THE MEMPHIS MARKET. WE ALSO HAVE INTERMODAL DRAYAGE OPERATIONS IN HOUSTON, TEXAS AND LOS ANGELES, CALIFORNIA.

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, PAGE 2

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. AS IS EVIDENCED BY THE TRUCK/RAIL/TRUCK COMPETITION BETWEEN THE EAST AND THE WEST COAST, IMPROVED INTERMODAL SERVICE AND COMPETITION BETWEEN THE MID-SOUTH AND THE NORTHEAST WILL BENEFIT THE ECONOMIES OF BOTH REGIONS.

GROWTH IN THE INTERMODAL INDUSTRY WILL BENEFIT MY COMPANY. PROVIDING RAIL COMPETITION IN THE NORTHEAST, PARTICULARLY FROM TWO COMPETITORS WHICH HAVE STRONG RAIL SYSTEMS IN THE SOUTHEAST, SHOULD PROMOTE THE GROWTH OF INTERMODAL TRAFFIC, WHICH IN TURN WILL ENHANCE MY BUSINESS AS A SUPPLIER TO THE INTERMODAL INDUSTRY. NORFOLK SOUTHERN'S CAPITAL INVESTMENT IN ITS INTERMODAL FACILITIES AND SERVICE ARE WELL KNOWN IN THE INDUSTRY, AS ARE ITS STRONG COMMITMENTS TO GROWTH AND SERVICE. FURTHER, WE HAVE BEEN IMPRESSED WITH NORFOLK SOUTHERN'S COMMITMENT TO SAFETY, AS EVIDENCED BY ITS EVIDENCE OF CONTINUED SUCCESS IN WINNING THE HARRIMAN AWARD.

TO SUMMARIZE, WE BELIEVE THAT APPROVAL OF THE APPLICATION OF NORFOLK SOUTHERN AND CSX TO ACQUIRE CONRAIL SHOULD BE APPROVED BY THE STB.

I, PHILLIP H. SMITH, 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 13, 1997.

SINCERELY.

PHILLIP H. SMITH REGIONAL VICE PRESIDENT ESCO TRANSPORTATION COMPANY

ESMOND TERMINAL WAREHOUSE

50 Suffolk Road · Mansfield, Massachusetts 02048 · Telephone (508) 339-5101

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, Ronald P. Dacko, 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 Aprice, 1997.

Dr. ho

Ronald P. Dacko Esmond Terminal Warehouse

Essex Hybrid Seed Company Limited

Original Canadian Hybrid Seed Corn Producers

TELEPHONE: (519) 727-6051 FAX: (519) 727-5188 Mailing Address: EMERYVILLE, ONTARIO NOR 1C0

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 Richard Pogue, and I am the president of Essex Hybrid Seed Company Limited, with its headquarters at Emeryville, Ontario, Canada, which is where my office is located.

Essex Hybrid Seed Company Limited is an agricultural business with sales of \$5,000,000.00 annually. Transportation is a vital factor to the success of our business. We utilize truck and rail, divided 70% rail and 30% truck. As president, I am responsible for the direct oversight of our transportation requirements which include inbound grain products. Primarily, we ship to Ray Caroll County Grain Growers and receive from Ray Caroll Grain Growers and Knight Seed Company Limited, both in the United States. Some of our shipments are to and from locations in the Northeast and Midwest.

I support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one 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 that 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 1990s, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, effecient equipment utilization and seamless synergies.

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

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

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

cc: Norfolk Southern - Toronto CSX Distribution - Hamilton

Sincerely,

Richard Pogue President Essex Hybrid Seed Co. Ltd.



900 SKOKIE BOULEVARD • SUITE 111 • NORTHBROOK, IL 60062 • (847) 205-5100 • FAX (847) 205-1018

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 Rail Corporation, STB Finance Docket No. 33388.

Verified Statement on behalf of Essex Trading Company; Finance Docket No. 33388:

My name is John MacDonald, and I've been the Operations/Transportation Manager for Essex Trading Company for the past (4) four years. My responsibilities include all rail transportation functions including rate negotiation and arranging for carload shipments as well as internal operational and logistic management.

Essex Trading Company is a brokerage and trading company dealing in secondary steel products and ferrous scrap. We have offices in Northbrook, IL., Gary, IN., and Youngstown, OH. and deal with all the major railroads and many of the Class II railroads throughout the country.

We have followed the Conrail situation with great interest and support approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail.

Competitive rail service in the East is very important to Essex Trading Company. Transportation expenses are a major cost to Essex and having only one rail provider in the East has economically restricted markets and allowed poor service quality in the past. We believe that having two railroads in the East will provide competitive alternatives not currently available in many cases and help keep rail rates in check. Since carrier service is not a viable alternative for our products, balanced competitive service would provide equals in terms of size, scope, and ability to provide competitive service would provide the greatest opportunity for competitive rates and improved service. While there may have been historical reasons for protecting northeastern railroading from competition, that time is past, and it is time for customers in this market to have service by more than one rail carrier which owns its facilities.

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

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

this millel

John MacDonald Operations/Transportation Manager Essex Trading Company





Etowah Recycling, Inc.

PLANT: 111 RAILROAD STREET CANTON, GEORGIA 30114 TEL: 770/479-1774 FAX: 770/479-8815 CORPORATE OFFICE: 555 COLONIAL PARK DRIVE SUITE 100 ROSWELL, GEORGIA 30075 TEL: 770/552-2794 FAX: 770/643-5866 800/268-0782

May 12, 1997

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

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

Dear Secretary Williams,

My name is Tim Kennedy. I am Secretary/Treasurer of Etowah Recycling Inc., in Roswell, Georgia. My office address is 555 Colonial Park Drive #100, Roswell, GA 30075-3766. I am writing to express my company's strong support for the CSX and NS application to acquire Conrail. We hope the Board will approve the acquisition expeditiously.

Etowah Recycling has been in the waste paper processing business for 10 years. We ship about \$20 million worth of waste paper via CSX annually. We expect the Conrail acquisition to lead to more efficient equipment utilization, through better, more direct and faster service.

We also support the acquisition because we believe that its new broad and balanced network will open up new markets. And we are convinced that it will create more direct and efficient routing.

We also support the acquisition because we believe it will introduce new rail competition. We believe that healthy competition will benefit us and our customers. More single-line service will also mean a greater opportunity to penetrate the truck-freight markets that dominate freight shipping today.

We believe that improved service and increased competition arising from the acquisition will lead to lower costs. And that, along with the more efficient service, will grow business on the railroad in a way that will benefit us and all businesses that use the rails for shipping. We urge the Board to approve the acquisition as quickly as possible.

Quality Secondary Fiber



I, Tim Kennedy, 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 12th day of May, 1997

• • •

Tim Kennedy
Euro-American Coal Trading, Inc.

New York Office: 1615 Avenue I Suite #320 Brooklyn, New York 11230-3045 Tel.: 718-377-0636 Fax: 718-677-8204

West Virginia Office: P. O. Box 953 Bluefield, W. Va. 24701 Tel.: 304-589-6332 Fax: 304-589-63

Mr. Vernon A. Williams Secretary Surface Transportation Board STB Finance Docket No. 33388 1925 K Street N.W. Washington, D.C. 20431-0001

May 13, 1997

Dear Mr Williams:

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

I am Theodore Sohnen, president of Euro-American Coal Trading, Inc. My responsibilities include sales and purchases of coal, conclusion of rail and ocean freight contracts and coordination of all logistics involved in the export of coal from the U.S. East Coast.

Euro-American has exported about 250,000 net tons during 1996 and we expect to double this volume this year. For us to continue of export porogram from the U.S. at these and greater levels, it is essential that we have strong, competitive railroads in the northeastern United States which own their own track and facilities. The proposed acquisition and division of Conrail by NS and CSX meets our company's competitive expectations and needs. We believe that the plan for the Conrail line will benefit our company and maintain and strengthen coal exports from the United States.

NS and CSX have prepared a comprehensive plan to provide competitive rail service. Pennsylvania coal will be able to move by on railroad to the Virginia ports and more central Appalachian coals will be able to move via a single line to Baltimore for export. As a result, coal importers will have better access to more types of coal.

For the above reasons, Euro-American supports the proposed plan for Conrail and urges the Surface Transportation Board to approve it as expeditiously as possible.

Sincer

Theodore Sohnen President

Euro-American Coal Trading, Inc.

New York Office: 1615 Avenue I Suite #320 Brooklyn, New York 11230-3045 Tel.: 718-377-0636 Fax: 718-677-8204 West Virginia Office: P. O. Box 953 Bluefield, W. Va. 24701 Tel.: 304-589-6332 Fax: 304-589-63

Verified Statement on behalf of Euro-American Caol Trading, Inc. Finance Docket No. 33388

I, Theodore Sohnen, 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.

Theodore Sohnen

Euroboard Enterprises, Inc. Post Office Box 8177 Monroe, LA 71211 (318) 388-5780 Telefax No.: (318) 388-4514





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

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

Dear Secretary Williams,

My name is Gail Shepherd. I am Sales Manager of Euroboard Enterprise Inc., in Monroe, Louisiana. My office address is P.O. Box 8177, Monroe, LA 71211-8177. I am writing to express my company's strong support for the CSX and NS application to acquire Conrail. We urge the Board to approve the acquisition promptly.

Euroboard Enterprise is a paper broker, and we've been in business for 16 years. We ship and receive our products by rail and truck. Euroboard strongly favors the application to acquire Conrail. We believe it will bring efficient single-line service to more shippers, improve equipment utilization through better, more direct and faster service, and extend the ability of rail shippers to reach new markets.

Euroboard e'so supports the acquisition because we believe it will improve the competitive position of the rail industry by introducing two strong rail competitors in the East. It will promote rail competition with the trucking industry, which currently dominates freight shipping and increase business on the railroad in a way that will benefit us and any business that uses the rails for shipping. We hope that the Board will approve the acquisition quickly.

I, Gail Shepherd, 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 11th day of May, 1997



High Grade Clays

SnofilSnobriteSnofil PlusSnobrite SpecialHi WhiteSnobrite PG

Apex cial Kaolloid Hi White R Snobrite Slurry Kaolex D-6 Snobrite FG

VERIFIED STATEMENT OF EVANS CLAY COMPANY

My name is Dwight Glo er, and I am Chief Executive Officer of Evans Clay Company. I have held my present position for 4 years. My duties include all management responsibilities including planning, marketing, operations, and finances.

Evans Clay Company is a miner, producer, and marketer of air-floated kaolin clay to the filler and extender markets. We have a facility located at 107 Old Macon Road, McIntyre, Georgia. This facility is presently served by Norfolk Southern. We sell to a variety of customers from large, Fortune 500 customers, to small, less than truckload accounts. Our markets include fiberglass, paper, sanitary wares, rubber, adhesives, sealants, roofing, and flooring, Shipment locations vary from within the state of Georgia to Washington state and points between. During 1996, we shipped approximately 2,000 carloads to these destinations. We utilize both railroad hopper cars, box cars, as well as our own leased pressure differential railcars and leased hopper cars. We ship product 7 days per week.

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 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.

I, Dwight Glover, 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,

Dwight Glover Chief Executive Officer Evans Clay Company

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VERIFIED STATEMENT OF RONALD G. ROBERTS

My name is Ronald G. Roberts, and I am Sales Manager for Evans Lumber Company. I have held my present position for 4 years. My duties include the Sales and Transponation responsibility for both domestic and exported products. Evans Lumber Company, headquartered in Nashville, NC, operates three sawmills in North Carolina and Virginia. We have a sawmill located at Waverly, Virginia. These facilities are presently served by NS. We sell to customers located in the Northeast. These facilities are located on the lines of Con Rail. During 1995 and 1996, we shipped no carloads to these destinations because the cost of two line hauls exceeded the truck rate.

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 singleline 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.

I, Ronald G. Roberts, 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 23 May, 1997.

Sincerely

Ronald G. Roberts

Evans Lumber Company • P.O. Box 1004 • Nashville, North Carolina 27856 Phone: (919) 459-3700 • FAX: (919) 459-3811



3300 MONTREAL INDUSTRIAL WAY TUCKER, GEORGIA 30084-9941

> (404) 939-8935 Fax (404) 939-7017

> > .217

March 15, 1997

The Honorable Vernon A. Williams Office of the Secretary Surface Transportation ⁷ oard 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 John C. Devereaux, and I am Director of Marketing of Executive Bonded Warehouses. My responsibilities include the generation of new customers for all of our warehousing operations.

Executive Bonded Warehouses provides warehousing for a variety of customers. And, since most of our facilities are rail served, rail transportation plays a vital role in our business as we greatly depend on railroads to meet our customer's expectations.

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

TO SUMMARIZE, WE BELIEVE THAT APPROVAL OF THE JOINT APPLICATION OF NS AND CSX TO ACQUIRE CONRAIL SHOULD BE APPROVED BY THE STB. We also feel it is in everyone's interest that this approval be granted in an expeditious manner.

Page II

I, John C. Devereaux, 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,

• . .

Successf John C. Devereaux

Director of marketing

CC: Mr. Allan Williams Norfolk Southern 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, Eric Kalivoda-Bierma, 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.

Eric Kalivoda-Bierma President Export Transport Company

EXPORTING COMMODITIES INTERNATIONAL, INC.

The Village II, 1200 S. Church Street, Suite 17 Mount Laurel, N.J. 08054

TEL. NO. (609) 866-2988 or 7413

FAX NO. (609) 866-8669

May 20, 1997

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

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

Dear Mr. Williams;

My name is Russell J. Stewart, President of Exporting Commodities International, Inc., located at 1200 South Church Street, Ste. #17, Mt. Laurel, N.J. My job responsibilities include the sale and purchasing of coal for both domestic and export markets.

Exporting Commodities International exports approximately 700,000 tons of coal from the United States and approximately 200,000 tons are sold domestically within the United States. For our company to continue to operate at these tonnage levels, it is essential to have strong, competitive railroads in the northeastern United States which own their own track and facilities. The proposed acquisition and division of Conrail by NS and CSX meets my company's competitive expectations and needs. I believe the plan for Conrail lines will be beneficial for my company and for coal exports from the United States.

NS and CSX have prepared a comprehensive plan to provide competitive rail service. Pennsylvania coal will be able to move by one railroad to the Virginia ports and more central Appalachian coals will be able to move via a single line to Baltimore for export. As a result, coal importers will have better access to more types of coal.

For the above reasons, Exporting Commodities International supports the proposed plan for Conrail and urges the Surface Transportation Board to approve it as expeditiously as possible.

Sincerely yours,

Russell J. Stewart President



EXPORTING COMMODITIES INTERNATIONAL, INC.

The Village II, 1200 S. Church Street, Suite 17 Mount Laurel, N.J. 08054

TEL. NO. (609) 864-2988 or 7413

FAX NO. (609) 866-8669

VERIFIED STATEMENT ON BEHALF OF EXPORTING COMMODITIES INTERNATIONAL, INC. Finance Docket No. 33388

I, Russell J. Stewart, 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 20th day of May, 1997.

1. Stunt

By: Russell J. Stewart President





May 1, 1997

Honorable Vernon A. Williams Office of Secretary Case Control Branch Surface Transportation Board 1201 Constitution Avenue, NW Room 2215 Washington, DC 20423

STB Finance docket 33388

VERIFIED STATEMENT OF RICHARD C. WALLING on behalf of EXPRESS MARINE, INC.

I am Richard C. Walling, President of Express Marine, Inc.

Express Marine is located at 29th Street on the Delaware, Camden, NJ, 08105. I am responsible for overall direction of the company, which barges coal from the rail terminals in Baltimore, Maryland, and Hampton Roads, Virginia, to electric utilities and cogenerators in the Northeast. I am writing to express our company's support for the acquisition of Conrail by CXS and NS.

Our customers obtain coal produced in Kentucky, West Virginia, and Virginia, and transported by the railroads to their terminals in Baltimore, Newport News, and Norfolk. At these piers, the coal is dumped into our barges and transported in coastwise movements to their power plants in New Jersey and Connecticut. We handle approximately 25,000 carloads of coal annually.

We believe that the acquisition of Conrail by CSX and NS will allow our customers to expand and extend their sources of coal supply in the listed states. In particular, the acquisition will enable them to access low sulfur coal fields with the need for more costly joint rail movements.



We also believe that, in our business, consistent and reliable rail transportation is crucial to the logistics management of our customers' coal needs. We expect that the acquisition will increase the hopper car supply available for our shipments, thereby enhancing the consistency of our transit schedules.

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

I, Richard C. Walling, 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.

Richard C. Walling

Tatas C. Usly_



XPRESS SYSTEM INTERMODAL, INC.

VERIFIED STATEMENT OF J.R. THORNTON ON BEHALF OF EXPRESS SYSTEM INTERMODAL, INC. STB FINANCE DOCKET NO. 33388

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

Background:

I am J.R. Thornton, Managing Director of Express System Intermodal, Inc. (ESI). ESI is located at 4400 MacArthur Boulevard, Suite 640, Newport Beach, CA 92660. I am responsible for purchased rail transportation covering the major traffic lanes throughout the U.S. I have been in my current position since 1985 and have worked in the transportation field for 30 years.

ESI provides a rail network of rates and routes primarily using rail stack train service throughout the U.S. Our customers are steamship lines, freight forwarders and intermodal marketing companies. We handle import, export and domestic shipments for these companies.

An efficient and cost provide the success of our business. ESI moves approximately 40,000 loads annually by rail, 12,000 of which are on the Conrail system. The joint acquisition of Conrail will be in ESI'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:

- 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 ESI because the enhanced CSX system will allow us more flexibility to expand the markets from which we can receive product.
- 3. We expect increased competitive access to ports in the New York and New Jersey areas.

Page 2 - continued

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 Est.

