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ERIC M. HOCKY

September 9, 1997



Hon. Vernon A. Williams, Secretary
Surface Transportation Board
Mercury Building, #711
1925 K Street, N.W.
Washington, DC 20423-0001

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

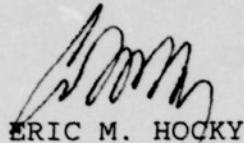
Dear Secretary Williams:

In accordance with Decision No. 27, I hereby certify that a copy of all filings submitted so far in this proceeding on behalf of the parties listed on Schedule A have been served on Robert J. Cooper at his corrected address. An original and ten (10) copies of this letter are enclosed as required by Decision No. 21.

Hon. Vernon A. Williams, Secretary
September 9, 1997
Page 2

Kindly time stamp the enclosed extra copy of this letter to indicate receipt and return it to me in the self-addressed envelope provided for your convenience.

Respectfully,



ERIC M. HOCKY

cc: Robert J. Cooper

SCHEDULE A

Representing:

Bethlehem Steel Corporation and its subsidiary
railroads ("BSCX")

Buffalo & Pittsburgh Railroad, Inc. ("BPRR")

Allegheny & Eastern Railroad, Inc. ("ALY")

Rochester & Southern Railroad, Inc. ("RSR")

The New York, Susquehanna and Western Railway
Corporation ("NYSW")

Pittsburg & Shawmut Railroad, Inc. ("PSRR")

Reading Blue Mountain & Northern Railroad Company
("RBMN")

STB

FD-33388

ID-181938

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BEFORE THE SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388



CSX CORPORATION and CSX TRANSPORTATION, INC.
 NORFOLK SOUTHERN CORPORATION and
 NORFOLK SOUTHERN RAILWAY COMPANY
 -- CONTROL AND OPERATING LEASES/AGREEMENTS --
 CONRAIL, INC. and CONSOLIDATED RAIL CORPORATION
 TRANSFER OF LINE BY NORFOLK SOUTHERN RAILWAY COMPANY
 TO CSX TRANSPORTATION, INC.

NOTICE OF INTENT TO PARTICIPATE

Please take notice that the City of Cleveland intends to participate and become a party of record in this proceeding. Service of all documents filed in this proceeding should be made upon the undersigned.

Respectfully submitted,

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By: 

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DATE: September 9, 1997

CERTIFICATE OF SERVICE

I hereby certify that on September 9, 1997, a copy of the foregoing Notice of Intent to Participate was served by first-class, U.S. Mail, postage prepaid, upon the following:

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Washington, DC 20007

William C. Van Slyke
152 Washington Avenue
Albany, NY 12210 US

John A. Vuono
Vuono & Gray
2310 Grant Building
Pittsburgh, PA 15219 US

F. Ronalds Walker
Citizens Gas & Coke Utility
2020 N. Meridian Street
Indianapolis, IN 46202 US

Jack A. Walter
WCI Steel, Inc.
1040 Pine Avenue, SE
Warren, OH 44483 US

Scott N. Stone
Patton Boggs L.L.P.
2550 M Street, N.W.
7th Floor
Washington, DC 20037-1346

D.G. Strunk, Jr.
General Chairperson UTU
817 Kilbourne Street
Bellevue, OH 44811

Mayor Vincent M. Urbin
150 Avon Belden Rd.
Avon Lake, OH 44012

Stephen M. Uthoff
Coniglio & Uthoff
110 West Ocean Blvd.
Suite C
Long Beach, CA 90802

J. William Van Dyke
NJ Transportation Planning
Authority
One Newark Center
17th Floor
Newark, NJ 07102

Charles H. White, Jr.
Galland, Kharasch &
Garfinkle, P.C.
1054 Thirty-First Street NW
Washington, DC 20007-4492 US

William W. Whitehurst, Jr.
W.W. Whitehurst &
Associates, Inc.
12421 Happy Hollow Road
Cockeysville, MD 21030 US

Henry M. Wick, Jr.
Wick, Streiff, et al.
1450 Two Chatham Center
Pittsburgh, PA 15219 US

Robert J. Will
United Transportation Union
4134 Grave Run Road
Manchester, MD 21102 US

James R. Weiss
Preston, Gates, Ellis,
1735 New York Avenue, NW
Suite 500
Washington, DC 20006 US

Sergeant W. Wise
Livonia, Avon & Lakeville
P.O. Bxo 190-B
5759 Sweeteners Boulevard
Lakeville, NY 14480 US

Frederic L. Wood
Donelan, Cleary, Wood &
Maser, P.C.
1100 New York Avenue, NW
Suite 750
Washington, DC 20005-3934 US

L. Pat Wynns
Suite 210
1050 - 17th Street, NW
Washington, DC 20036-5503 US

Sheldon A. Zabel
Schiff, Hardin & Waite
7200 Sears Tower
Chicago, IL 60606 US

Walter E. Zullig, Jr.
Special Counsel
Metro-North Commuter Railroad
Company
347 Madison Avenue
New York, NY 10017-3706 US

Christine H. Rosso
Illinois Assistant Attorney
General
100 W. Randolph Street
13th Floor
Chicago, IL 60601 US

Robert A. Wimbish, Esq.
Rea, Cross & Auchincloss
1920 N. Street, NW
Washington, DC 20036

Richard R. Wilson
1126 Eigt Avenue, Ste. 403
Altoona, PA 16602 US

Timothy A. Wolfe
Wyandot Doliotte, Inc.
P.O. Box 99
1794 Co. Rd. #99
Carey, OH 43316 US

E.C. Wright
Rail Transportation
Procurement Manager
1007 Market Street
Dupont Building 3100
Wilmington, DE 19898 US

Edward Wytkind
Executive Director
Transportation Trades Dept.
AFLCIO
400 N. Capitol Street, SW
Suite 861
Washington, DC 20001 US

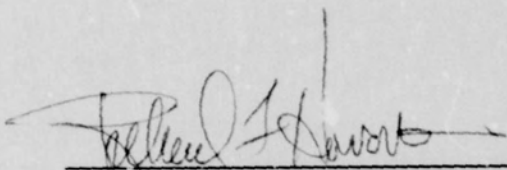
Scott M. Zimmerman
Zuckert, Scoutt &
Rasenberger, L.L.P.
888 Seventeenth Street, NW
Washington, DC 20006 US

David Roloff
Goldstein & roloff
526 Superior Avenue, East
Suite 1440
Cleveland, OH 44114 US

Hugh H. Welsh
Law Department - Ste. 67E
One World Trade Center
New York, NY 10048-0202 US

C.D. Winebrenner
General Chairperson UTU
27801 Euclid Avenue, Rm. 200
Euclid, OH 44132 US

John F. Wing, Chairman
Citizens Advisory Committee
601 North Howard Street
Baltimore, MD 21201 US



RICHARD F. HORVATH

**City of Cleveland**

Michael R. White, Mayor

Department of Law

Sharon Sobol Jordan, Director

601 Lakeside Avenue, Room 106

Cleveland, Ohio 44114-1077

216/664-2800 • Fax 216/664-2663

September 9, 1997

To All Parties of Record

Re: **Finance Docket No. 33388**

**CSX Corporation and CSX Transportation, Inc. Norfolk
Southern Corporation and Norfolk Southern Railway
Company -- Control and Operating Leases/Agreements --
Conrail, Inc. and Consolidated Rail Corporation
Transfer of Line by Norfolk Southern Railway Company
to CSX Transportation, Inc.**

Dear Sir/Madam:

Due to delay in compiling the documents for mailing, the original of the enclosed Motion to Late-File a Notice of Intent to Participate and the original of Notice of Intent to Participate were mailed to the Surface Transportation Board on September 9, 1997, not on September 5, 1997 as shown on the first and second pages of the enclosed documents. The original of the documents filed with the Board contain the correct date of September 9, 1997.