I, J.R. Thornton, 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.

J.R. Thornton Express System Intermodal, Inc.



VERIFIED STATEMENT OF J.R. THORNTON EXPRESS SYSTEM INTERMODAL, 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 J.R. Thornton, and I am Managing Director of Express System Intermodal, Inc. (ESI), 4400 MacArthur Boulevard, Suite 640, Newport Beach, CA 92660. I am responsible for purchased rail transportation covering the major traffic lanes throughout the U.S. I have been in my current position since 1985 and have worked in the transportation field for 30 years.

ESI provides a rail network of rates and routes primarily using rail stack train service throughout the U.S. Our customers are steamship lines, freight forwarders and intermodal marketing companies. We handle import, export and domestic shipments for these companies. During 1996, we shipped approximately 40,000 loads by rail, 12,000 of which were on the Conrail system.

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



any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service.

In addition to the competitive reasons stated above, my company would welcome the extension of NS service into the northeast. NS's capital investment in its intermodal facilities and service are will 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, J.R. Thornton, 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,

J.R. Thornton

Managing Director, ESI



F& P Enterprises, Inc.

19821 MAPLEWOOD ROAD JETERSVILLE, VA 23083 (804) 561-2790

May 5, 1997

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

Dear Mr. Williams:

My name is Ronald L. Pembelton and I am President of F & P Enterprises. Inc. I have held my present position for ten years. My duties include serving as chief executive officer of the corporation which includes overseeing and responsibility for all rail shipment.

F & P Enterprises. Inc. operates two woodyards and several logging crews. We have facilities located at Jetersville. Va. These facilities are presently served by NS. We sell to Chesapeake Corporation located at West Point. Va. These facilities are located on the lines of NS. During 1996 we shipped approximately twenty-seren hundred carloads to West Point. Va.

We support the proposed acquisition of Conrail by NS & CSXT. Since our facility is located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. 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-CSXT acquisition of Conrail.

Sincerely.

Pull 2 Pully

Ronald L. Pembelton, President F & P Enterprises, Inc.

I. Ronald L. Pembelton, declare under penalty of perjury that the foregoing is true and corrent. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 5, 1997

Ronald L. Pembelton

Rald 2 Pulke



2045 Cincinnati-Zanesville Road SW · Route 6 · Lancaster, Ohio 43130 · Telephone (614) 653-2161

May 8, 1997

Mr. Vernon A. Williams, Secretary Surface Transportation Board STB Finance Docket No. 33388 1925 K Stree, 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 tota 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, Michael E. Young, 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 8th, 1997.

Sincerely,

Michael E. Young

Michael E. Young General Manager

229 Columbus Branch: (614) 863-8731 JUN 2 '97 12:44 FROM CSX SALES PITTSBURGH

TO

14129227887 P.03

My name is Thomas A. Mitropoulos. I am Vice President of Transportation for Fairmount Minerals and have held by position for 35 years. Fairmourt Minerals is engaged in the production and sale of industrial minerals and sands. Our operating plants are located in Wedron, IL, BNSF served, Troy Grove, IL, UP served, Chardon, OH, NS served, Richmond Dale, OH, CSXT served, Bridgman, MI, CSXT served, Roff, OK, BNSF served, and Maider Rock, WI, BNSF served. Our offices are located at South Olive Street in Wedron, IL 60577.

The industrial sand plants of Fairmount Minerals are engaged in the manufacturing and shipments of large volumes of industrial sand throughout the United States, Canada and Mexico. A high percentage of our shipments move by rail. Our company controls the routing and essumes responsibility for payment of freight charges in most cases. As many companies in the manufacturing segment, we depend greatly on competition and transportation to keep prices down to remain competitive into the areas we serve.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the way it has been described to me, and will be described in the joint application of CSX and Norfolk Southern to control Conrail. We believe there is a need for two competing railroads in the

JUN 2 '97 12:44 FROM CSX SALES PITTSBURGH

Northeast that will own and operate their own facilities. We believe this proposed transaction as outlined is positive and if approved will offer ourselves end on to our customers better and expanded service opportunities. This would permit us also to keep transportation costs down where two competing railroads will operate instead of one.

TU

Both the Norfolk Southern and CSX will be comparable in size, scope and ability to provide the needed competition, provide for seamless service and efficient equipment utilization.

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

Respectively yours,

FAIRMOUNT MINERALS, LTD.

Toutor

Thomas A. Mitropoulos

ТАМЛІ

VERIFICATION

STATE OF ILLINOIS

COUNTY OF LASALLE

Thomas A. Mitropoulos, being duly sworn, on oath deposes and says that he has read the foregoing and knows the facts asserted therein, that the same are true and correct. Further certifies that he is authorized to file this verified statement.

omas A. Mitro poulos

SUBSCRIBED AND SWORN to before me this 29th day of May 1997

incourt

OFFICIAL SEAL KIMBERLY L GRETENCORD NOTARY PUBLIC, STATE OF ILLING MY COSMMESION EXPINES: 10/18/



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Illinois • 708-352-9770 Outside Illinois • 800-323-5935 Fax • 708-352-9660



FAIRRINGTON Transportation Corporation 6901 Santa Fe Drive • Hodgkins, IL 60525

VERIFIED STATEMENT OF FAIRRINGTON TRANSPORTATION ON BEHALF OF CSX TRANSPORTATION STB FINANCE DOCKET NO. 33388

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

Background:

I am Victor G. Warren, President of Fairrington Transportation Inc. Fairrington Transportation is located at 6901 Santa Fe Drive, Hodgkins, IL 60525. I am responsible for the overall financial viability of our corporation. I have been in my current position since 1981 and have worked in the transportation field for 29 years.

Fairrington is a transportation and logistics provider specializing in the print and mail industry.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. Fairrington Transportation ships 25,000 thousand truckloads of product and moves approximately 10,000 loads annually by rail to the East and Southeast markets. The joint acquisition of Conrail will be in Fairrington'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 Fairrington Transportation because the enhanced CSX system will allow us more flexibility to expand the market; by reaching for our entire product line as well as markets from which we could receive product.

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

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

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

Signature:

Victor G. Warren, President Fairrington Transportation

Falcon Express, Inc.

16059 S. Crawford · Markham, Illinois 60426 · (708) 331-1610

FOR INTERMODAL SUPPLIERS WHO WANT TO INCREASE COMPETITION IN THE NORTHEAST

VERIFIED STATEMENT OF

FALCON EXPRESS, INC.

FINANCE DOCKET NO. 33388

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

Dear Mr. Williams:

My name is Steve Ward ,and I am Manager of Intermodal Operations at Falcon Express, Inc. 16059 S. Crawford, Markham, IL. I have held my present position for 5 years. My duties include, responsibility for all Intermodal Operations.

Falcon Express is a vender who performs cartage service for the NS as well as other parties who use the facility. We work with the NS as the following loactions: Chicago. In addition, we work with all the other rails in Chicago.

Based upon our experience in providing the services 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 Northestern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more the one rail carrier which ownes 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.

Falcon Express, Inc.

16059 S. Crawford · Markham, Illinois 60426 · (708) 331-1610

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 continiued success in winning the Harriman Award.

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

I, Steve Ward, 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. Excuted on 5/29/97.

Sincerely,

Steve Ward Manager of Intermodal Operations Falcon Express, \nc.

FalconRoc Management Services, Inc.

645 Chatham Roau Somerdale, NJ 08083

Fax 609 346 2445

Voice 609 346 4900

Ms Sue McKamy **CSX** Intermodal 301 Route 17 North, 9th Floor Rutherford, NJ 07070

May 13,1997

Rodney W. Falkenstein on behalf of FalconRoc Management Services, Inc. STB Finance Docket 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 Rodney W Falkenstein, President of FMS, FMS is located in Somerdale NJ, I am responsible for overseeing transportation requirements. I have worked in the transportation field for 26 years.

FMS is a Transportation Broker. An Intermodal Marketing Company and FMS provides other transportation related services.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. FMS arranges transport for approximately 1600 truckloads of all kinds of product. The joint acquisition of Conrail will be in FalconRoc'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 arail 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 FMS because the enhanced CSX system will allow us more flexibility to expand the area of coverage where we can provide competition.

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 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, Rodney Falkenstein, 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 13th day of May, 1997.

Rodfley W

FalconRoc Management Services, Inc

FalconRoc Management Services, Inc.

645 Chatham Road Somerdale, NJ 08083

Voice 609 346 4900

Fax 609 346 2445

May 27. 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:

I support the proposed joint acquisition of Conrail by CSX and NS and I ask you to approve it promptly.

My name is Rod Falkenstein. I own and work a transportation intermediary company in Somerdale, NJ. During the past 25 years I have made decisions about how best to move freight. In doing so I have made selections from all the transport modes, mainly intermodal and over-the-road. My company, FalonRoc Management Services, Inc., recommends and arranges transport for many companies.

Efficient intermodal transport is essential to the U.S. transportation industry. Railroads compete with one another and with all the other modes of transportation, directly and as a part of a through movement. Efficient railroads make low-cost, profitable transportation a reality. An expanded CSX will make a better railroad and intermodal product available to FMS.

> An expanded CSX system will provide faster transit in a more direct route. Equipment utilization will improve as a result. Lower cost and improved pricing can increase competition.

Vernon A. Williams, Secretary <u>May 27</u>, 1997 Page 2

An expanded CSX impacts on international commerce because containerized cargo relies heavily on a lean, strategically locate ra troad operation.

Reduced operating costs that result from the transaction will permit plant improvement which can lower cost further and improve service.

Improved competition between rail and truck will result when redundant terminals and trackage are eliminated.

The transaction will result in better tracing information and will reduce in-house time devoted to tracking a shipment.

An efficient rail system will improve the regional railroad health and the national railroad competitiveness compared to the motor carrier choices.

FalconRoc Management Services, Inc. (FMS) supports the proposed transaction and requests that the Board move to assure a quick approval. The transaction will be good for business.

I, Rodney W. Falkenstein, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 27th day of <u>May</u>, 1997.

Rodney W. Falkenstein

FANNON TRANSPORTATION LOGISTICS ONE BROOKS LANE SAVANNAH, GA 31411 912-598-1736 (PHONE AND FAX)

June 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 Joe B. Fannon. I have been involved in transportation for over 40 years and have recently retired.

I support the approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and divide its assets. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. When only one company is able to operate in a particular market, service suffers and the price is noncompetitive. Based on my knowledge of railroad operations, I believe that in the 1990's two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

Sincerely

Joe B. Fannon

VERIFICATION

I, Joe B. Fannon, 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 June 2, 1997. A = A

B. Fannon

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. 33388, CSX Corporation and CSX Transportation Inc.; Norfolk Southern Corporation and Norfolk Southern Railway Corporation -- Control and Operating Lease/Agreements -- Conrail Inc. and Consolidated Rail Corporation

Dear Secretary Williams:

My name is Carmine Mazzella. I am owner/operator of Farm Fresh Inc., a fruit and vegetable supply company I started ten years ago, based in the Bronx. I am writing the STB to express my support for CSX and Norfolk Southern's purchase of Conrail's lines.

I see at least three outcomes from the deal that argue in favor of STB approval:

1. <u>More direct routes</u>. In my business, and as our name implies, timely delivery is everything. It's always a race against time to get produce from the field to the shelf. Even several hours delay in the arrival of Florida oranges can create major problems for my retail customers. For far too long, the Conrail bottleneck for shipments coming north through New Jersey has created needless delay as container cars are shifted off CSX cars and onto Conrail lines. The sale of Conrail will result in something the East Coast has needed for a long time: Expanded single-line service.

2. <u>More competition</u>. The lack of competitive East Coast rail transport has forced many of us to move over road what we'd rather ship by rail. The CSX/NS deal will make rail more competitive with truck transport -- with lower prices the result. Given the competitive business I'm in, consumers are going to see that benefit every time they wheel a shopping cart down the produce aisle.

3. <u>Better access to more markets</u>. My company prides itself on delivering fresh produce fast. Any change in the transport structure that reduces delays, makes for more direct service and creates pressure for lower prices is going to



give me a chance to take my products to new customers -- and offer existing customers products and produce I literally couldn't get to them before.

In my view, the time is ripe for this deal. I strongly urge the STB to grant its approval to the acquisition of Conrail by CSX and Norfolk Southern.

I, Carmine Mazzella, 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,

Carmine Mazzel'a



FARM SUPPLY CENTER, INC. 411 Linden Avenue - P.O. Box 2728 Zanesville, Chio 43702-2728 614/453-0341

.....

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 Transporation Inc. Norfolk Southern Corportation and Norfolk Southern Railway Corporation Control and Operating Lease/Agreements-- Conrail Inc. and Consolidated Rail Corporation

Dear Secretary Williams:

My name is Regis E. Michel. I am the General Manager of Farm Supply Inter, Inc., a company that has been in business for 65 years. We are located in Zanesville, OHio 43701. I am writing on behalf of my company to express our strong support for the application by CSX and NS to acquire Conrail, and to urge its prompt approval by the BOard.

Farm Supply Center, Inc. provides farms with grain, feed and fertilizer. We ship approximately 65 rail cars of grain, feed and fertilizer annually. The railroad we currently use is CSX. We also ship by truck.

My Company Strongly Supports the proposed acquisition of Conrail. We believe it will significantly expand our market, especially to Southeastern shipping points. We also expect that the acquisition will create many opportunities for more efficient use of cars and locomotives. This should make more cars available to us when we need them.

In sum, Farm Supply Center, Inc believes that the acquisition is both in our best interest and in the best interests of our customers. We strongly port the application to acquire Conrail, and urge the Surface Transportation Board to Approve it quickly.

I, Regis E. Michel, declare under penalty of perjury that the foregoing is 243



FARM SUPPLY CENTER, INC. 411 Linden Avenue - P.O. Box 2728 Zanesville, Ohio 43702-2728 614/453-0341

true and correct. Further, I Certify that I am qualified and authorized to file this verifed statement.

Executed this 22nd day of May, 1997.

Sincerely,

Egin & michil

Regis E. Michel

Farmers Grain Dealers Inc. PO Box 855 101 Ellen Street Blenheim, Ont. NOP 1AO

Mr. Vernon A. Williams Secretary Surface Transportation Board 1201 Constitution Avenue, NW Room 2215 Washington DC 20423

Dar Mr. Secretary:

Farmers Grain Dealers, Incorporated, support the acquisition of Conrail by CSXT and Norfolk southern. We believe this proposed merge is positive, and if approved will offer better and expanded service opportunities. This would permit our company to keep transportation costs down while receiving much improved service.

We hope this matter will receive early consideration by the surface Transportation Board and that no action will take place to block or delay deliberation of this matter.

Thank you for your consideration.

1 Nuchter Sincerely vid Nicholson



Farmers Supply & Explosives, Inc. P. O. Box 640 Barbourville, KY 40906 (606) 546-9215

<u>May 22</u>, 1997

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

VERIFIED STATEMENT

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

Dear Secretary Williams:

The issue of the joint acquisition of Conrail by CSX and NS is before you and your board. I am writing to show my support for this transaction. I appreciate you taking the time to hear my side of the issue.

My name is Curtis Corey. I'm the President of Farmers Supply & Explosives, Inc. in Barbourville, KY. We are in a specialized business, primarily servicing the strip mining industry. I have been in this business for 21 years so J am quite familiar with the ins and outs of the railroad system. It plays a big part in our business, and could play an even bigger part if service could be improved.

We use the railroad to deliver hopper cars of ammonium nitrate for the mines. However, in recent years we have gone more to truck delivery than rail due to delivery problems and the many other snafus that arise within the rail system. If this transaction occurs we are hoping that improvements will follow. We would much rather ship 100% of our product by rail and eliminate the trucks if it becomes possible.

We support this proposed joint acquisition and we hope that you and the board will agree. Thank you for your consideration.
Vernon A. Williams May 22, 1997 Page 2

I, Curtis Corey, 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 <u>22nd.</u> day of <u>May</u>, 1997.

Sincerely,

. . .

Curtis Coruz Curtis Corey, President

Curtis Corey, President Farmers Supply & Explosives, Inc.

Farmland Hydro, L.P.

C. M. Farris Vice President, Operations

May 16, 1997

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

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

Dear Secretary Williams:

I am the Vice President of Operations for Farmland Hydro, L. P. in Bartow (Green Bay), Florida. Part of my responsibilities include selecting and coordinating the transportation strategy for inbound raw materials and outbound finished products from our location here in Green Bay. I have been with Farmland Hydro, L. P. for eight years. I am writing to offer my company's strong support for the CSX and NS application to acquire Conrail and to urge the Board approve it promptly.

Farmland Hydro, L.P. is a large producer of agricultural phosphate products. We receive and ship over 58,000 rail cars at Green Bay each year. We believe the proposed acquisition of Conrail would be in our best interest and the interest of our customers and urge the Board to promptly approve this application. The acquisition of Conrail by CSX and NS should and would, we believe, produce better service, better equipment utilization, and more competitive rates for us.

Again, Farmland Hydro, L. P. supports the application to acquire Conrail and requests that the Board move as expeditioulsy as possible to assure approval.

A Delaware Limited Parmership

Very truly yours,

C. M. Farris Vice President Operations

CMF:ds/cmf9397

cc: Heyward Hollingsworth bcc: Eric Johnson - CSX



248 PAGE - 821

Green Bay Plant County Road 640 Post Office Box 950° Bartow, Florida 33831 Tele: 941 533 41 Fax: 941 533-8793

MAY 20 '97 15:30

FASIG COMPANY, INC.

11629 Old Lexington Pike, Walton, Kentucky 41094 Phone 606-485-1800 • Fax 606-485-1998

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 Terry Fasig, and I am Owner of Fasig Co., Inc., 11629 Old Lexington Pike, Walton, KY. 41094. I have been in business for over 18 years as a trailer repair provider. We repair trailers for Norfolk Southern Corporation and the CSX Corporation at Cincinnati, Ohio.