Please contact me if you have any questions regarding this matter.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read 'Richard F. Horvath', is written over a horizontal line.

Richard F. Horvath
Chief Assistant Director of Law

RFH/sm

STB

FD

33388

9-11-97

D

181903

181903

BRICKFIELD
BURCHETTE
KITTTS, PC

D

WASHINGTON, D.C.
AUSTIN, TEXAS

September 11, 1997

BY HAND DELIVERY

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

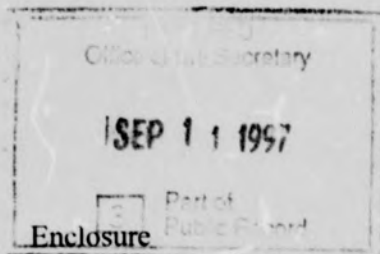


**Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk Southern Railway Company -- Control
and Operating Leases/Agreements -- Conrail Inc. and Consolidated Rail
Corporation**

Dear Secretary Williams:

On behalf of Steel Dynamics, Inc. ("SDI"), please find enclosed for filing an original and ten copies of the Certificate of Service of Steel Dynamics, Inc. (SDI-6).

Please do not hesitate to contact me if you have any questions or concerns. Thank you for your cooperation in this matter.



Very truly yours,

A handwritten signature in cursive script, appearing to read "C. O'Hara".

Christopher C. O'Hara

cc: The Honorable Jacob Leventhal
All Parties of Record (with the next mailing)

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388

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

**CERTIFICATE OF SERVICE
OF STEEL DYNAMICS, INC.**

Pursuant to Decision No. 27 of the Surface Transportation Board, I hereby certify that on September 10, 1997, the Party of Record listed in Decision No. 27 was served, by United States mail, first class, postage prepaid with a copy this document and of the following filings:

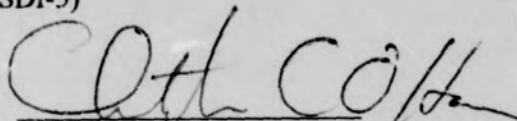
Entry of Appearance of Steel Dynamics, Inc. (SDI-1)

Comments of Steel Dynamics, Inc. on the Proposed Procedural Schedule (SDI-2)

Reply of Steel Dynamics, Inc. to the Petition for Waiver Filed by NS (SDI-3)

Notice of Intent to Participate of Steel Dynamics, Inc. (SDI-4)

Decision No. 21 Certificate of Service (SDI-5)



Christopher C. O'Hara
Brickfield, Burchette & Ritts, P.C.
1025 Thomas Jefferson Street, NW
Eighth Floor, West Tower
Washington, DC 20007

Telephone: (202) 342-0800
Facsimile: (202) 342-0807

Attorneys for Steel Dynamics, Inc.

Date: September 10, 1997

STB

FD-33388

ID-181904

9-11-97

D

1/8/90d

CONEG

COALITION OF NORTHEASTERN GOVERNORS

Governor Angus S. King, Jr., Chairman
Anne D. Stubbs, Executive Director

VIA HAND DELIVERY

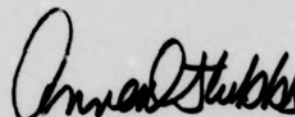
Office of the Secretary
Case Control Branch
Attn: STB Finance Docket 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423

Dear Sir or Madam:

Enclosed for filing are the original and twenty-five copies of the "Errata to 'Description by Coalition of Northeastern Governors of Responsive Application,'" CNEG-4. Also enclosed is a 3.5" diskette formatted for WordPerfect 6.1 which can be converted to WordPerfect 7.0.

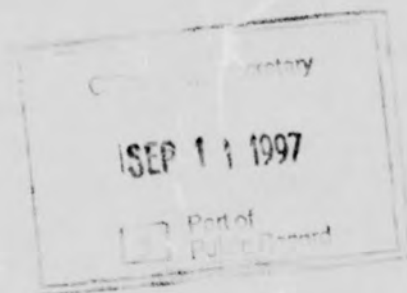
Would you please date-stamp and return the extra copy of this document to the messenger. Thank you very much for your assistance.