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 cwns 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, Terry Fasig, 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.

Iling fasig



FDC - The Fast Dry Companies

1400 N.W. 13th Avenue, Pompano Beach, FL 33069 Tel: (954) 979-3111 Orders: 800-432-2994 Fax: (954) 978-8479

The Fast Dry Companies POMPANO BEACH • ORLANDO

May 16, 1997

Vernon A. Williams Secretary Surface Transportation Board 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:

The Fast Dry Corporation builds and distributes tennis court products. As the owner and president of this 17-year-old corporation, I can tell you that distribution is not the stepchild of the production process. It is a core part of our business.

To keep our operations running smoothly here in Pompano Beach, we rely on other distributors in other regions of the country to keep the flow of raw materials coming in a smooth and predictable manner. For example, every year we rely on a timely receipt of 5,000 to 6,000 tons of crushed stone.

We'd like to get our product in a more efficient manner. We'd also like to see more competition in the hope of better pricing.



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Fast-Dry Corporation Fast-Dry Courts, Inc. Hydro-Court of Florida, Inc. New Construction Resurfacing Supplies For these reasons, I believe that the proposed acquisition of Conrail by CSX and Norfolk Southern will allow for more direct, single-line service that will make our operations more efficient.

And I hope that having two, evenly matched railroads will boost competition between different modes of transportation. I would love to see rail and trucking go head to head in competition for all my business.

I, Steve Dettor, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized tc file this verified statement. Executed this 16th day of May, 1997.

Sincerely,

Steve Dettor

 MAY 29 '97 16:09
 FROM CSX SALES PITTSBURGH
 PAGE. 902

 (1AY 29 '97 14:50
 FROM CSX HAMILTON
 PAGE. 001

 May-28-97 06:44A
 BILL STONEBRAKER
 B18-949-9521
 PAGE. 001

 FEDERAL WHITE CEMENT

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 FEDERAL WHITE CEMENT
 P.01

 FEDERAL WHITE CEMENT

 P.0. Box 69
 BELLWOOD. PA 18617-0069

 PHONE: (814) 948-8950 + (900) 285-1806
 WILLIAM R. STONEBRAKER

May 28, 1997

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

Dear Mr. Socretary,

Federal White Cement Ltd., support the acquisition of Conrail by CSXT and the Norfolk Southern,

We believe this proposed merger is positive, and if approved will offer better and expanded service to opportunities. This will permit our company to keep transportation costs down while receiving much improved service.

We trust this matter will receive early consideration by the surface transportation beard and that no action will take place to block or delay deliberation of this matter.

Thank you for your consideration.

Sincerely,

William Q. Stone

William R. Stonebraker Vice President Marketing & Sales

enc: bos MAY 29 '97 16:09 FROM CSX SALES PITTSBURGH MAY 29 '97 14:51 FROM CSX HAMILTON PAGE . 003

May-28-97 06:44A BILL STONEBRAKER

FEDERAL WHITE CEMENT P. O. Box 69 BELLWOOD, PA 16617-0069 PHONE: (814) 946-8950 • (800) 265-1804 FAX: (814) 949-8521

814-949-9521

P.02

265-1804 WILLIAM P to Presid

WILLIAM R. STONEBRAKER

VERIFIED STATEMENT OF WILLIAM R. STONEBRAKER

FEDERAL WHITE CEMENT LTD.

My name is William R. Stonebraker and I am Vice President of Marketing & Sales with Federal White Coment. I have held my present position for 5 years. My duties also include responsibility for Distribution and Transportation for the products we market.

Federal White Cement Ltd. is a Canadian Manufacturer of White Portland Coment.. We have a manufacturing facilities located at Woodstock, Ontario and a major distribution facility located in Northampton, Pennsylvania. The Pennsylvania facility is presently served by Courail. During 1996, we shipped 300 carlends of our product from our plant to our Northampton Pennsylvania distribution facility. We also ship our product to our other distribution facilities in the United States using the soil services of both CSX and the Norfelk Southern railroads.

We support the approval of the transaction by which CSK and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate is 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 rall carrier which owns its facilities. These rail carriers cannot just be any rail carriers. They must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroad operations I believe that in the 1990's two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies. I believe various aspects of the Principles of Balanced Competition will be realized by this plan 254 MAY 29 '97 16:10 FROM CSX SALES PITTSBURGH MAY 29 '97 14:53 FROM CSX HAMILTON

May-28-97 06:444 BILL STONEBRAKER

814-949-9521

P.03

In addition, we are looking forward to experiencing not only the change from being served by one rail carrier to being served by two, but also the greatly expended market reach which single line service by CSX and NS will offer. An extensive addition of single line rail service will allow us to provide increased market ponetration to creas which we have previously 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 Surface Transportation Board.

Sincerely,

quillion n. Star

William R. Stonebraker Vice President Maristing & Seles Federal White Coment Ltd.

VERIFICATION

I, William R. Stonebraker, 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 28th, 1997.

quillian 2. Stank

William R. Stonebraker

255



May 31, 1997

Mr. 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 William Z. Rogers. I am VP Sales & Marketing – Ceramics for The Feldspar Corporation, a Zemex Industrial Minerals company in Atlanta, Georgia. My office address is 1040 Crown Pointe Parkway, Suite 270, Atlanta, GA 30338. In my position, I am responsible for coordinating the transportation strategy for our manufacturing locations at Spruce Pine, NC and Edgar, FL, including the transportation of outbound product. I have been in my current position since 1992, and have been involved with my company's logistics for 17 years. I am writing to offer my company's strong support for the CSX and NS application to acquire Conrail and to urge the Board to approve it promptly.

The Feldspar Corporation is the largest producer of feldspar in the United States supplying feldspar and related minerals to the Ceramic and Glass Industry. Our products are used in the manufacture of ceramic tile, sanitary porcelain, dinnerware, specialty lighting glass, and other industrial applications. We ship approximately 200 cars per month from our plants in Spruce Pine, NC and Edgar, FL (both CSX served), and there is another line haul traffic from our plants in Allamore, TX (UP served) and Monticello, GA (NS served). We ship our products to customers nationwide.

The Feldspar Corporation believes that the proposed acquisition of Conrail 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 acquisition of Conrail by CSX and NS would produce better service, better equipment utilization, and more competitive rates. It has been our experience that single-line service is faster, more reliable, and allows for better shipment tracking than joint carrier moves.

790 Highway 226 South / P.O. Box 648 / Sprace Pine, MC 28777 / phone: (784) 765-8958 / fax: (784) 765-0203

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06/02/97 XON 12:30 FAX 770 392 8670

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ZEMEX

Mr. Vernon A. Williams Page 2 May 31, 1997

- 2. We also expect that with the increased number of destinations able to be reached in singleline service, we are more likely to be able to move outbound finished product by rail than we can today, to more distant markets.
- 3. We are convinced that the Conrail acquisition will increase rail business, and that would be good for all of the shippers who rely on rail. The Feldspar Corporation is well aware that motor carriers haul most of the nation's freight, and that trucks dominate the freight markets especially in the East. Because the East will be served by two strong railroads of roughly equal size and scope, they will be able to achieve greater efficiency, will return more freight traffic to the rails promoting more long term capital investment, and will ensure that rail service grows into the future. These developments are, and should be, important to all rail shippers.

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

Sincerely,

ZEMEX INDUSTRIAL MINERALS

William Z. Roger Vice President Sales & Marketing - Ceramics

WZR:ra



257

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770 392 8670 PAGE . 003 ** TOTAL PAGE.003 **

FENBECK TRANSPORTATION 9550 Skillman, Suite 200 Dallas, TX 75243 (214) 342-0240

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 Andy Cole, and I am Vice-President of Fenbeck transportation. I have held my present position for six years. My duties include overseeing intermodal operations and sales.

Fenbeck is a intermodal transportation company. We work with the NS at the following locations: Chicago, Memphis, St. Louis, Charlotte, Greensboro, Greenville, and Atlanta. In addition, we work with the CSX, BNSF, CSX, CR, and U.P. railroads.

Based upon our experience in providing intermodal transportation services, and working with the 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 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 of the application of NS and CSX to acquire Conrail should be approved by the STB.

I, Andy Cole, 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. Andy Cole

Vice -President Fenbeck Transportation



Telephone / Area Code 302 / 652-3326

Davidson Lane / New Castle, Del. 19720

FAX / 302 / 652-4325

259

April 28, 1997

Vernon A. Williams Secretary Surface Transportation Board 12th & Constitution Ave., NW Washington, DC 10423

> SUBJECT: CSX Corporation and CSX Transportation, Inc. -Control - Conrail; STB Finance Docket No. 33388

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed merger of CSX and Conrail and to urge the Board to approve it promptly. We believe that the proposed merger of Conrail and CSX 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. Since Conrail and CSX each serve our supply line, we expect to have more efficient, single-line service and more options with a merged system, creating faster, more reliable service which allows for better shipment tracking than joint carrier moves. We also expect that with the increased number of single-line destinations, we will be better able to penetrate new and more distant markets.

I believe the merged CSX/Conrail system will create greater efficiency, it will lead to more freight traffic on the rails diverted from truck promoting more long term capital investment and ensuring that rail service will grow in the future.

FERALLOY CORPORATION . EASTERN DIVISION . NEW CASTLE, DELAWARE

FERALLOY CORPORATION . SOUTHERN DIVISION . 100 FINLEY AVENUE . BIRMINGHAM, ALABAMA 35200 . PHONE: 205-252-5605 FERALLOY CORPORATION . CLEVELAND DIVISION . 2160 WEST 106TH STREET . CLEVELAND, OHIO 44102 . PHONE: 216-631-7300 FERALLOY CORPORATION . ST. LOUIS DIVISION . 2500 NAMEOKI DRIVE . GRANITE CITY, ILLINOIS 62040 . PHONE: 618-452-2500 FERALLOY CORPORATION . MIDWEST DIVISION . 12550 S. STONY ISLAND AVENUE . CHICAGO, ILLINOIS 60633 . PHONE: 312-646-4900



Vernon A. Villiams Page 2 April 28, 1997

In conclusion, we support the application of Conrail and CSX 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 A. Nolder, 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.

Very truly yours,

FERALLOY CORPORATION Eastern Division

George A. Nolder Flant Manager

GAN: bah



May 21, 1997

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

Dear Mr. Williams:

My name is Doug Waddle and I am the Plant Supervisor of Ferrellgas located on the Norfolk Southern at Somerset, Kentucky.

Competitive rail service is important for Ferrellgas. I feel there is a distinct need for balanced rail competition in the East. In our business, we face competition from may sources. Because of this competition, we are continuously striving to improve our product and our services as well as keep our cost down. This same competitive motivation applies in the rail industry.

Ferrellgas 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 NS to control Conrail.

There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been historical reasons for insulating Northeastern railroading from competition, that time is past and it is time for 3560 Southeustemers interested in this market to these service by more than one rail carrier which owns its facilities. That rail carrier cannot be just any rail carrier, they must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroading operations, I believe that in the 1990s, two carriers of relatively equal size and scope provide the greatest opportunities for scamless service, efficient equipment utilization and scamless synergies.

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

Sincerely. bug Waddle

Doug Waddle Plant Supervisor

VERIFICATION

I, Doug Waddle, 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.

Walle

Doug Waddle Plant Supervisor



FERROUS PROCESSING & TRADING CO.

9100 JOHN KRONK • P.O. BOX 10166 DETROIT, MICHIGAN 48210-0166

> (313) 582-2910 FAX (313) 582-1949

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, Fred W. Bause, 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 <u>28</u> day of <u>April 17</u>, 1997.

Ramp

Fred W. Bause President Ferrous Processing & Trading Co.



May-09-97 01:53P ferrous

P.01

FERROUS PROCESSING & TRADING CO. 9100 JOHN KRONK • P.O. BOX 10166 DETROIT, MICHIGAN 48210-0166

(313) 582-2910 FAX (313) 582-1949

VERIFIED STATEMENT OF Jeffrey N. Cole on behalf of Ferrous Processing & Trading Company STB Finance Docket No. 33388

My name is Jeffrey N. Cole. I am the Chairman and CEO of Ferrous Processing & Trading Company located in Detroit, Michigan. I am writing to express my company's strong support for the proposed joint acquisition of Conrail by CSX and NS.

Our company has an active interest in the outcome of this joint application proceeding because we use both Conrail and CSX rail service to supply the bulk steelmaking industry with approximately 1,000,000 tons of scrap-delivered raw materials each year. Ferrous Processing & Trading serves steelworkers primarily located in the Pittsburgh, Ohio Valley, and Chicago Melting Districts. We have two scrap metal yards located within the Detroit area; one is served directly by Conrail, and the other is served directly by CSX.

We support the proposed transaction because it would enhance competitive freight pricing by creating two strong competing railroads in the Detroit area and throughout the Northeast and Midwest. Our facilities currently have access to Norfolk Southern lines via reciprocal switching, but in the past we have not used Norfolk Southern because it has fewer receiving steel mills located on its lines than Conrail and CSX, and reciprocal switching charges made this a less attractive option. However, NS's acquisition of the Conrail route that serves one of our scrap yards, in addition to the other Conrail routes NS would acquire, would provide us with the choice of using NS. The presence of two strong railroads in the Detroit area, both of whom would be able to offer single-line service to our customers, would enhance competition and reduce freight rates.

We believe that the joint acquisition of Conrail by CSX and NS would provide us with the best of all possible worlds. Our current CSX service, which has been extremely responsive to our growth needs, would become even stronger and more efficient. We also would benefit from increased equipment availability. Ferrous Processing & Trading would still be able to reach all of our current markets, but also would have the potential to reach new markets through new single-line service to destinations that previously required a joint-line move on NS and Conrail. Most importantly, we would benefit from the improved competitive nature of the freight rates.



FERROUS PROCESSING & TRADING CO. 9100 JOHN KRONIC • P.O. BOX 10166 DETROIT, MICHIGAN 48210-0166

(313) 582-2910 FAX (313) 582-1949

My company appreciates the opportunity to contribute to the STB's evaluation of the proposed transaction. We hope that the Board will promptly approve the joint application.

I, Jeffrey N. Cole, 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 Execute this **9th** day of **200** 1997.

Alle M. Cle



FIRST THERMAL SYSTEMS ' Division of Dixstar, Inc.

J. Box 4756 . Chattanooga, Tennessee 37405 . Phone 423/265-3441 . Fax 423/265-3448

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.

VERIFIED STATEMENT OF EDDIE GRIFFITH FIRST THERMAL SYSTEMS

My name is Eddie Griffith, and I am Traffic Manager of First Thermal Systems. I have held my present position for 3 years. My duties include management of shipping.

First Thermal Systems is a manufacturer of thermal fluid heaters and we have facilities located at Chattanooga, TN. This facility is currently served by NS RR.

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.

I, Eddie Griffith, 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 19, 1997.

Sincerely,

Eads in the suffict

Eddie Griffith, Traffic Manager First Thermal Systems

Flanigan Drayage Co., Inc.

Insured & Bonded (513) 241-7698

CINCINNATI TERMINAL WAREHOUSE BLDG. 49 CENTRAL AVE. CINCINNATI, OHIO 45202 Local Trucking Since 1898

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 Mike Flanigan, and I am Owner of Flanigans delivery, 49 Central Ave., Cincinnati, Ohio 45202. Flanigans has been in business for 99 years as a drayman. We work with the Norfolk Southern Corporation and the CSX Corporation at Cincinnati, Ohio.

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, Mike Flanigan, 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 ungan Mike Flanigan

Fleet Supplies, Inc.

P.O. BOX 93831 CLEVELAND, OHIO 44101-5831 PHONE: (216) 621-5250 FAX: 216 621 1157 TELEX: 205 098LA

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

VERFIED STATEMENT OF FLEET SUPPLIES, INC. FINANCE DOCKET NO. 33388

My name is Charles A. Bacon Sr. and I am president of Fleet Supplies, Inc.. I have held my position for twentyfive years. My duties include; procuring product for distribution through Fleet Supplies, Inc..

Fleet Supplies. Inc. is a wholesale distributor and public storage and distribution center of liquid petroleum products such as gasoline, diesel fuel, kerosene, ethanol. We have facilities located at Mahoning Avenue, Cleveland, Ohio., These facilities are presently served by Norfolk Southern. We receive product from Archer Daniels Midland, Cargill, Stahley, Chief Ethanol and General Chemical. We have received more than 14 million gallons of product during 1996. This would equate service to about 483,000 railcars. We are fortunate to have this rail service as it makes our petroleum storage facility unique to this area. Since Ethanol cannot be shipped by pipeline, rail shipments are the next best method of shipment.

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 Norfolk Southern. We would welcome the benefit of increased market access for single line rail transportation. Joint line rail service into and out of the Northeast has tended to inhibit our ability to move this traffic, and the single-line service which N.S. 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 the services. 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 Norfolk Southern and CSX to acquire Conrail.

Sincerely, Dacow Charles A. Bacon President Fleet Supplies, Inc.

269

VERIFICATION

. . . :

I, Charles A. Bacon, 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 2, 1997.



FLEETMASTER EXPRESS, INC.

PO. BOX 12527 ROANOKE, VA 24026-2527 PHONE 800-476-1050 540-344-8834 FAX 540-342-3867

http://www.fleetmasterexpress.com E-mail: fleetmaster@worldnet.att.net P.O. BOX 4531 EDEN, NC 27288 PHONE 800-626-8874 910-635-4510 FAX 910-635-4512

VERIFIED STATEMENT OF Flootmaster 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 Harold Hopper and I am Vice President of Fleetmaster located at 735 W. Fieldcrest Drive, Eden, NC 27288. Fleetmaster is a motor carrier/drayman that operates out of the Norfolk Southern Intermodal facility in Greensboro, NC.