Very truly yours,



Anne D. Stubbs
Executive Director

Enclosures

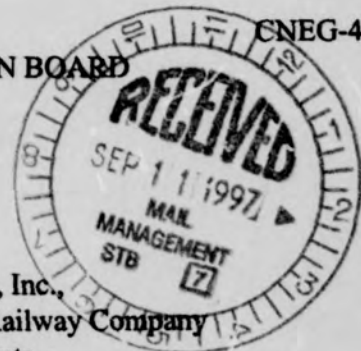


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BEFORE THE SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388

CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk Southern Railway Company
- Control And Operating Leases/Agreements -
Conrail Inc. and Consolidated Rail Corporation



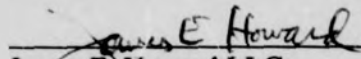
ERRATA TO "DESCRIPTION BY
COALITION OF NORTHEASTERN GOVERNORS
OF RESPONSIVE APPLICATION"

Footnote 1 on page 1 of the "Description by Coalition of Northeastern Governors of Responsive Application" (CNEG-3) should read as follows:

As the State of New Jersey, by and through its Department of Transportation, and the Commonwealth of Pennsylvania and Governor Thomas J. Ridge have entered their own appearances in this case and will be developing their own positions, the views presented here do not necessarily represent those of the State of New Jersey, or the Commonwealth of Pennsylvania and Governor Ridge.

Respectfully submitted,

COALITION OF NORTHEASTERN GOVERNORS


James E. Howard LLC
90 Canal Street
Boston, MA 02114
(617) 263-1322

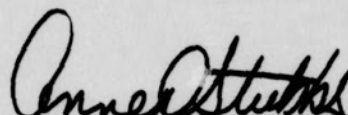
Attorney for Coalition of Northeastern Governors

Anne D. Stubbs, Executive Director
CNEG Policy Research Center, Inc.
400 North Capitol Street, Suite 382
Washington, DC 20001
(202) 624-8450

Dated: September 8, 1997

CERTIFICATE OF SERVICE

I hereby certify that on September 8, 1997 the "Errata to 'Description by Coalition of Northeastern Governors of Responsive Application'" was served by mailing copies by first class mail, postage prepaid, to the Parties of Record listed on the service list compiled by the Board and included in Decision 21 dated August 19, 1997 and to Administrative Law Judge Jacob Leventhal, Federal Energy Regulatory Commission, 888 First Street, N.E., Suite 11F, Washington, DC 20426.

A handwritten signature in dark ink, appearing to read "Anne D. Stubbs", is written over a horizontal line.

Anne D. Stubbs

CONEG[^]

COALITION OF NORTHEASTERN GOVERNORS

Governor Angus S. King, Jr., Chairman
Anne D. Stubbs, Executive Director

September 8, 1997

VIA HAND DELIVERY

Office of the Secretary
Case Control Branch
Attn: STB Finance Docket 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423



Dear Sir or Madam:

Enclosed for filing are the original and twenty-five copies of the "Errata to 'Description by Coalition of Northeastern Governors of Responsive Application,'" CNEG-4. Also enclosed is a 3.5" diskette formatted for WordPerfect 6.1 which can be converted to WordPerfect 7.0.

Would you please date-stamp and return the extra copy of this document to the messenger. Thank you very much for your assistance.

Very truly yours,

A handwritten signature in cursive script, reading 'Anne D. Stubbs'.