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.

USDOT 404732

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

Fleetmaster 1735 W. Fieldcrest Drive Eden, NC 27286



Dennis P. Jenssen on behalf of Flint Ink Corporation Finance Docket No. 33388 CSX Corporation and CSX Transportation, Inc. Norfolk Southern Corporation and Norfolk Southern railway Corporation -Control and Operating Lease-Agreements-Conrail Inc. and Consolidated rail Corporation

I am Dennis Jenssen, and I am Director of Distribution for the Flint Ink Corporation. I have been with the company for eleven years. Please accept the support of Flint Ink Corporation for the acquisition of Conrail by CSX and Norfolk Southern.

Flint Ink Corporation, located at 25111 Glendale Ave. in Detroit, ML, is a manufacturer of printing ink and related articles. We have over 68 manufacturing plants, located in every major city. See attached list of locations. In 1996, we shipped or received over 2000 cars on CSX or Conrail.

The aquisition of Conrail by CSX and Norfolk Southern will benefit our company by providing new single-line service. Our shipments currently originate at many of the listed sites. The interchange increases costs and transit times, reducing rail's competitiveness with truck for our business. After the acquisition, CSX will be able to provide single-line service to many of the attached Flint Ink Corporation plants, eliminating the interchange and reducing costs.

Please accept the support of the Flint Ink Corporation for the acquisition of Conrail by CSX and Norfolk Southern.

I, Dennis P. Jenssen, 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 13, 1997.

Sincerely.

Dennis P. Jensse

Director of Distribution



FLORIDA CRUSHED STONE COMPANY

May 7, 1997

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

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

Dear Secretary Williams:

I am writing to offer my company's support for the proposed joint acquisition of Conrail by CSX Transportation and Norfolk Southern.

Florida Crushed Stone Company, and its associated companies, are independent producers of electric power and Portland cement as well as a major producer of construction aggregates at our Brooksville complex. We use rail to secure approximately 450,000 tons of coal annually, and ship bulk cement via rail.

Florida Crushed Stone envisions the proposed acquisition to be in our best interest for the following reasons:

- 1. The potential for expanding our coal sources which possibly could allow for lower negotiated fuel prices and, in turn, could present an opportunity for lower electric rates in Florida.
- 2. Enabling railroads to better compete with trucks for interstate market share in turn may help lower high truck traffic along its already congested interstate highways.

In summary, Florida Crushed Stone Company supports the application of CSX and Norfolk Southern to jointly acquire Conrail, and respectfully requests Board approval of their plan.

Sincerely/ RUSHED STONE COMPANY FLORUSA

Vice President / Sales & Marketing

JEAIII/njt

Bcc: Bill Wittekind, CSX Transportation John W. Snow, Chairman CSX Corp. *

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1616 S. 14TH. ST. (34748) / P.O. BOX 490300 / LEESBURG, FL 34749-0300 USA / (352) 787-0608 / FAX (352) 728-5001



VERIFIED STATEMENT OF TIM PARKER on behalf of FLORIDA CRYSTALS INCORPORATED STB Finance Docket No. 33388

My name is Tim Parker. I am Director of Distribution and Logistics for Florida Crystals Incorporated (FCI) in South Bay, Florida. I am responsible for transportation issues related to inbound and outbound traffic moving to and from FCI operating facilities. I have been with FCI for one year and have worked in the transportation industry for 12 years. I want to express FCI's support of the proposed division of Conrail's assets. We are hopeful that the Board will approve the application of CSX, NS and Conrail.

FCI is the only completely vertically integrated sugar supplier in the United States. We grow, harvest, mill, refine and package sugar. FCI's customers range from members of the "Fortune 500" to "Mom and Pop" health food stores. We provide sugar to the West Coast, Pacific Northwest, Midwest, Northeast and Southeast via rail. We ship approximately 1,000 car loads per year from South Florida. The majority of our traffic moves over CSX, including movements over CSX to our warehouse in Philadelphia.

The division of Conrail's assets between CSX and NS would open new markets for FCI in the Northeast through the creation of new single-line service. Currently, sugar going to customers in the Northeast is trucked from our warehouse in Philadelphia because the joint-line rail rates available on CSX and Conrail do not provide a cost-effective transportation option. The need to use trucking makes us less competitive with other sugar suppliers that can serve customers in New York, New Jersey and other Northeastern destinations with a single-line rail movement. New single-line service from Florida to Northeastern locations beyond Philadelphia would provide a less expensive, more direct, transportation option that would allow us to grow our business in New York, New Jersey and other Northeastern markets.

I Tim Parker, 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 April, 1997.

Tim Parker

Distribution Center 8501 U.S. Highway 27 South Bay, FL 33493 PH: 561-992-5600 FX: 561-992-5592

Florida East Coast Deliveries, Inc.

VERIFIED STATEMENT OF FLORIDA EAST COAST DELIVERIES, 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 Orlando Acebal, and I am Manager of Florida East Coast Deliveries, Inc., 7300 N.W. 69th Avenue, Miami, Fl. 33166. I have held my present position for 10 years. My duties include managing all operations at our facilities, including, dispatching, sales, customs handling, billing and collections.

Florida East Coast Deliveries is a motor carrier offering local drayage in South Florida from NS terminals at Miami and Ft. Lauderdale and between the Port of Miami and Port Everglades. In addition, we also work with the CSX and FEC railroads at the same locations.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. There is a need for competition in the territory 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 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 May 29, 1997 Page 2

** 2 1

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

I, Orlando Acebal, 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, Ktond achal

Orlando Acebal Manager Florida East Coast Deliveries, Inc.

P.O. BOX 458 • U.S. HWY. 221 N. GREENVILLE, FLORIDA 32331-0458

> TELEFHONES: 904-948-2211 904-948-2221 FAX: 904-948-4616

Florida Plywoods, Inc.

Manufacturers of Veneer and Plywood

May 1, 1997

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

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

Dear Mr. Williams:

My name is John Maultsby, Jr. I am employed with Florida Plywoods, Inc. with its headquarters at Greenville, FL. My office is at Greenville, FL. I am President of Florida Plywoods, Inc. and my duties include management of all shipping, receiving and warehousing.

Florida Plywoods, Inc. is a manufacturer of particleboard and plywood. Our facility is currently served by Norfolk Southern and we ship approximately 200 cars per year.

If our company is to grow and prosper, we need a strong railroad servings our transportation needs. We 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.

Yours truly,

1. Match

John Maultsby, Jr.

JM/ew1

Verification

I, \underline{John} <u>Martisb</u>, \underline{Ja} , 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 ______, 1997

Name

GENERAL OFFICE: 155 East 21st Street / P.O. Box 4667 / Jacksonville, Florida 32201 / (904) 355-1781 FLORIDA ROCK INDUSTRIES INC Mining, Ready Mix Concrete, and Construction Products

May 16, 1997



VERIFIED STATEMENT OF JOHN BAKER ON BEHALF OF FLORIDA ROCK INDUSTRIES, INC. GTB Finance Docket No. 33388

My name is John Baker, and I am the President & CEO of Florida Rock Industries, Inc. Our company supports the division of Conrail's assets between CSX and NS because the new expanded rail systems would provide benefits for our company and for rail shippers throughout the United States.

Florida Rock Industries is a major construction materials company that produces construction aggregates and concrete products. Our headquarters is in Jacksonville, Florida, but we have mines throughout the Southeastern United States. The major markets we serve are located in Florida, Georgia, Virginia, Maryland and the District of Columbia.

Our company supports the proposed transaction because it would create an expanded CSX system that is even stronger and more competitive than CSX is today. The proposed division of Conrail's assets between CSX and NS would create a more efficient rail system and improve equipment availability for our company. The transaction also would enhance competition between CSX and NS, providing competitive benefits for all rail shippers.

In conclusion, we believe that the proposed transaction would help us to better serve our customers. Therefore, our company urges the Surface Transportation Board to approve the pending joint application.

I, John D. Baker 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 this <u>21</u> of May, 1997

) Balun I

/Jøhn D. Baker II President & CEO Florida Rock Industries, Inc.



PRODUCERS AND DISTRIBUTORS OF ALGREGATES AND ABRASIVES FOR EVERY PURPOSE

TELE-HONE 1300 401-0001

BSDO NORTHWEST 36TH AVENUE MIAMI, FLORIDA 33147

Verified Statement on behalf of Florida Silica Sand Company Finance Docket No. 33388

May 1, 1997

Vernon A. Williams, Secretary Surface Transportation Board STB Finance Docket No. 33388 1201 Constitution Ave., N.W. Washington, DC 20423

RE: CSX Corp. and CSX Transportation, Inc. - Control and Merger - Conrail, Inc., and Consolidated Rail Corp., STB Finance Docket No. 33388.

Dear Secretary Williams:

My name is Brian Pegram, I am President of Florida Silice Sand Co., Inc., Miami, Florida. My office address is 8500 NW 36 Ave., Miami, Florida 33147. I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX Transportation and Norfolk Southern Railway and the urge to the Board to promptly approve it.

Florida Silica Sand Company is a distributor of building products. We distribute sand, aggregates, bricks and related products. Florida Silica Sand has two outlets in Florida, the main plant in Miami and another outlet in Plant City, Fl. We source our products nationally, receiving approximately 450 rail cars per year. These are primarily bricks, gravel, crushed stone and sand, but also include specialty ores and decorative stone.

Florida Silica Sand Company believes the proposed joint acquisition of Conrail and CSX would be in our best interest as well as our customers' interests. We strongly urge the Board to approve the acquisition application for the following reasons:

1. A combined CSX/Conrail system would offer single line efficiencies and economics for many of our brick shipments. The quicker transit time would make Florida Silica Sand more responsive in our markets. We also believe single line routes would allow us to negotiate lower freight rates as a result of the lower cost structure a combined CSX/Conrail system would offer. This would make Florida Silica Sand more competitive.

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MAY. -19' 97 MON) 10:46 CSX SOU REGION SALES

P. 003

2. We presently source some specialty sand products via truck out of the Conrail service are: We believe it is likely that with a single line rail system we build be able to grow this segment of our business and convert it to rail.

3. We believe a combined CSX/Conrail system will emable the railroad to better complete with trucks for market share Living in Miami which has such dense truck traffic and high road construction and mainten ance it is easy to see that it would be in the public interest for the railroads to gain more of the national freight market.

In conclusion, Florida Silica Sand supports the application of Conrail and CSX and request that the Board approve their merger plan.

I, Brian Pegram, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file thid verified statement. Executed this with day of February, 1997.

HRIAN PEGRAM

BP:ms cc: Bill Wittekind, CSX Transportation Fax (904)279-63d8 John W. Snow, Chairman CSX Corp., 500 Water Street, (J8255), Jacksonville, FL 32202

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MAY 19 '97 12:01

PAGE.03


May 15, 1997

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

Dear Mr. Williams:

My name is Charles I. Edwards and I am Corporate Traffic & Transportation Manager of Florida Tile Industries. I have held my present position for 17 years. My duties include oversite of purchasing of all transportation services required for Florida Tile Industries.

Florida Tile Industries is a producer of cerainic tile. We have major manufacturing facilities in Alton, KY, served by NS and Lakeland, FL, served by CSXT and Shannon, GA, not rail served. We sell to and receive from customers and suppliers worldwide. These customers and suppliers are located on various rail lines. During 1996 we received 1,000 carloads cumulative from various suppliers in New York, Texas, Kentucky, Tennessee and North Carolina.

Florida Tile 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 NS to control Conrail.

There is a distinct need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been historical reasons for insulating Northeastern railroading from competition, that time is past and it is time for customers interested in this

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market to have service by more than one rail carrier which owns its facilities. That rail carrier cannot be just any rail carrier, they must be comparable in terms of their size, scope and ability to provide a competitive service. From what I understand of railroading operations, I believe that in the 1990s, two carriers of relatively equal size and scope provide the greatest opportunities for seamless service, efficient equipment utilization and seamless synergies.

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

Sincerely,

FLORIDA TILE INDUSTRIES

Charle J. Elund

Charles I. Edwards Corporate Traffic & Transportation Manager

VERIFICATION

I, Charles I. 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 15, 1997.

That I. Eland

Charles I. Edwards

Floyd Wilcox and Sons, Inc.

Premium Idaho Potatoes Since 1948

4891 South Highway 191 • Rexburg, Idaho 83440 Phone (208) 356-6668 • FAX (208) 356-6669

May 12, 1997

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

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

Dear Secretary Williams:

My name is Fred Bermensolo. I am Transportation Manager with Floyd Wilcox and Sons Inc., produce shippers in Rexburg, Idaho. I am writing to register my support for CSX and Norfolk Southern's planned acquisition of Conrail.

As I see it, the sale of Conrail would have a positive impact on the competitiveness of U.S. transport, for the following reasons:

1. More direct routes means less delay. As shippers of Idaho potatoes, our product is in demand everywhere. At present, however, we experience significant delays in shipping to East Coast destinations, due to the crazy-quilt rail connections east of the Mississippi. Each interchange can add as much as a day's delay to a delivery -- which is a serious problem when the product is produce. The sale of Conrail to NS and CSX will eliminate the need for a number of interchanges that do nothing but slow our product's shipping right now.

2. More competition leading to lower costs. East Coast shipping costs are higher than they should be because rail hasn't been competitive. The rational route structure made possible by the sale of CSX should allow rail to get back into the game with truck transport -- creating pressure on prices that should help companies like ours and consumers as well.

3. More market reach. More competitive prices and fewer delays will give our company more market reach -- more opportunities to go after new business given the improved transport system. Those new opportunities, multiplied across our economy, may be the most compelling reason this deal should go forward.

On behalf of my company, I wish to urge the Surface Transportation Board to approve the Conrail sale to NS and CSX without delay. I, Fred Bermensolo, 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 12th day of May, 1997.

Sincerely,

Fred Bernenselo

Fred Bermensolo

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, Thomas H. Mathis, 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 $\int 2 day$ of $\int \frac{May}{1997}$, 1997.

Thomas H. Mathis Director of Operations Fluid Energy Processing & Equipment

WILLIAM H. FORD President



Charleston, S.C. 29413-1909

FRANK C. FORD Chairman of the Board



1527 KING ST. EXTENSION

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 Corporatin 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 Billy Ford and I am the owner and chairman of the 'ard of Ford's Ready Mix Concrete company. I am writing you today to urge the Surface Transportation Board to move swiftly to approve the proposed acquisition of Conrail by CSX and NS. We at Ford's Ready Mix Concrete believe that this acquisition will be highly beneficial to our company.

Ford's Ready Mix Concrete is located at 1527 King St. Extension, Charleston, SC 29413-1909. We have been in business for 57 years and annually haul some 100,000 lbs. of stone and rock via CSX and Norfolk Southern. One of the most crucial issues in our business is on time delivery of our product. We believe that this acquisition, by providing more direct routing and better utilization of equipment would greatly facilitate our deliveries and produce greater customer satisfaction.

Thank you for your time and attention.

I, Billy Ford, 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

Billy Ford



Fort Howard Corporation • P.O. Box 19130 • Green Bay, WI 54307-9130 • 414-435-8821

May 20, 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:

Fort Howard Corporation, with headquarters in Green Bay, Wisconsin, has been in business for 78 years. With 1996 consolidated sales of \$1.6 billion, Fort Howard is a leading producer of tissue products for away-from-home customers in the United States, and a leading supplier of value brands and private label products for retail tissue customers. With three manufacturing facilities in the United States, one operation in the United Kingdom and a joint venture in China, Fort Howard's products include bath and facial tissue, towels, napkins, wipers and specialty nonwoven products.

As the Director of Purchasing and Transportation, it is my job to oversee the shipments that move inbound and outbound from our three domestic mills located in Green Bay, WI, Muskogee, OK, and Rincon, GA. Domestic freight expenditures amount to \$150MM for 245M shipments on an annual basis. Included in this cost is a significant amount of rail car shipments of coal, parent rolls and wastepaper, plus intermodal shipments of finished product, parent rolls and wastepaper.

CSX directly services our Rincon, GA, mill where there is an employee force of over 1100 people. The addition of a new paper machine at this facility, planned to be operational starting in 1999, will add 20% to the outbound tonnage capacity. The opportunity for carrier capacity expansion at Rincon is significant and it is critical that transportation service is reliable and cost effective. Increased direct rail service for the Rincon mill would have a beneficial impact as production capacity is expanded.

Our transportation service could be positively impacted by the proposed acquisition of Conrail by the Norfolk Southern and CSX Transportation due to an increase in single-line service. The way in which Conrail's lines are drawn closes off too much of the Northeast and Southeast from the Midwest, creating interchanges where there should be single-line, direct service. Where there are delays caused by the interchange of equipment from one railroad to another, it sets off a chain of delays that are felt throughout the rail systems. It also appears that based upon the preliminary Conrail trackage division plan, both Green Bay, WI, and Rincon, GA, facilities should have the same competitive situation for coal business that is presently experienced.

Fort Howard would benefit from a speedy approval of the acquisition of Conrail by CSX Transportation, Inc., and Norfolk Southern Railway Corporation.

I, James E. Carr, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 21st day of May, 1997.

Sincerely,

Fort Howard Corportion

James E. Carr Director, Purchasing & Transportation



BARRY I. SHEER President & C.E.O. 200 JONES STREET • P.O. BOX 377 • VERONA, PENNSYLVANIA 15147-0377 (412) 826-1111 • 800-472-2769 (PA Only) • (412) 826-1122 FAX

VERIFIED STATEMENT OF

FORT PITT CONSOLIDATORS, 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. 20423-001

Dear Mr. Williams;

My name is Barry I. Sheer, and I am President and CEO of Fort Pitt Consolidators, Inc. located at 200 Jones Street, Verona, PA 15147-0377. I have held my present position for nine (9) years. My duties include negotiation and approval of all rail transportation contracts, as well as all executive functions traditionally associated with the office of the President.