Anne D. Stubbs
Executive Director

Enclosures



BEFORE THE SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388

CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk Southern Railway Company
- Control And Operating Leases/Agreements -
Conrail Inc. and Consolidated Rail Corporation



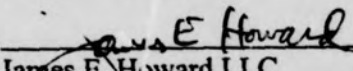
ERRATA TO "DESCRIPTION BY
COALITION OF NORTHEASTERN GOVERNORS
OF RESPONSIVE APPLICATION"

Footnote 1 on page 1 of the Description by Coalition of Northeastern Governors of Responsive Application" (CNEG-3) should read as follows:

1. As the State of New Jersey, by and through its Department of Transportation, and the Commonwealth of Pennsylvania and Governor Thomas J. Ridge have entered their own appearances in this case and will be developing their own positions, the views presented here do not necessarily represent those of the State of New Jersey, or the Commonwealth of Pennsylvania and Governor Ridge.

Respectfully submitted,

COALITION OF NORTHEASTERN GOVERNORS


James E. Howard LLC
90 Canal Street
Boston, MA 02114
(617) 263-1322

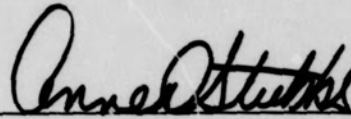
Attorney for Coalition of Northeastern Governors

Anne D. Stubbs, Executive Director
CNEG Policy Research Center, Inc.
400 North Capitol Street, Suite 382
Washington, DC 20001
(202) 624-8450

Dated: September 8, 1997

CERTIFICATE OF SERVICE

I hereby certify that on September 8, 1997 the "Errata to 'Description by Coalition of Northeastern Governors of Responsive Application'" was served by mailing copies by first class mail, postage prepaid, to the Parties of Record listed on the service list compiled by the Board and included in Decision 21 dated August 19, 1997 and to Administrative Law Judge Jacob Leventhal, Federal Energy Regulatory Commission, 888 First Street, N.E., Suite 11F, Washington, DC 20426.

A handwritten signature in dark ink, appearing to read "Anne D. Stubbs", is written over a horizontal line.

Anne D. Stubbs

STB

FD-33388

ID-181909

9-11-97

D

BALL JANIK LLP

A T T O R N E Y S

1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005

TELEPHONE 202-638-3307
FACSIMILE 202-783-6947

KARL MORELL



September 10, 1997

D

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Suite 600
Washington, DC 20423-0001

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

Dear Secretary Williams:

Pursuant to Decision No. 27 in the above-referenced proceeding, enclosed please
find an original and 10 copies of the Certificate of Service of Northern Ohio & Western Railway,
L.L.C., Newburgh & South Shore Railroad, LTD., Manufacturers' Junction Railway, L.L.C.,
Georgia Woodlands Railroad, L.L.C., and Chicago Rail Link, L.L.C.

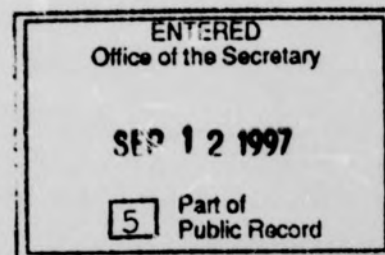
Please contact the undersigned if you have any questions regarding this matter.

Sincerely,

Karl Morell

Karl Morell

Enclosures (1)



181909



BEFORE THE
SURFACE TRANSPORTATION BOARD

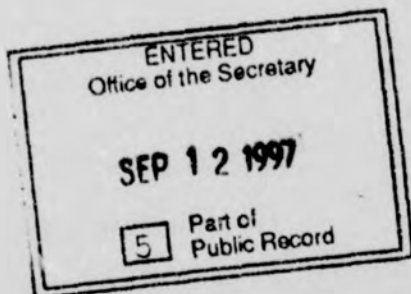
STB Docket No. 33388

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

NORTHERN OHIO & WESTERN RAILWAY, L.L.C., NEWBURGH & SOUTH SHORE
RAILROAD, LTD., MANUFACTURERS' JUNCTION RAILWAY, L.L.C., GEORGIA
WOODLANDS RAILROAD, L.L.C., AND CHICAGO RAIL LINK, L.L.C., CERTIFICATE
OF SERVICE

In accordance with the Decision No. 27, served September 8, 1997, in the above-captioned matter, Northern Ohio & Western Railway, L.L.C., Newburgh & South Shore Railroad, LTD., Manufacturers' Junction Railway, L.L.C., Georgia Woodlands Railroad, L.L.C., and Chicago Rail Link, L.L.C., hereby certify that on September 10, 1997, they served on Mr. Cooper copies of all filings they have submitted so far in this proceeding by first-class mail, postage prepaid.

Respectfully submitted,



Karl Morell
Karl Morell
BALL JANIK LLP
1455 F Street, N.W., Suite 225
Washington, DC 20005
202-638-3307

STB

FD-33388

ID-181910

9-11-97

D

BALL JANIK LLP

A T T O R N E Y S

1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005

TELEPHONE 202-638-3307
FACSIMILE 202-783-6947

KARL MORELL



September 10, 1997

D

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Suite 600
Washington, DC 20423-0001

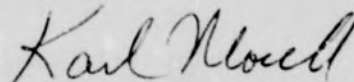
Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk Southern Railway Company--
Control and Operating Leases/Agreements--Conrail Inc., and Consolidated
Rail Corporation

Dear Secretary Williams:

Pursuant to Decision No. 27 in the above-referenced proceeding, enclosed please
find an original and 10 copies of the Certificate of Service of Pittsburgh Industrial Railroad, Inc.,
New England Central Railroad, Inc., Indiana and Ohio Railroad, Inc., Indiana Southern Railroad,
Inc., Indiana & Ohio Railway Company, and Connecticut Southern Railroad, Inc..

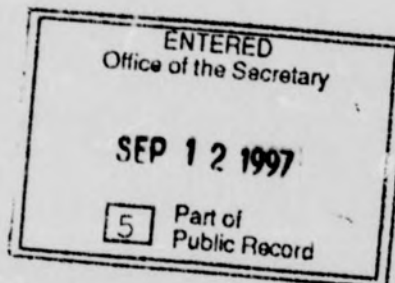
Please contact the undersigned if you have any questions regarding this matter.

Sincerely,



Karl Morell

Enclosures (1)



181910

BEFORE THE
SURFACE TRANSPORTATION BOARD



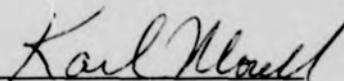
STB Docket No. 33388

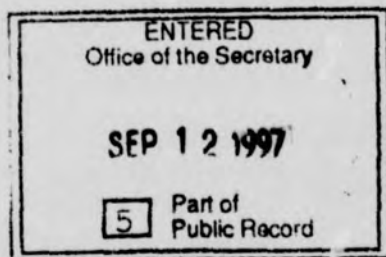
CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
--CONTROL AND OPERATING LEASES/AGREEMENTS--
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

PITTSBURGH INDUSTRIAL RAILROAD, INC., NEW ENGLAND CENTRAL RAILROAD,
INC., INDIANA AND OHIO RAILROAD, INC., INDIANA SOUTHERN RAILROAD, INC.,
INDIANA & OHIO RAILWAY COMPANY, AND CONNECTICUT SOUTHERN
RAILROAD, INC.'S CERTIFICATE OF SERVICE

In accordance with the Decision No. 27, served September 8, 1997, in the above-captioned matter, Pittsburgh Industrial Railroad, Inc., New England Central Railroad, Inc., Indiana and Ohio Railroad, Inc., Indiana Southern Railroad, Inc., Indiana & Ohio Railway Company, and Connecticut Southern Railroad, Inc. hereby certify that on September 10, 1997, they served on Mr. Cooper copies of all filings they have submitted so far in this proceeding by first-class mail, postage prepaid.

Respectfully submitted,


Karl Morell
BALL JANIK LLP
1455 F Street, N.W., Suite 225
Washington, DC 20005
202-638-3307



STB

FD-33388

ID-181911

9-11-97

D

181911

BALL JANIK LLP

A T T O R N E Y S

1455 F STREET, NW, SUITE 225
WASHINGTON, D.C. 20005

TELEPHONE 202-638-3307
FACSIMILE 202-783-6947

KARL MORELL



September 10, 1997

D

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., S 600
Washington, DC 20426-0001

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

Dear Secretary Williams:

Pursuant to Decision No. 27 in the above-referenced proceeding, enclosed please
find an original and 10 copies of the Certificate of Service of Ann Arbor Railroad.