Fort Pitt Consolidators, Inc. is one of the oldest intermodal shipping companies in the United States. We transport intermodal traffic for hire as a common Carrier from or to any point in the contiguous 48 States, as well as Alaska, Hawaii. We also ship traffic to Canada and Mexico utilizing Rail Intermodal service. Representative lanes include, but are not limited to, Pittsburgh, PA to Chicago, IL and St. Louis, MO. via CONRAIL; Buffalo, NY to Memphis, TN via NORFOLK SOUTHERN; Memphis, TN to Orlando, FL via CSX; Los Angeles, CA to Chicago, IL via the UNION PACIFIC and SANTE FE.

During 1996, we shipped approximately 5200 containers/trailers within these lanes. These units consisted of traditional TOFC, COFC as well as double stack equipment in 40, 45, 48 and 53 foot lengths. Some of this equipment was Norfolk Southern owned or leased. The frequency of these movements is weekly.

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



200 JONES STREET • P.O. BOX 377 • VERONA, PENNSYLVANIA 15147-0377 (412) 826-1111 • 800-472-2769 (PA Only) • (412) 826-1122 FAX

BARRY I. SHEER President & C.E.O.

market and hurting service. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope, and provide a competitive service. It is our hope that in supporting this application, the NS will be in a position to provide service in shorter inter-city lanes in which Conrail has abandoned service. This would give us the opportunity to provide a service option to over the road truck in these lanes. 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. We have found programs like EMP to be very progressive and of great value to our company. By taking the responsibly to manage the equipment utilization, we are able to increase profitability and productivity not only for ourselves, but the railroads as well.

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

I, , 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

BARRY SHEER President Chief Executive Officer Fort Pitt Consolidators, 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, John Foss, 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 $\underline{Z3}$ day of \underline{Apri} , 1997.

John Foss Owner, Staff Instructor Foss Swim School



Wholesale Distributor Since 1921 GASOLINE - HEATING OIL DIESEL FUEL - L.P. GAS - LUBRICANTS

05/14/97

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 Watt R. Foster Jr., and I am Vice President of Foster Fuels, Inc. I have held this position for 12 years and have worked here since I was old enough to help my father as a boy. I currently am the majority stockholder of the company. My duties include setting policies, sales and distribution and many others as the owner of a family closely held corporation.

Foster Fue's has been in business since 1921. We are a distributor of petroleum products and serve a great part of southside Virginia. We have facilities in Brookneal, Halifax and Lynchburg. We have a very longlasting relationship with Norfolk Southern Corporation. My grandfather in 1921 received his products via rail service by them and we currently do today as well. This relationship has lasted for 76 years it has always been the "kind" to admire. We have always received top notch service as well as full cooperation from the people. People make everyones business and we are very proud of ours and the friendship we have built with Norfolk Southerns. I personally know many of their employees as my friends. We are very similar for we all work very hard and are honest.

We fully support the proposed merger of Norfolk Southern and Conrail. Since our facility is located on the lines of NS, we welcome the benefit of increased market access for single-line rail transportation. We recently invested over a half million dollars in a rail facility for propane gas distribution. In recent years the propane gas industry has grown significantly. The demand is difficult to meet during cold weather. The current pipelines are too small to handle this increase in demand. There have been many occasions where dealers have to allocate gas to their heating customers just to get by. This rail facility will enable us to receive additional product during these peak demand periods. If there was a single line service we would get better and faster service. There are repeated bogdowns of badly needed product because of dealing with multiple rail lines. Norfolk. Southern is the best to handle this situation and alleviate these problems. I would welcome the thought of Norflok Southern handling the Conrail lines for our gas would get to our customers on time.

^EOster Fuels, Inc. P.O. Box 190 Brookneal, VA 24528 294 1-800-344-6457 (804) 376-2322 FAX 376-5969



Wholesale Distributor Since 1921 GASOLINE – HEATING OIL – DIESEL FUEL – L.P. GAS – LUBRICANTS

Norfoll. Southern is also very safety oriented and in carrying the products we sell it is a vital consideration. We have never seen one act in 76 years on the side of either party that would make us think otherwise. Their equipment is well maintained as well as the tracks in which they run.

For all the reasons described above, I support the application of NS to merge with Conrail.

Sincerely, HR, Foster,

Watt R Foster Jr. Vice President

VERIFICATION

i, Watt R. Foster 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 14th, 1997.



Foster Fuels, Inc. P.O. Box 190 Brookneal, VA 24528 295 1-800-344-6457 (804) 376-2322 FAX 376-5969

VERIFIED STATEMENT OF FOUR-U-TRANSPORTATION, INC. FINANCE DOCKET NO. 33388

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

Dear Mr. Williams:

My name is Wade B. Ferguson, and I am Secretary/Treasurer and General Manager of Four-U-Transportation, Inc., P.O. Box 266, Stephens City, VA 22655. I have held my present position for 26 years. My duties include establishing customer and port drayage rates, along with daily operations and customer service.

Four-U-Transportation, Inc. is a common/contract carrier specializing in intermodal service. We work with NS at Front Royal, VA, Norfolk, VA, and Greensboro, NC. In addition, we work with Conrail and CSX at Baltimore, MD.

Based upon our experience in providing the services described above and working with various railroads, we would like to express our support of Norfalk 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 Southwest,

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should promote the growth of intermodal traffic, which in turn will enhance my business as a carrier and drayman to the intermodal industry. NS's capital investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with NS's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

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

I, Wade B. Ferguson, 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,

Hade Ferguson

Wade B. Ferguson Sec./Treasurer, General Manager

FOURTEEN FORTY TERMINALS, INC.

1440 WEST 34TH STREET • CHICAGO, ILLINOIS 60608 773/254-8888 • FAX 773/254-9293

VERIFIED STATEMENT ON BEHALF OF

FOURTEEN FORTY TERMINALS, 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 Lenore Vaccaro, and I am President of Fourteen Forty Terminals, Inc. I have held my present position for 15 years. My duties include the ownership and overseeing the daily operation of a local truck transportation company that supports railroad traffic.

Fourteen Forty Terminals, Inc. is a local motor carrier specializing in railroad related traffic in the Chicago Commercial Zone, working with the NS and CSX in Chicago.

We would like to express our support of Norfolk Southern and CSX in their efforts to acquire Conrail, and then divide the Conrail system. I believe 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.

FOURTEEN FORTY TERMINALS, INC.

1440 WEST 34TH STREET • CHICAGO, ILLINOIS 60608 773/254-8888 • FAX 773/254-9293

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, Lenore Vaccaro, 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,

cure

Lenore Vaccaro President Fourteen Forty Terminals, Inc.

LV/ls



4401 Stecker Avenue P.O. Box 4387 Dearborn, MI 48126-0387

Phone: (313) 945-9522 Fax: (313) 945-9606

Verified Statement of Fourteenth Avenue Cartage Company, Inc.

Finance Docket Number 33388

April 28, 1997

Mr. Vernon A. Williams Secretary Surface Transportation Board STB Finance Docket Number 33388 1925 K Street N.W. Washington, D.C. 20423-0601

Dear Mr. Williams,

My name is James E. Ryan, and I am President of Fourteenth Avenue Cartage Company, Inc. I have held my present position for sixteen years. I have been actively involved in all aspects of my business, especially the operations portion, including, but not limited to our large intermodal operations.

Fourteenth Avenue Cartage Company, Inc. is a fully bonded container yard, we pick up and transport containers to various points in the United States, with our main scope of operation in Michigan and Ohio. We work with the NS in the Detroit, MI port. In addition, we work with GTW, CN, BN, SF, CP Rail, CSX and Conrail.

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

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 will in turn 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 winning the Harriman Award.



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

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

Sincerely,

James E. Ryan President Fourteenth Avenue Cartage Company, Inc.

FRANKFORT SCRAP METAL CO., INC. COMPLETE INDUSTRIAL SERVICES



P.O. BOX 344 - 106 REGAN STREET FRANKFORT, KENTUCKY 40602 (502) 223 - 7607 FAX (502) 223 - 1494

VERIFIED STATEMENT OF Winford Moore on behalf of Frankfort Scrap Metal Co., Inc. STB Finance Docket No. 33388

My name is Winford Moore and I am the General Manager of Frankfort Scrap Metal Company, Inc. in Frankfort, Kentucky. In my position, I am in charge of transportation and logistics. I am writing to urge the Board to approve the joint application of CSX, Norfolk Southern, and Conrail.

Frankfort Scrap Metal processes scrap metal and ships it to steel mills throughout the central and southeastern United States. We also handle the scrap metals generated by Toyota Motor Manufacturing, Kentucky in Georgetown, Kentucky. We ship approximately 1300-1400 gondolas of scrap metal annually and are served exclusively and directly by CSX Transportation.

One of the reasons that Frankfort Scrap Metal supports the proposed division of Conrail's assets between CSX and Norfolk Southern is because it would open new markets for our company's product. The combined rail network created by the transaction would make steel mills more accessible to us, allowing us to extend the market reach for our scrap metals.

We also support the proposed transaction because it would ensure a healthy car supply. Since the scrap metal market often experiences difficulties with gondola shortages, increased equipment availability as a result of the proposed transaction would be a significant benefit.

Our company appreciates this chance to express our support for this transaction and hopes that the Board will approve it promptly.

I, Winford Moore, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed this 8th day of June, 1997.

oore

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RANKLIN INDUSTRIAL MINERALS

May 19, 1997

Mr. Vernon A. Williams, Secretary Surface Transportation Board 12th and Constitution Ave., NW Washington, DC 20423 HEADQUARTERS 6:2 TENTH AVENUE, NORTH NASHVILLE, TENNESSEE 37203 615-259-4222

RE: CSX Corporation and Norfolk-Southern Application to Control and Operate Lines of Consolidation Rail Corporation

Dear Secretary Williams:

My names is Robert C. Freas. I am Senior Vice President, Franklin Industrial Minerals Company, with offices at 612 Tenth Avenue North, Nashville, Tennessee 37203. In this position, I am responsible for our marketing and transportation activities including over 10,000 cars per year in out-bound rail shipments of mineral products. I have been in my current position for 12 years and in the mining and minerals processing industry for over 25 years. I am writing in support of the CSX and NS application to acquire Conrail.

Franklin Industrial Minerals is a producer of chemical grade limestone used as a raw material in a number of industrial and agricultural applications. We have ten locations operating in six states and ship over 5 million tons of mineral products annually. Primary industries supplied include glass and fiberglass manufacturing, asphalt roofing shingle and animal feed manufacturers, water and waste treatment systems, the chemical industry, and carpet producers. We have two plants which originate shipments on the Norfolk-Southern and two originating on the CSX. We also have plants located on the BNSF and utilize a substantial volume of trucks.

Franklin is supporting the proposed acquisition of Conrail by the two referenced carriers because we believe that it will offer us competitive access to new markets and that it will benefit our customers. Therefore, urge the Surface Transportation Board to approve this application. We see the following specific benefits to approval:

- 1. The acquisition of Conrail by both the Norfolk-Southern and CSX will allow us single line access to destinations wherein we could not compete due to the additional costs associated with multi-line moves. This includes shipments which could potentially originate on either carrier for destinations in Indiana and Ohio.
- 2. We believe that single line service, and system wide consolidation will lead to better power distribution and availability, and as a consequence more reliable service. We would further expect that this would also result in better car utilization and availability.

FAX TRANSMISSION	TRANSPORTATION
COMPANY	VERIFY (Y/N) 303
FROM <u>JILL KUYLHAVE</u> PHONE # FAX	# PAGES

Williams-Surface Transportation Board CSX-NS Consolidation of Conrail May 19, 1997

3. Finally, we support the application because we expect the consolidation from three railroads to two, and the extended single line service to result in more efficient and consistent service via more direct car routings. Transit times are critical to our business, and we believe that the implementation of this application will contribute to more stable, and possibly more competitive transportation pricing.

In summary, Franklin Industrial Minerals supports this application and the proposed distribution of trackage. We firmly believe that it will contribute to increased competitive access into the former Conrail service area which will benefit manufacturers in that area.

I, Robert C. Freas, declare under penaity 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,

Robert C. Freas Senior Vice President

Sworn this day 19th of Tony Notary Levre M. Wright Commission expires 9-26-98 . 1997



May 5, 1997

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

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

Dear Secretary Williams:

My name is Dennis Perry. I am Vice President of Franklin Storage, Inc. in Chambersburg, Pennsylvania. Our address is 2294 Molly Pitcher Highway South, Chambersburg, PA 17201. As part of my areas of responsibility, I oversee the transportation in and out of our warehouses. I have been in my current position since 1985 and have seen our company grow from 65,000 square feet and two employees, to a full blown logistic provider that offers 1.5 million square feet and has approximately 650 employees working within our buildings. I am very sincere when I say "We have looked and listened very intently to all the discussions and I am writing to offer my company's strong support for the CSX and Norfolk Southern application to acquire Conrail and to urge the Board to approve it promptly."

Franklin Storage, Inc. as a public warehouse and logistic provider serves some fifty customers several of which are Fortune 500 Companies. Several of our customers are large rail shippers and as a result we see quite alot of rolled paper and lumber products moved in and out of our facilities by railcar. Although, we have a very diversified customer list many use rail. We believe one of our best sales offerings is our dual-rail served facility in the Chambers-Five Business Park here in Chambersburg. Last year we received approximately 2,000 cars of product from locations throughout the United States on both the CSX and Conrail. As well as using both railroads, we ship or receive nearly 200 truckloads of various products every day using virtually every trucking company available through our freight brokerage.

Page 2

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

1. We believe that the acquisition of Conrall by CSX and NS would produce better service, better equipment utilization, and more competitive rates. As mentioned earlier our customers include rolled paper mills and printing companies. Nearly all paper mills are large rail shippers and many of the mills are dual-rail served by CSX and NS. It has been our experience where dual-rail service exists, the head-to-head competition usually increases quality of service at a competitive price.

2. We also believe that the dual-rail service of the Chambers-Five Business Park here in Chambersburg, PA has been one of the main features that has encouraged customers to locate here. This is an extremely important feature to our companies and we in no way want to sacrifice or lose the two railroad option. It is our understanding that this feature will be maintained by the proposal that is before you and we encourage the approval.

3. We are convinced that the Conrail acquisition will increase rail business, and that would be good for all of the shippers who rely on rail. Franklin Storage is well aware that motor carriers haul most of the nation's freight markets especially in the East. Because the East will be served by two strong railroads of roughly equal size and scope, they will be able to achieve greater efficiency, will return more freight traffic to the rails promoting more long term capital investment, and will ensure that rail service grows into the future. These developments are, and should be, important to all rail shippers.

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

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Page 3

I, Dennis J. Perry, 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 5th day of May, 1997.

•

Sincerely in

Dennis J. Perry Vice President/GM

TELEPHONE 681-5000

ESTIMATES GIVEN

FRED Mc DOWELL INC.

GENERAL ROAD CONTRACTOR

RT. 34 AT RT. 38 P. O. BOX 119 WALL, N. J. 07719

BITUMINOUS CONCRETE ASPHALTIC ROAD OILS CRUSHED STONE STONE SAND

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, Frank Fine, 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.

Frank Fine

Fred McDowell, Inc.

COARSE SAND FINE SAND LARGE & SMALL GRAVEL CLAY ROAD GRAVEL

FOR INTERNATIONAL CUSTOMERS WHO WANT TO INCRREASE COMPETITION IN THE NORTH EAST

VERIFICATION STATEMENT OF GEOFF DUNCAN

THE FREIGHT CONNECTION, INC.

FINANCE DOCKET NO. 33388

My name is Geoff Duncan, and I am the Executive Vice President and Chief Operating Officer of The Freight Connection, Inc. 12900 Dupont Circle, Tampa, FL 33626. I have held my present position for one year. My duties include the overall responsibility for managing the day to day operation of The Freight Connection, Inc.

The Freight Connection is an Intermodal Marketing Company operating throughout North America. We ship intermodal traffic in numerous lanes throughout the United States including all major lanes in the East. During 1996, we shipped over 5000 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 and part of their existing systems. I also understand that a key element of the NS plan is improved and expanded intermodal (and multimodal) services. Extended NS intermodal service will help to meet our transportation needs throughout the territory now served by Conrail. Opening Conrail markets to service by two rail carriers of comparable size and scope, each with its own tracks and terminals, will offer us the advantages of competitive service and pricing without fragmenting the market and hurting service. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is non-competitive. While there may have been an historical reason for insulating Northeastern railroading from competition, that time is past, and it is time for customers interested in this market to have service by more than one rail carrier which owns its facilities. And, the rail carriers which will compete in the Northeast should not be just any rail carriers. They must be carriers which are of comparable size and scope. and provide a competitive service.

In addition to the competitive reasons stated above, my company would welcome the extension of NS service into the Northeast. NS's capital investment in its intermodal facilities and service are all 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.

1. GeoFF DUNCAN I, Geoff Duncan, 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, 1997.

Sincerely.

Geoff Dunean **Executive Vice President** THE FREIGHT CONNECTION, INC



P.O. Box 10707 Atlanta, GA 30310 TELEPHONE: 404/817-9550 - - - 800/606-3778 TELEFAX: 404/815-0371

VERIFIED STATEMENT OF

FREIGHT DIRECT, INC.