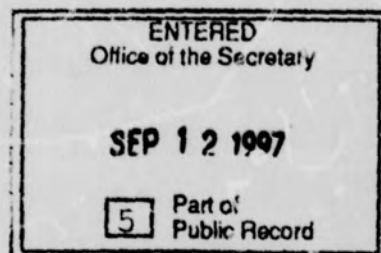
Please contact the undersigned if you have any questions regarding this matter.

Sincerely,

Karl Morell

Karl Morell

Enclosures (1)



BEFORE THE
SURFACE TRANSPORTATION BOARD



STB Docket No. 33388

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

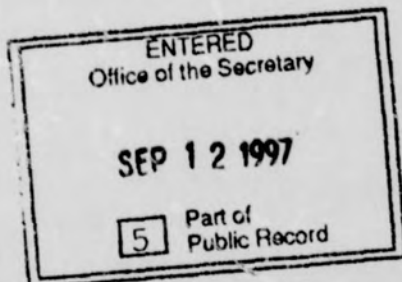
ANN ARBOR RAILROAD'S CERTIFICATE OF SERVICE

In accordance with the Decision No. 27, served September 8, 1997, in the above-captioned matter, Ann Arbor Railroad hereby certifies that on September 10 1997, it served on Mr. Cooper copies of all filings they have submitted so far in this proceeding by first-class mail, postage prepaid.

Respectfully submitted,

Karl Morell
BALL JANIK LLP
1455 F Street, N.W., Suite 225
Washington, DC 20005
202-638-3307

Attorney for Ann Arbor Railroad



STB

FD-33388

ID-181912

9-11-97

D

181912

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Docket No. 33388

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



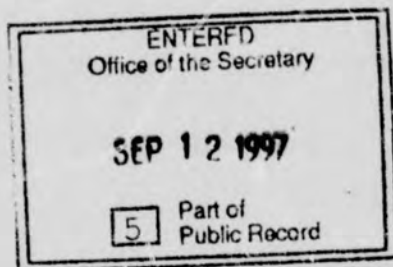
D

DELAWARE VALLEY RAILWAY COMPANY, INC.
HURON AND EASTERN RAILWAY COMPANY, INC.
SAGINAW VALLEY RAILWAY COMPANY, INC.
RAILAMERICA, INC.
CERTIFICATE OF SERVICE

In accordance with the Decision No. 27, served September 8, 1997, in the above-captioned matter, Delaware Valley Railway Company, Inc., Huron and Eastern Railway Company, Inc., Saginaw Valley Railway Company, and RailAmerica, Inc. hereby certify that on September 10, 1997, they have served on Robert J. Cooper copies of all filings they have submitted so far in this proceeding by first-class mail, postage prepaid.

Respectfully submitted,

Louis E. Gitomer
BALL JANIK LLP
1455 F Street, N.W., Suite 225
Washington, D.C. 20005
202-638-3307



**Attorney for Delaware Valley Railway
Company, Inc., Huron and Eastern Railway
Company, Inc., Saginaw Valley Railway
Company, Inc., and RailAmerica, Inc.**

September 10, 1997

STB

FD-33388

ID-181913

9-11-97

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181913

BEFORE THE
SURFACE TRANSPORTATION BOARD



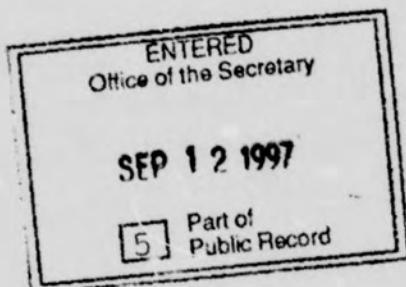
STB Docket No. 33388

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

D

APL LIMITED'S CERTIFICATE OF SERVICE

In accordance with the Decision No. 27, served September 8, 1997, in the above-captioned matter, APL Limited hereby certifies that on September 10, 1997, it has served on Robert J. Cooper copies of all filings it has submitted so far in this proceeding by first-class mail, postage prepaid.