FINANCE DOCKET NO. 33388

May 20, 1997

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

Dear Mr. Williams:

My name is Robert N. Turner, and I am General Manager of Freight Direct, Inc., located at 841 Ashby St., N.W., Atlanta, GA 30318. I have held my present position for two years. My duties include the management of all facets of our daily operation, including that portion which involves intermodal transportation.

Freight Direct is a truckload motor carrier Our normal operation involves both transporting of interstate/intrastate commerce and drayage of ocean containers and TOFC trailers. We primarely work with Norfolk Southern in Atlanta, GA. In addition, we work with CSX Corporation, also in Atlanta.

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

PAGE TWO

track facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. 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 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 partner 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 success in winning the Harriman Award.

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

I, Robert N. Turner, 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 20th day of May, 1997.

Sincerely,

Robert N. Turne

General Manager

CC: Mr. Cary Booth Norfolk Southern Corporation

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May 29, 1997

FREIGHTMASTERS

Mr. Vernon A. Williams Secretary SURFACE TRANSPORTATION BOARD STB Finance Docket No. 33388 1925 K. Street, NW Washington D.C. 20423-0001

VERIFIED STATEMENT OF FREIGHT MASTERS, INC.

FREIGHTMASTERS, INC.

FINANCE DOCKET NO. 33388

My name is Ronald A. Have, and I am President of FREIGHTMASTERS, INC., 3703 Kennebec Drive, Eagan, MN 55122. I have held my present position for 22 years. My duties include Carrier, Intermodal, and Rail Provider Selection and Rate Negotiator and Service Assurance.

FREIGHTMASTERS, INC. is a motor carrier and third party rail provider. We work with NS at the following locations: St. Paul and Chicago. In addition, we work with BN in St. Paul and 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 own track and facilities. For too long, customers which ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been 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.

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

I, Ronald A. Have, 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,

Ronałd A. Have President FREIGHTMASTERS, INC.

FRITZ~RUMER~COOKE Co., Inc.

635 E Woodrow Ave. P.O. Box 07884 Columbus, OH 43207-0884

RAILROAD AND GENERAL CONTRACTOR

614-444-8844 Phone 800-FIX-RAIL (349-7245) 614-444-7224 Fax

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May 28, 1997

Estab. 1879 =

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

FRITZ-RUMER-COOKE CO., INC.

STB DOCKET NO. 33388

Dear Mr. Williams,

My name is C. Clem Cooke III, and I am President of Fritz-Rumer-Cooke Co., Inc. at 635 Woodrow Avenue in Columbus, OH. Fritz-Rumer-Cooke Co., Inc. is a private railroad contracting firm, established in 1879, working with private industrial and commercial clients, Railroad companies, and Governmental agencies.

I have held my present position as President since 1992, and have been with the Company for approximately 22 years. My duties include general administration, client development, overall project administration, contract estimating and administration, planning and scheduling v/ork crew logistics, and responsibility for scheduling load handling and snow clearing/ice control services for Railroad intermodal clients.

Fritz-Rumer-Cooke Co., Inc. is involved in serving Railroad clients through load transfer and load repackaging services, and snow removal and ice control. We work with Norfolk Southern in the Watkins Road Intermodal Terminal in Columbus, OH. In addition, we have been of service to Conrail at their Buckeye Yard Intermodal Facility in Columbus, OH.

Based on 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 rail or receive product into and out of the Northeast have had the service of only one rail

carrier. And as is the case when only one company is able to operate in a particular market, service suffers and the price is noncompetitive. While there may have been an historical reasch for insulating Northeast 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 carriers which 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. Norfolk Southern's capital investment in its' intermodal facilities and service are well known in the industry, as arc it's strong commitment to growth and service. Further, we have been impressed with Norfolk Southern's commitment to safety, as evidenced by it's continued success in winning the Harriman Award.

Throughout all our dealings with Norfolk Southern, which have ranged over the years from track construction projects, supplying miscellaneous support services, to our current intermodal service relationship, we have found them to conduct their business with a high degree of professionalism, awareness of safety, and attention to detail. It has been a privilege and an honor to have been of service to Norfolk Southern, and we look forward to a continuing positive relationship heightened by their increasing role as a leader in intermode¹ transpiration.

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

I, C. Clem Cooke III, 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 28, 1997.

Sincerely yours

C. Clem Cooke III, President

May 12, 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.

VERIFIED STATEMENT OF MICHAEL A. HOWARD

Don R. Fruchey, Inc.

My name is Michael Howard, and I'm an estimator for Don R. Fruchey, Inc. I have held my present position for 13 years. My duties include estimating and managing the installation of industrial equipment.

Don R. Fruchey, Inc. is a rigging contractor located in Fort Wayne, Indiana. We install industrial equipment at factories throughout the mid-west and eastern states.

This equipment can range in size from very small to pieces that weigh approximately 300,000#. Due to the size and weight of much of this equipment, it cannot be transported by road. Most of this equipment comes from overseas and we depend on the Norfolk Southern and CSX to deliver this equipment from the east coast ports to the closest available unloading site near the facility.

Our business is very competitive and we have a great need for two competing railroads in the northeast, to give us competitive pricing and dependable service on these difficult equipment moves. 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.

I, Michael A. Howard, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on May 12, 1997.

Sincerely,

DON R. FRUCHEY, INC.

Michaf A. Howard

Michael A. Howard Estimator



MAH:bk

Ft. Londoun Terminal Co., Inc.

P. O. Box 608 Lenoir City, TN 37771

May 19, 1997

Mr. Vernon A. Williams Secretary Surface Transportation Board STB Finance Docket No. 33388 1925 K Street, N.W. Washington, DC 20423-000*

Subject: <u>CSX Corporation and CSX Transportation. Inc.: Norfolk Southern Corporation and Norfolk</u> 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 Don E. Lee and I am Terminal Manager of Ft. Loudoun Terminal Company, Lenoir City, TN. We are located on Norfolk Southern and also have barge and truck service. We are primarily a materials handling operation and do various transfers from and to barge, truck and rail. We are equipped to handle bulk, packaged or liquid materials. In our business we are very much aware of the need for competitive alternatives and feel that the proposed purchase and division of Conrail by CSX and NS offers this to the northeast.

We feel that this acquisition and division will generate more opportunities for north/south trade with the single line service/rate structure offered by two lines competing in the same corridor. Currently Conrail seems to favor east/west traffic to protect their best revenues. For the enhancement of competition we support the CSX/NS proposal.

Sincerely

Don L Lee Terminal Manager

VERIFICATION

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

Executed on May 19, 1997.

E.I
3-1997 Ø8:24 FROM CSX1 ATL SALES

FTS

TD

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Dade (305) 685-0300 · Sroward (954) 463-2630

VERIFIED STATEMENT OF NICOLE FRANK on behalf of FTS INC STB Finance Docket No. 33388

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

Background:

I am Nicole Frank, Intermodal Manager of FTS. FTS is located in Miami, Fl. I am responsible for overseeing the intermodal department. I have been in my current position since May. 1992 and have worked in the transportation field for five years.

FTS is one of the largest freight brokers in South Florida. FTS moves freight via truck, intermodal, iti, and air.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. FTS receives approximately 10,000 truckloads annually and moves approximately 4,000 loads annually via rail. The joint acquisition of Conrail will be in FTS' 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 stes. He 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 FTS because the enhanced CSX will allow us more flexibility to expand our market.

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 utilize rail. 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. 1 135-2 .

P.Q. BOX 680250 . MIAML FL 33168

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page 2- continued

In conclusion, we support the application of Conrail, CSX, and In conclusion, we support the application of confair, can, 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. Nicole Frank, 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 22nd day of May, 1997.

....

Nicole Frank FTS Inc.

MAY 23 '97 08:25

404 698 6377

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> TOTAL P.03 PAGE.03

TO



May 14, 1997

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

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

Dear Sir:

My name is John W. Kirk, III, and I am President and CEO of Fuel Oil and Equipment Co., Inc. I have held my present position for 8 years. My duties include overall responsibility for all aspects of our company.

Fuel Oil and Equipment Co., Inc. is a Virginia corporation with headquarters in Roanoke, Virginia. We have liquid asphalt terminal facilities located in Roanoke, Virginia; Salisbury, North Carolina; and Inman, South Carolina. These facilities are presently served by NS. We receive liquid asphalt from our suppliers located in the Midwest and sometimes the Northeast. We are continually looking for other sources of supplies throughout the Midwest and Eastern United States.

We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Since our facilities are located on the lines of NS, we would welcome the benefit of increased market access for single-line rail transportation. Joint line rail service 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 facilities would be better able to compete in the markets that we serve. For instance, in the past year it has been difficult for us to ship asphalt from Chevron's asphalt refinery in Perth Amboy, New Jersey. This movement has taken place on a joint line service of Conrail and NS. With singleline service the benefits from this movement would be obvious. We have used NS for several years and have been satisfied with their services. We are

May 14, 1997

Mr. Vernon A. Williams Secretary Surface Transportation Board

confident that they would be able to provide good service on any of the Conrail lines which they would acquire.

It is our belief that additional single-line access to possible suppliers of liquid asphalt in the Northeast would enhance our business.

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

Sincerely,

FUEL OIL AND EQUIPMENT CO., INC.

JOHN W. KIRK, III, PRESIDENT AND CHIEF EXECUTIVE OFFICER

JWK/cl

I, John W. Kirk, III, 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.

Signed

JOHN W. KIRK, III, PRESIDENT AND CHIEF EXECUTIVE OFFICER

Fusselman Salvage Company

P.O. BOX 642 MOBERLY, MISSOURI 65270 816 263-6811

Established 1947

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 Finanace Docket No. 33388.

Dear Mr. Williams:

My name is David Fusselman, and I am president of Fusselman Salvage Company. I have been dealing with Norfolk Southern for 17 years, mostly in initiating shipments of scrap iron from Moberly, Missouri.

My firm processes scrap iron into feedstock for foundries and steel producers. We have had facilities located in the Moberly NS Yards since 1975, and for 27 years prior to that hauled scrap iron into the NS Yards by truck, transferring it into gondolas by hand. Our material is shipped to destinations in Missouri, Illinois, Iowa, Arkansas, and Virginia.

In 1996 we shipped about 150 gondolas full of scrap to these destinations. We support approval of the transaction which will allow CSX and Norfolk Southern to acquire Conrail and subsequently divide its assets. Our facility is located on the NS line, and we would welcome the benefit of increased market access for single-line rail transportation. I believe single line service will make eastern markets for scrap steel more competitive, enabling my firm to acquire more value for our product.

The service we have received from NS has been more than satisfactory, and I am confident they would be able to provide satisfactory service on any CR lines which they acquire. When one of my shipments is on their line alone, I have found that I can resolve questions or problems with one phone call to their National Customer Service Center. Unfortunately, the same cannot be said about other carriers when one of my shipments is on their line -- it usually takes days and several phone calls to resolve a problem.

For these reasons I support the application of NS and CSX to acquire Conrail.

I, David J. Fusselman, 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 7th day of May, 1997.

David J Fusselman



G.H. COOK LUMBER CO., INC.

P.O. Box 266 . Dowagiac, MI 49047-0266 . 616-782-8606 . FAX No. 616-782-9376

ILUDIDED CHURCH DEMENSION

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

VERIFIED STATEMENT OF KATHY PHILLIPS G. H. COOK LUMBER COMPANY, INC.

My name is Kathy Phillips, and I am traffic manager of G. H. Cook Lumber Company. I have held my present position for 13 years. My duties include management of shipping.

G. H. Cook Lumber Company is a lumber wholesaler and we have facilities located at Dowagiac, MI, Northfield, IL and Elcectic, AL. These facilities are currently served by NS RR and CR and we ship approximately 20 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.

I, Kathy Phillips, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am qualified to file this verified statement. Executed on May 13, 1997.

Sincerely,

G. H. Cook Lumber Company, Inc.

Kathy Phillips

Kathy Phillips Traffic Manager

323



4950 West 39th Street Cicero, IL 60650

LONG HAUL & LOCAL

Phone: (708) 780-6133 • FAX: (708) 780-7146

VERIFIED STATEMENT OF GALAXY TRANSPORT, INC. FINANCE DOCKET NO. 33388

May 28, 1997

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

Dear Mr. Williams:

My name is Gary E. Harper, and I am the President of Galaxy Transport, Inc. located at 4950 W. 39th Street, Cicero, Illinois. I have held my present position for 14 years. My duties include the administration of all functions including Operations and financial aspects of this trucking corporation.

Galaxy Transport is an intermodal motor carrier servicing the Midwest in intermodal transportation. Our customers use the service that the Norfolk Southern Railroad provides in Chicago, Illinois and in Detroit, Michigan. In addition we work with all other rails, such as the Burlington Northern Santa Fe, CSX Intermodal, Union Pacific, Conrail, Canadian Pacific, Illinois Central Gulf, Wisconsin Central, Chicago Northwestern, servicing these areas also.

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 ime 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. Norfolk Southern and CSX would then be able to supply a better service to the customers and maintain competitive pricing.

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 investment in its intermodal facilities and service are well known in the industry, as are its strong commitments to growth and service. Further, we have been impressed with Norfolk Southern's commitment to safety, as evidenced by its evidence of continued success in winning the Harriman Award.

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

I, <u>Gary E. Harper</u>, 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 <u>May 28, 1997</u>.

Sincerely,

Cary Æ. Harper President

Galaxy Transport, inc.

MAY. -30' 97 (FRI) 16:15 CSX SALES CINTI OH. 05/30/97 FRI 14:34 FAX 1 808 587 3185 TEL: 513 369 5530

GALLATIN STEEL



STEEL CONSTITUTION

ORIGINAL SERT TO DAVE NOUNK

Verified Statement of Louis R. Schardt Jr. on Behalf of Gallatin Steel Company STB Finance Docket <u>33388</u>

I am submitting this statement in support of the transaction proposed by CSX, CONRAIL, and NS on behalf of Gallatin Steel Company which is located in Gallatin County, Kentucky at RR#1 Box 320, Ghent, KY, 41045-9704. My name is Louis R. Schardt Jr. and I have been Manager of Transportation at Gallatin Steel Company for approximately three years. We are a new Greenfield Company and I was here some nine months prior to making our first coil, April 22, 1995. My prior experience and education includes:

- Trace Clerk, Louisville & Nashville RR
- Rate Analyst, Louisville & Nashville RR
- District Traffic Manager, Interlake Inc.
- Traffic & Purchasing Manager, Armco Inc.
- Associate Degree, Transportation & Traffic Management
- Bachelor of Science, Transportation & Traffic Management

Our Company has been incorporated since 1993 and our first coil was produced April 22, 1995. We are in the business of manufacturing Iron and Steel Coils with an annual capacity of 1.2 Million Tons. Our Company is served by CONRAIL, CSX and Norfolk Southern. We ship Coils and receive Scrap and Associated Steel Making products on each of these railroads. We presently ship some materials by truck due to the nature of our business and unique customer requirements.

I personally feel that CONRAIL can no longer exist on its own as in our start up negotiations CONRAIL was coaxed into serving us. CONRAIL divided will become strong and safe as splitting the cost they P. 001

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MAY. - 30' 97 (FRI) 16:17 CSX SALES CINTI OH. 05/30/97 FRI 14:35 FAX 1 606 567 3165 TEL: 513 369 5530

GALLATIN STEEL

P. 002

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will make many improvements and have the resources to do so. I feel that the CSX and NS will be able to improve our car supply and service to our current CONRAIL destinations by consolidating yards and having additional tracks to serve cities. I also feel it will give us a better opportunity to divert some truck shipments and serve some markets that are not currently available to us.

For these reasons, Gallatin Steel Company strongly urges the Surface Transportation Board to allow CSX, CONRAIL and NS to complete the proposed transaction. We would strongly recommend that these proceedings be expedited.

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

(412/ 337-3581 Order Dept. (800/ 242-5347 (412/ 337-0720 Sales (412/ 339-2345 Fax BEER Dist. Co., INC. 866 Seventh Street, New Kensington, PA 15068 Founded in 1926 by John Galli, St.

May 20, 1997

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

VERIFIED STATEMENT

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

Dear Secretary Williams:

My name is John M. Galli and I am the Director of Transportation for my company Galli Beer Distributing, 866 7th Street, New Kensington, PA 15068.

It is my personal opinion that the proposed joint acquisition of Conrail by CSX and Norfolk Southern would be a great idea. In order for businesses to grow, they must become efficient. It is my personal belief that a great deal of synergies would be derived from this transaction.

I envision the following happening from this joint acquisition:

1. More Competitive Rates -- my company will be able to pick-up more savings. And as a result of these more competitive rates, the consumer will pay less for the product that we receive from these rail lines.

2. Currently we are having difficulty getting railcars to handle all of our product needs. I feel that this acquisition would eliminate that problem. Vernon A. Williams May 20, 1997 Page 2

3. The efficiencies derived from this acquisition would provide CSX and NS the financial strength that is needed to survive in the very competitive transportation market.

I, John M. Galli, 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 20th day of May, 1997.

Sincerely,

Director of Transportation

Galvlech

GalvTech 300 Mifflin Road Pittsburgh PA 15207

Tel 412/464-1900 FAX 412/464-2018

Verified Statement of W. J. Farmerie on Behalf of GalvTech

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

I am submitting this statement in support of the transaction proposed by CSX, Conrail and NS on behalf of GalvTech which is located in Pittsburgh, PA at 300 Mifflin Road. My name is Wilson Farmerie and I have been the President at GalvTech since start-up.

Our company has been in the business since September, 1996. GalvTech sends shipments of galvanized coils to the Eastern United States via CSX. We receive shipment of steel coils from Cleveland, OH via CSX. We also ship and receive 50% of our 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, GalvTech will benefit from lower costs and better service that a competitive environment should encourage. Moreover, improved rail service may divert some of GalvTech's present truck shipments to rail. The extension of the CSX network may benefit us with shipments to the Chicago and St. Louis area.

For these reasons, GalvTech strongly urges the Surface Transportation Board to allow CSX, Conrail and NX to complete the proposed transaction. GalvTech is eager to begin realizing the benefits described above. GalvTech's only concern is that if the acquisition is not managed properly the coil car availability and service will suffer.

I. Wilson J. Farmerie, declare under penalty of periury 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.

Wilson J. Farmerie

MAY 5 '97 20:36

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FROM CSX TELECONNECTIONS

813 248 6768

1997.05-01 10:20 #704 F.03/03

(DATE)

VERIFIED STATEMENT

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Vernon A. Williams Secretary Surface Transportation Board 1925 K Street, NW Washington, DC 10423

STE Finance Docket No. 33385 RE:

Dear Secretary Williams:

I am writing to offer my company's strong support for the proposed joint acquisition of Conrail by CSX and Morfelk Southerm and to unge the Board to approve it promptly. We believe that the proposed transaction would be in our bust interests, as well as in the interest of our customers because it would produce better mervice, better equipment utilization and more competitive rates.

In particular, we are enthusiastic about the prospects for new single-line service to our our facilities located in fermer Conrail territory. Last year we received 23 cars at our facility in Kearny, MJ and nime cars at our facility in Seaford, DE via an interchange with Conrail. We are hopeful that the proposed transaction will allow that traffic to nove via singleline service, greating faster, some reliable service. We also expect that with the increased number of singleline destinations, we would be better able to penetrate new and more distant markets.

The proposed transaction would increase rail business for the combined system, which 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 enhanced CSX and Norfolk Southern systems would be more efficient, it would lead to the diversion of more freight traffic from trucks to the rails, promoting more long-term capital investment and ensuring that rail service will grow in the future.

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MAY 5 '97 20:37 FROM CSX TELECONNECTIONS

10:19 #704 P.02/03

613 248 6768

FROM : GARDNER RSPHALT

Vernon A. Williams Date Page 2

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

1997.05-01

I, Michael LAZUK, 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 (DATE).

MICHAEL LAZUK Manager - Transportation & Distribution

Berdner Asphalt Corporation P.O. Box 6449 - Tamps - FL 33575-5449 4161 East 7th Ave. - Tamps - FL 38505 - (819) 248-2101 800-282-1156 in Piorida - 800-337-1106 Nationalds FAX # (813) 246-4766

KIRK KNAUFF _ TELE

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** TOTAL PAGE.005 **

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GARVEY TRANSPORT, Inc.

2 WATER STREET HOLBROOK, MASSACHUSETTS 02343

(617) 767-1500 Toll Free (Mass. Only) 1-800-242-0289

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 had to more freight traffic on the rails diverted from truck promoting more long torm 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, Kathleen Perkins, 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 4961, 1997.

athles Terk:

Kathleen Perkins President Garvey Transport, Inc.



333



Supply Resources, Inc.

820 Gessner Road, Suite 1475 Houston, Texas 77024 Telephone: (713)973-2626 Fax: (713)973-2688

April 1997

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

VERIFIED STATEMENT

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

Dear Secretary Williams:



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

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

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

I, Kenneth J. Douglas, 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 <u>14</u> day of <u>May</u>, 1997.

Kenneth J. Douglas,

Gas Supply Resources, Inc.



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

RE: C\$XT Corporation and CSX Transportation, Inc; Norfolk Southern Corporation and Norfolk Southern

Corporation and Norfolk Southern Railway Company - Control and Operating

Contrail, Inc., and Consolidated Rail Corporation

Finance Docket No. 33388.

VERIFIED STATEMENT OF PATRICK J. GORBETT

Gateway Cold Storage

My name is Patrick J. Gorbett and I am President of Gateway Cold Storage. I have held my present position since April 1, 1997. My duties include management of shipping, receiving and warehousing.

Geteway Cold Storage is a warehouse of primarily food grade products and our facility is located in Cleveland, Ohio. This facility is currently served by NS and we ship/receive approximately 55 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, Fatrick J. Gorbett, dealars 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 27, 1997.

Sincerely,

tuck J. Galitt

Patrick J. Gorbett Gatewry Cold Storage President

Cateway Cold Storage 3725 Croton Avenue & Cleveland, OH 44115 (216) 361-6200 & FAX (216) 361-1993 & TOLL FREE (888) 361-9333

...........

GATEWAY INTERMODAL FREIGHT LINES INC. P.O. Box 32942 Detroit, Michigan 48232-0942 Phone: (313) 961-5109, Fax: (519) 966-5557 e-mail: gateway@sympatico.ca

Roy D. Valihora - Vice-President

May 6, 1996

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

RE: Finance Docket No. 33388

The following is the verified statement of Roy D. Valihora on behalf of Gateway Intermodal Freight Lines Inc.

Dear Mr. Williams:

I, Roy D. Valihora, have been the Vice President of Gateway Intermodal for the past six years. Most of my time is spent dealing with our intermodal operations.

Gateway is involved in the intermodal industry as a motor carrier. We deal with virtually all of the railroads moving freight between Chicago, Detroit, Toronto, and Montreal.

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. When only one company is able to operate in a particular market, service suffers and prices are not competitive.

While there may have been an historical reason for insulating northeastern

railroading from competition, that time is past. It is now time for customers interested in this market to have service by more than one rail carrier which owns its facilities. Also, 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.

I trust that you will take these opinions into consideration when making your decision.

I, <u>Roy D. Valihora</u>, declare that the foregoing is true and correct. Further, I certify that I am qualified and authorized to file this verified statement. Executed on <u>May 6</u>, <u>1997</u>.

Sincerely,

Roy D. Valihora Vice - President Gateway Intermodal



May 29, 1997

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

Dear Mr. Williams:

Gatliff Coal Company ships approximately 700,000 tons annually on CSX railroad.

Our company supports the acquisition of Conrail by CSX and NS for the following reasons:

- 1). There is a need for competition between railroads wherever possible to assure good service and appropriate transportation rates. This is particularly important for coal producers since our products are sold on a delivered basis and transportation is a very significant component of the total delivered price.
- 2). Reliable rail transportation, including availability of equipment, is essential for us to fulfill our commitments to our customers on a timely basis and it is our understanding that this merger will result in more equipment being available and its utilization improved.
- 3). Direct rail service from our shipping points into the northeast should enhance our potential to market coal in to that region.

Thank you for your consideration.

Respectfully submitted.

J.J. Shackleford " President

cc: John Snow, CSX, 500 Water Street - J120, Jacksonville, FL 32202 David Goode, CSX, 500 Water Street - J120, Jacksonville, FL 32202 Jim Oaks, CSX, 333 West Vine Street, Suite 310, Lexington, KY 40507

TECO COAL CORPORATION P.O. Box 39, Nevisdale, Kentucky 44754 (606) 549 5452

GATS MASONRY, INC.

P.O. BOX 934 METAIRIE, LA 70004 (504) 734-0456

May 14, 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:

Please register this letter as a show of support for the merger plan between CSX, Norfolk Southern, and Conrail. As a businessman and rail customer, I see several benefits in the merger plan. As a result, I encourage the Surface Transportation Board to give this plan its support when the issue comes before you.

Our company, Gats Masonry, has been serving our customers here in Louisianna for 25 years. We sell bricks and steel, and do a fair amount of business with the railroads. I estimate that in any given month, we use about 10 cars. We are customers of both CSX and Norfolk Southern, and so are obviously watching this issue pretty closely.

Our interest in this merger deal is simple enough. It should make rail shipping more efficient, more wide-reaching, and more competitive. We always have an eye out for new markets, and better routing and rate structures are also important to us. Media stories say that the plan will create competition where there currently is none, and will ~

also make CSX and Norfolk Southern railroads of equal size and scope. This is all music to our ears.

All told, this plan looks like a keeper. Which is why we're behind it, and hope the board will get behind it too.

In closing, thank you for reading this letter. I know you must be very busy.

I, Jim Adams, 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 Fourteenth day of May, 1997.

Sincerely,

Jim Adams Traffic Manager Gats Masonry Inc. 670 St. George Ave, Jefferson, LA 70121-0934



May 5, 1997

Specialty Polymers Division

Mogadore Plant 165 South Cleveland Avenue Mogadore, Ohio 44260-1505

Tel: 330-628-9925

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:

GenCorp Inc., Specialty Polymers Division, produces styrene/butadiene latices at Mogadore, Ohio. I am Director of Purchases and Traffic for the Specialty Polymers Division which includes distribution responsibility for both inbound and outbound rail shipments at the Mogadore facility. The facility is served by the Wheeling and Lake Erie Railway Company which has direct access to the Norfolk Southern Railway Company, the CSX Corporation, and the Conrail, Inc.

During 1996, our Mogadore facility received approximately 550 inbound shipments of raw materials and made approximately 1400 outbound shipments of product by rail which represents approximately 60% and 80% of volume shipped respectively. The plant primarily serves the regions east of the Mississippi river with key customers in the areas covered by STB Finance Docket No. 33388.

GenCorp is in support of the acquisition and division of Conrail by the NS and CSX. Service to our key customers should be enhanced and be more consistent than in the past. Sufficient competition should remain to keep our costs in line with our needs to serve the markets. We lease our tank car fleet and would expect lower cost in this area due to improved service.

If you have any questions in regard to this letter or need additional explanation, please call me at 330-628-6528.

Sincerely,

surface

Stanford D. Hagler

Director of Purchases & Traffic



GENCORP

May 28, 1997

Specialty Polymers Division

Mogadore Plant 165 South Cleveland Avenue Mogadore, Ohio 44260-1505

Tel: 330-628-9925

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:

GenCorp Inc., Specialty Polymers Division, produces styrene/butadiene latices at Mogadore, Ohio. I am Director of Purchases and Traffic for the Specialty Polymers Division which includes distribution responsibility for both inbound and outbound rail shipments at the Mogadore facility. The facility is served by the Wheeling and Lake Erie Railway Company which has direct access to the Norfolk Southern Railway Company, the CSX Corporation, and the Conrail, Inc.

During 1996, our Mogadore facility received approximately 550 inbound shipments of raw materials and made approximately 1400 outbound shipments of product by rail which represents approximately 60% and 80% of volume shipped respectively. The plant primarily serves the regions east of the Mississippi river with key customers in the areas covered by STB Finance Docket No. 33388.

GenCorp is in support of the acquisition and division of Conrail by the NS and CSX. Service to our key customers should be enhanced and be more consistent than in the past. Sufficient competition should remain to keep our costs in line with our needs to serve the markets. We lease our tank car fleet and would expect lower cost in this area due to improved service.

I Stanford D. Hagler, declare that the foregoing is true and correct. I certify that I am qualified and authorized to file this verified statement. Executed on May 28, 1997.

Sincerely,

surface

Stanford D. Hagler // Director of Purchases & Traffic



May 1997

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

VERIFIED STATEMENT

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

Dear Secretary Williams:

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

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

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

I, James Erna 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 12 day of MAL, 1997.

ames B. Erna Vice President General Builders

GE Appliances



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May 28, 1997

General Electric Company Appliance Park Louisville, KY 40225 502 452-4311

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

> Verified Statement of James D. Youngblood Manager - Transportation & Logistics **GE** Appliances

In Support of 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

I am James D. Youngblood, Manager-Transportation and Logistics for GE Appliances, where I have been employed for 20 years. I have served in my current position for the last ten years, and have total transportation responsibility for inbound and outbound movement of both parts and materials and finished goods for our various factory and warehouse locations.

GE Appliances is a leading manufacturer of household appliances, including refrigerators, ranges, dishwashers, laundry products, waste compactors, air conditioners, and disposal units. We have factory locations in Louisville, KY: Bloomington, IN: Decatur, AL: LaFavette, GA: as well as subsidiary factories in Mexico and Canada. In addition, we have eight major distribution warehouses located throughout the United States which are rail served. We are, therefore, a major user of rail transportation with over 25,000 railcar and 15,000 intermodal shipments annually.

As Manager of Transportation, I am fully aware of our transportation requirements and the service levels provided by our network of carriers. I am equally aware of the service required by our customers which necessitates continuous service improvement by the railroads to remain competitive in our business. It is with this background that I support the CSX and NS proposal to acquire Conrail and urge the Board to promptly approve their application.

It is our belief the merged systems will provide faster, m⁻ a reliable delivery through the use of shorter single line routes and dedicated corridors. We are confident these improvements will be realized in both boxcar and intermodal service. We also anticipate improved equipment availability through the combined assets of these companies and are confident the proposed northeast rail network will assist the railroads in reducing total cost which will permit both CSX and NS to be more competitive with over-the-road trucks.

We believe the proposed merger will provide significant cost and service benefits to GE Appliances and our customers and, therefore, fully support the application.

Yours very truly,

James D. Youngblood Manager - Transportation and Logistics

VERIFICATION

STATE OF Kentucky)

)ss

COUNTY OF Jefferson)

James D. Youngblood, being first duly sworn, deposes and says that he has read the foregoing document, knows the facts asserted therein, and that the same are true as stated.

Dont James D. Youngblood

Name typed

Subscribed and sworn to before me this 28th day of May 1997

Ruth menule Cakley

My Commission Expires:

10-19-99

General Electric Company North American Transportation Operation 6540 Peachtree Industrial Boulevard Norcross, GA 30071 USA 770 840-4112 Fx. 770 840-4116

May 29, 1997

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The Honorable Vernon A. Williams Office of the Secretary/Case Control Branch Surface Transportation Board 1925 K St. NW Washington, DC 20423-0001

RE: STB Docket # 33388

Dear Mr. Williams,

I represent transportation for General Electric (GE) Company Global Services, North American Transportation Operation, which provides transportation management for GE Transformer shipments. (Other GE business or company views may or may not be represented here.) Transportation cost and operational management functions are performed by me which include utilization of rail transportation with the Norfolk Southern and other carriers.

GE Power Delivery Transformers manufactures transformers for a variety of customers from utilities to industrial firms. These transformers range in size from less then 10,000lbs to over 100,000lbs, and can be destined to points throughout the United States as well as the world. We have a facility located in Rome, Georgia, which is presently served by the Norfolk Southern, and ship to customers served by various rail carriers. There are also additional facilities located on the Conrail system. We also receive inbound tank cars of oil by rul, as well as transport to and from our Rome facility some private GE specialized rail equipment. In addition to the Rome facility, we also have inbound and outbound transformer shipments from a GE facility in Chamblee, GA, which is also NS served.

As a shipper of transformers, our product is at most times overdimensional, and requires special handling characteristics from route clearances, to the use of special heavy duty depressed center flat cars. Therefore, there are many steps involved where we must interact with the railroads to, clear our loads to destination, order equipment, measure the load, and insure proper and timely movement for delivery. Norfolk Southern has been able to provide us with the needed services involved with functions such as, a responsive clearance department, good availability of specialized cars, be willing to assist and work with the shipper on rail associated needs, and provide competitive services and costs.

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

are located on the lines of Norfolk Southern, we would look forward to the benefit of single line transportation as well as operational improvements on the Conrail System. Joint line rail service into the Northeast has tended to inhibit our ability to efficiently move our products, and Norfolk Southern service would be of benefit to us in the Northeast to improve the handling of our dimensional shipments. We have utilized services from the Norfolk Southern for many years, and have been satisfied with their performance to us. Norfolk Southern has shown their ability to handle dimensional loads in a manner which is customer needs focused. This focuse can be found throughout the NS System from the local terminal level on up to management. Unfortunately, past history with the current Conrail, as well as some other carriers, have not been as favorable in moving these dimensional loads in a customer focused manner. We expect that Norfolk Southern and CSX acquisition of Conrail lines will greatly improve customer service, and the timely and competitive movement of freight into these markets.

Norfolk Southern past services have been toward partnering with their shippers, a term that you mainly hear in the trucking industry. This partnering in turn assists us in meeting our transportation service and costs needs. We are confident that the Norfolk Southern would be able to provide the favorable level of service on Conrail that they have provided for us in the past. This service, along with balanced competition with CSX and other railroads in the Northeast, should be an improvement to us, as well as to other rail shippers that may be impacted.

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

Regards,

Marke Br. focker

Mark W. Lockwood Manager- Southeastern Field Transportation

Verification

I, Mark W. Lockwood, 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 for the GE Global Services Operations. Executed on May 29, 1997.

Mark Ir. Fre kozze

Mark W. Lockwood Manager Southeastern Field Transportation

Medium Transformer General Electric Company 1935 Redmond Circle, Rome, GA 30165-1319 706 291-Dial Comm: 8*292-

May 29, 1997

The Honorable Vernon A. Williams Office of the Secretary/Case Control Branch Surface Transportation Board Attn: STB Finance Docket #33388 1925 K st. NW Washington, D. C. 20423-0001

RE: Verified Statement in support of Norfolk Southern & CSXT acquisition of Conrail

Dear Mr. Williams,

I represent transportation for General Electric Global Services which provides transportation management for GE transformer shipments. (Other GE business or company views may or may not be represented here.) We move transformers from a facility located in Rome, Ga. In addition we have both inbound and outbound transformer shipments from a location in Chamblee, Ga. These shipments are over-dimentional with special handling characteristics. They require heavy duty rail equipment and routes clearances to destination. We are fortunate that both these facilities are served by the Norfolk Southern Railroad. NS has been able to provide to us the needed services involved with functions such as, a responsive clearance department, good availability of specialized cars, a willingness to assist and work with the shipper on rail associated needs, and with competitive services and costs.

We support approval of the transaction which will allow Norfolk Southern and CSXT to acquire Conrail and subsequently divide it's routes and assets. Since our facilities are located on the lines of NS, We would look forward to the benefits of single line transportation as Well as operational improvements on the Conrail System. Joint line rail service into the Northeast has tended to inhibit our ability to efficiently move our products. We have utilized the services of the Norfolk Southern for many years and have been satisfied with their performance. We expect that Norfolk Southern and CSXT acquisition of Conrail lines will greatly improve the customer services and competitive movement of freight into these markets. This service, along with balanced competition with CSXT and other Railroads in the Northeast, should be an improvement to us, as well as to other rail shippers that may be impacted.

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

Sincerely, bobbut - Bear

Bobby L. Brown Transportation Coordinator GE - MTO

Verification

I, Bobby L. Brown, 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 for the General Electric Transformer Operation, Rome, Ga. Executed on May 30, 1997.

bobby L. Bron

Bobby L. Brown



GENERAL SHALE PRODUCTS CORPORATION P.O. Box 3547, Johnson City, TN 37602 Ph.(423) 282-4661 / FAX (423) 282-8767

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

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

Verified Statement on behalf of General Shale Products Corporation Finance Docket No. 33388

My name is James L. Moates, and I am the Transportation Manager for General Shale Products Corporation and its subsidiary and affiliated companies. I have been employed by General Shale for thirty eight years and have held my present position for twenty six years. My duties include all phases of transportation with both truck lines and railroads. I maintain a variety of tariffs and rating information in my office in order to facilitate our transportation needs. This information is kept current on the company's main frame computer for the use of our twenty plants in their transportation needs. Contract and rate negotiations are handled by my office with the different modes of transportation.

General Shale Products Corporation is a building materials manufacturing company dealing primarily in brick, block, sand and aggregate. Our company is one of the top three companies in the brick manufacturing industry. Bricks are our primary product and are manufactured at plants located in Huntsville, AL; Atlanta, GA (2); Mooresville, IN; Corbin, KY; Fairdale, KY; Johnson City, TN; Kingsport, TN; Knoxville, TN; Atkins, VA; Blue Ridge, VA; Somerset, VA; and distribution at Evansville, IN. All of these locations are rail served by either the CSXT Railroad, the Norfolk Southern Railroad or their short line serving railroads. In the past we have shipped outbound box cars in excess of six thousand annually. We also receive some raw materials in open top rail cars and have utilized some flat rail cars for some shipments. The destination for our outbound rail shipments is the continental United States. Many of our shipments have been destined to the north eastern states and therefore either handled or terminated by the Conrail Railroad.

General Shale Products Corporation supports and encourages the approval of the transaction which will allow the CSXT and Norfolk Southern Railroads to acquire the



Page 2—STB Finance Docket 33388

Conrail Railroad and subsequently divide its assets. Since we have thirteen facilities being served by both the CSXT and Norfolk Southern We anticipate our rail distribution business will be increased and enhanced by the division of the Conrail to these two railroads. The single line service of both of the railroads extending into the north eastern section of the U.S. will benefit us greatly and allow us to be more competitive in that market area which has in the past been sluggish due to freight cost. We have utilized the services of both the CSXT and Norfolk Southern for many years and even though they are competitors their interchange traffic between them has adequately served our needs and I expect it will be continued in their expanded areas.

I anticipate many good economic benefits for the acquiring railroads, the Shippers, the Receivers and the general public at large and therefore I support the application of CSXT and Norfolk Southern to acquire Conrail.

I, James L. Moates, 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 ninth day of May, 1997.

GENEX



GENEX, L.P. 191 Waukegan Road Northfield, 1L 60093

 Phone
 847-446-0440

 Fax
 847-446-0557

 Toll Free
 800-521-0191

May 28, 1997

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

VERIFIED STATEMENT ON BEHALF OF GENEX, L.P. SBT FINANCE DOCK NO. 33388

Dear Mr. Williams,

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

I am Thomas K. Middleton, Executive Vice President of GENEX, L.P. GENEX is located at 191 Waukegan Road, Northfield, Illinois 60093. My responsibilities include the purchasing of transportation services and contract negotiations. I have been in my current position since 1988 and have worked in the transportation industry since 1978.

GENEX, L.P., established in 1963, is an Intermodal Marketing Company, Highway Broker, and Freight Forwarder providing full load transportation throughout the United States, Canada, and Mexico.

Our scope of operation includes traffic moving inbound and outbound throughout the Northeast. GENEX utilizes all available rail and motor carriers serving the Northeast territory.

We urge the board to approve the acquisition for the reasons listed below:

- 1. We feel that join acquisition will increase competition and benefit shippers by providing improved service at competitive rates.
- We feel that the joint acquisition will promote long term capital investment by both CSX and the Norfolk Southern, improve terminal efficiency and equipment utilization.
- 3. We also feel that the joint acquisition will result in more shipping lane options and increased competitive access to the New York and New Jersey port areas.

Intermodal

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May 28, 1997 Mr. Vernon A. Williams Page 2

In conclusion, we support the application of ConRail, CSX and the Norfolk Southern and request that the Board move as expeditiously as possible to ensure approval.

I, Thomas K. Middleton, 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 May, 1997

Thomas K. Middleton

Executive Vice President GENEX, L.P.


GEORGE C. BROWN CEDAR COMPANY

P.O. Box 100 • Greensboro, North Carolina 27402 • Telephone 910-292-2961 • Fax 910-855-8840

VERIFIED STATEMENT OF LILIAN ROBINSON

GEORGE C. BROWN CEDAR COMPANY

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

Dear Mr. Williams:

My name is Lilian Robinson. I am the Traffic Manager of George C. Brown Cedar Company with its headquarters in Huntsville, AL. My office is in Greensboro, NC.

George C. Brown Cedar Company is a manufacturer of cedar products with sales of \$9,000,000 annually. Transportation is a vital factor to the success of our business. We utilize truck and rail, divided 15% rail and 85% other modes. My reponsibilities as the Traffic Manager include the direct oversight of our transportation requirements which include receipt and shipment of inbound raw materials and outbound finished products to and from our plants and customers. Primarily, we ship to California and receive from Alabama. Some of our shipments are to and from locations in the Northeast and Midwest on Conrail.

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

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

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I, Lilian Robinson, 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, 1

.

Lilian Robinson George C. Brown Cedar Company Traffic 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, John I. Stryker, declare under penalty of perjury that the foregoing is true and correct and that I am qualified and authorized to file this verified statement. Executed this _____ day of ______,

1997.

Georgia Tubular Products 109 Dent Drive Cartersville Ga. 30121-5192

April 29, 1997

Verified Statement of Troy Griffith on Behalf of Georgia Tubular Products STB Finance Docket No. 33388

This statement is submitted in support of the transaction proposed by CSX, Conrail, and Norfolk - Southern on behalf of Georgia Tubular Products, located at 109 Dent Drive, Cartersville, Georgia. My name is Troy Griffith. I have been Sales and Purchasing Manager at Georgia Tubular for five years.

Georgia Tubular has been engaged in the manufacture of steel pipe at this location for eleven years. We currently receive our raw materials, hot rolled coils, from various mills, primarily via CSX.

Historically, it has been difficult for our firm to compete in the northeast U. S. markets, due to the fact that "single line" rail service has not been available, and trucking rates from our mill are not competitive. We see the acquisition of Conrail by CSX and NS resulting in our becoming competitive in these markets due to lowered transportation costs.

Georgia Tubular Products urges the Surface Transportation Board to approve the proposed transaction between CSX, Conrail, and NS, as we are eager to enter the markets which will be opened to us as a result.

I, Troy Griffith, declare under penalty of perjury that the above is true and correct, and that I am qualified and authorized to file this verified statement, executed this 29th day of April, 1997.

Jroy Triffith

Trov Griffith

GERALD METALS, INC.

HIGH RIDGE PARK

STAMFORD, CT 06905

(203) 609-8300

TELEX: 620226 FAX: (203) 609-8301

May 27, 1997

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

My name is Timothy McGee. I am the Copper Traffic and Distribution Manager for Gerald Metals Inc at 6 High Ridge Park, Stamford CT 06904. As Traffic and Distribution Manager my responsibilities include selection of rail carriers, negotiation of freight rates and arrangement of carload shipments.

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

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

I believe two carriers of relatively equal size and scope will provide the greatest opportunity for efficient service and equipment utilization.

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.

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

I, Timothy McGee, declare that the foregoing statements are true and correct, and that I am qualified and authorized to file this statement.

Sincerely,

marky Wi Geo

Timothy J. McGee Manager, Copper Traffic and Distribution Gerald Metals Inc





Geschwind Consignment Co.

P.O. BOX 72 . CAREY, OHIO 43316

5-20-97

The Honorable Vernon A. Williams Office of the Secretary Case Control Branch Surface Transportation Board ATTN: STB Finance Docket #33286 1201 Constitution Ave. NW Washington, DC 20423-0001

Dear Honorable Vernon A. Williams:

My name is Marie King, and I am president of Geschwind Consignment Company, Inc. I have held my position for eight years. Among other duties, I help our customers negotiate with the railroad for rates into our utility pole consignment yard in Carey, OH.

Geschwind Consignment Company, Inc. is a transportation company, receiving utility poles from the south and from the west coast. We distribute them among the larger utility companies in our five state area. We receive from suppliers located in Bristol, Florida; Kennedy, Georgia; Brewton, Alabama; Wiggins, Mississippi; Joplin, Missouri; Leland, NC; Galloway, BC; Sandpoint, Idaho; and Tacoma, Washington. During 1996 we received appreximately 250 carloads from these destinations.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which has been described to me, and which will be described in the joint application of CSX and NS to control Conrail. We are depending upon this transaction to make our rail rates competitive, therefore, giving us a larger market share.



Geschwind Consignment Co.

P.O. BOX 72 . CAREY, OHIO 43316

Sincerely,

narie Keng

Marie King President Geschwind Consignment 301 Ogg St. Carey, Oh 43316

I, Marie King, 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.

marie -



25 Jaycee Drive West Hazleton, Pennsylvania 18201-1193 (717) 455-4931

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, Louise Eckardt, 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 <u>284</u> day of <u>Guil</u>, 1997.

nuse Eckarde

Louise Eckardt GFC Foam, Inc.

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Giant Resource Recovery Company, Inc. PO. Box 352 Harleyville, SC 29448 (803) 496-7676

May 29, 1997

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

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

Dear Sir:

My name is Richard Familia, and I am President of Giant Resource Recovery Company, Inc. I have held my present position for 5 years. My duties include servicing the resource recovery needs of Giant Cement Holding, Inc. (GCHI). I am also Vice-President of Environmental Affairs for GCHI.

GCHI is a cement manufacturer and resource recovery company servicing the Northeast, Mid-Atlantic and Southeast states. We have manufacturing facilities located at Harleyville, SC and Bath, PA. These facilities are presently served by Norfolk Southern, CSX and Conrail. We receive from customers located throughout the Northeast. These facilities are located on the lines of CSX and Conrail. During 1996, we received 235 railcars from these origins.

We support the approval of the transaction by which CSX and Norfolk Southern will acquire control of Conrail, and then divide the assets and trackage of Conrail in the manner which

has been described to me, and which will be described in the joint application of CSX and Norfolk Southern to control Conrail. My company is impressed with the Principles of Balanced Competition, which describe the need for two competing railroads in the Northeast which own their own track and facilities. For too long, customers who ship or receive product into and out of the Northeast have had the service of only one rail carrier. And as in 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. These rail carriers cannot be just any rail carriers. They each must have a system of relatively equal size and scope to provide the greatest opportunities for seamless service, efficient equipment utilization, and synergies.

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

Sincerely,

Richard a Familia

Richard A. Familia President

VERIFICATION

ann D. Dantley, 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 <u>29th</u> of <u>May</u>, 1997.

NOTARY PUBLIC FOR SOUTH CAROLINA commission expires September 4, 2002



GIBBCO, INC.

00 KENVIEW DRIVE . CINCINNATI, OHIO 45243 . Phone (513) 579-9416

May 23, 1997

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

Dear Mr. Williams:

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 on NS, we would welcome the benefit of increased market access for the 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.

I Ronald E. Gibbons, 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, Ferdille hit

Ronald E. Gibbons Presidnet



GIBRALTAR NATIONAL CORPORATION 8951 Schaefer Hwy • Bidg. No. 4 Detroit, Michigan 48228-2515 Phone (313) 491-3500 Fax (313) 491-5613

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:

My name is Steve Klochko, I am the President of Gibraltar National Corporation in Detroit, Michigan, and I am writing to you in support of the application from CSX and Norfolk Southern railroads to acquire Conrail.

Gibraltar National Corporation has been in the business of making and packing concrete for fifty years. We haul up to 10, 000 tons of bulk salt every year, and we rely primarily on trucking to transport our materials.

As President of Gibraltar National Corporation, it is my responsibility to pay close attention to any and all opportunities that will expand our company's market reach and help us to operate more efficiently. The proposed acquisition of Conrail by CSX and Norfolk Southern would create some of these opportunities for us.

First of all, the acquisition of Conrail will create two well-balanced rail networks that will in turn be able to provide more direct and more efficient rail routes for companies like ours. Expanded singleline service would reduce the costs and delays of interchanges and load switching, and would lead to faster, safer and more reliable rail freight service.

Second, the addition of Conrail lines to CSX's and Norfolk Southe n's existing lines would greatly increase our market reach. It would create a rail network connecting every major market east of

the Mississippi.

Third, the acquisition would also allow CSX and Norfolk Southern to more efficient use of their cars, locomotives and other equipment, which would eventually reduce costs and increase transport capacity for customers like us.

Perhaps most important, competition between rail and other modes of transportation would vastly improve under the merger, especially with trucking, which now dominates the eastern freight market and which now handles almost all of the freight transport for my company. Less reliance on trucking would also ease congestion on busy interstates and highways, and could have long-term environmental benefits in reducing pollution.

The acquisition of Conrail by CSX and Norfolk Southern could create significant new routes and new efficiencies for freight traffic in the Eastern half of the United States. It could also create significant new opportunities for companies like mine. On behalf of Gibraltar National Corporation, I offer my support for this application, and I urge the STB to approve it.

I, Steve Klochko, 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.

Sincereh

Steve Klochko, III President



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VERIFIED STATEMENT OF GILBERT INTERNATIONAL 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 Joe L. Gilbert, Jr., and I am president of Gilbert International. Gilbert International provides transportation services and distribution warehousing. Our customer base involves those shipping to and from Marico. Our business address is 6219 Gilbert Rd, Laredo, Texas 78041. I have been with the company since 1964,

My duties include responsibility for rail and intermodal transportation. We ship rail and intermodal in the following lanes throughout the United States from Laredo, Texas:

- 1. Southern California Union Pacific
- 2. Northwest Burlington Northern
- 3. Ontario & Quebec Canadian Pacific
- 4. Southeast Norfolk Southern
- 5. Northeast Conrail
- 6. Midwest CSX & Norfolk Southern

Based upon our experience in providing service for our customers and working with the different railroads, we support Norfolk Southern and CSX in their bid to buy Conrail, and then to divide the system. Their plan for balanced competition in the territory served only by Conrail will bring relief to shippers. The result should be improved services along with competitive prices.

The two carriers, NS and CSX are of comparable size and scope which will permit true competition. We believe that approval of the application of Norfolk Southern and CSX to aquire Conrail should be approved by the STB.

I, Joe L. Gilbert, 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 28, 1997.

Sincerel Joe L. Gilbert, Jr.

President Gilbert International

Gilbert Lumber Company, Inc.

P. O. DRAWER D - GILBERT, WEST VIRGINIA 25621 PHONE: 304/664-8965

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 Gary White, and I am President of Gilbert Lumber Company. I have held my present position for five years. I am the Chief Executive Officer of the company.

Gilbert Lumber Company is the largest producer of Appalachian Hardwoods. We have facilities located in Mingo, Kanawha and McDowell Counties in West Virginia, Letcher County, Kentucky and Scott County, Virginia. These facilities are presently served by NS and CSX. We market our lumber both domestically and internationally from these facilities. Our customers are located on the lines of various railroads. During 1996, we shipped nine million board feet of lumber 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 facilities are 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 facilities would be able to compete in these markets with other companies enjoying single-line service into the Northeast. We have used NS for several years and have been satisfied with their service. We are confident that they would be able to provide good service on any Conrail lines which they acquire.

Our relationship with the Norfolk Southern has been excellent and we anticipate this transaction will improve the service they provide to our various facilities. Additionally, the transaction will provide rail access to customers in the Northeast where we have here-to-fore been non-competitive due to the lack of rail access.

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

Sincerely,

Gary G. White President

I, Gary G. White, declare under penalty of perjury that the foregoing is true and correct. Further, I certify that I am gualified and authorized to file this verified statement. Executed on $\frac{11}{1997}$, 1997.

& ult Signatur



VERIFIED STATEMENT OF MICHAEL J. MULLEN on behalf of GILBERT WEST INC. STB Finance Docket No. 33388

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

I am Michael J. Mullen, Transportation Manager of Gilbert West. Gilbert West is located in Commerce CA. I am responsible for all transportation and related operational functions. I have been in my position for three years and have worked in the transportation field for nineteen years.

Gilbert West is a third party logistics provider. Gilbert West provides a variety of services that include warehousing, repacking/order picking, distribution and consolidation. The transportation functions run the gamut from store deliveries to cross country linehaul. Gilbert West will move over five thousand full trailerload shipments this year.

An efficient and cost competitive transportation infrastructure is essential to the success of our business. Gilbert West moves approximately two thousand loads annually via eastbound rail service. The joint acquisition of Conrail will be in Gilbert West's best interest because the enhanced CSX system would be capable of providing a complete competitive intermodal product.

We strongly urge the Board to approve this application for the reasons stated 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 in a more efficient system with more opportunities to improve equipment utilization.

GILBERT WEST INC.

4940 Triggs Street herce, CA 90022

(213) 266-1072 Fax (213) 266-1381