Respectfully submitted,

Louis E. Gitomer
BALL JANIK LLP
1455 F Street, N.W., Suite 225
Washington, D.C. 20005
202-638-3307

Attorney for APL Limited

September 10, 1997

STB

FD-33388

ID-181914

9-11-97

D

LAW OFFICES.
of

T. SCOTT BANNISTER AND ASSOCIATES

ATTORNEY AND COUNSELOR AT LAW
1300 DES MOINES BUILDING
405 - SIXTH AVENUE
DES MOINES, IOWA 50309

TELEFAX:
(515) 244-8258

181914
TELEPHONE:
(515) 244-0177
(515) 244-8877

August 29, 1997



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

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

Dear Secretary Williams:

Enclosed are an original and ten (10) copies of the Certificate of Service of Iowa Interstate Railroad, Ltd. for filing in the above-referenced proceeding.

Sincerely,

T. Scott Bannister

TSB:hjw
Enclosures

1029-1/cor/47472

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Office of the Secretary	
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5	Part of Public Record

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Before The
SURFACE TRANSPORTATION BOARD
Washington, D.C.



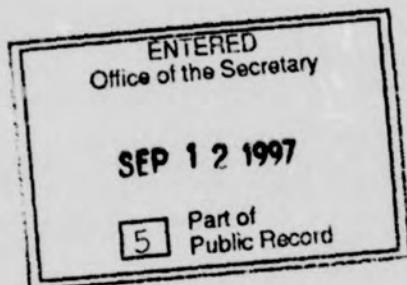
Finance Docket No. 33388

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

Certificate of Service of Iowa Interstate Railroad, Ltd.

Pursuant to Decision No. 21 of the Surface Transportation Board, I hereby certify that all Parties of record listed in Decision No. 21 were served (to the extent not previously served), by first-class U.S. mail, postage prepaid, with the following filing of Iowa Interstate Railroad, Ltd. previously submitted thus far in this proceeding: Comments in Opposition to Control Application and Description of Anticipated Inconsistent and Responsive Application.

Dated: August 29, 1997





T. Scott Bannister
T. Scott Bannister and Associates
1300 Des Moines Building
405 - Sixth Avenue
Des Moines, IA 50309
Telephone: 515-222-0177
Fax: 515-244-8258

Counsel for Iowa Interstate Railroad, Ltd.

STB

FD-33388

ID-181921

9-11-97

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TROUTMAN SANDERS LLP

ATTORNEYS AT LAW
A LIMITED LIABILITY PARTNERSHIP1300 I STREET, N.W.
SUITE 500 EAST
WASHINGTON, D.C. 20005-3314
TELEPHONE 202-274-2950
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William A. Mullins

September 11, 1997



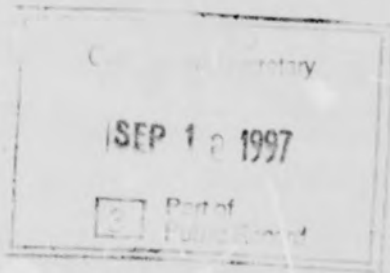
The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Room 711
Washington, D.C. 20423

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

Dear Secretary Williams:

Enclosed for filing in the above captioned docket are the original and twenty-five copies of the Reply to Applicants' Appeal From Decisions of Administrative Law Judge (NYSEG-9).

Also enclosed is 3.5-inch diskette containing the text of these pleadings. Please date stamp the enclosed extra copies of the pleadings and return it to the messenger for our files.



Sincerely yours,

William A. Mullins
Attorney for New York State Electric & Gas

Enclosures

cc: The Honorable Jacob Leventhal
Paul A. Cunningham, Esq.
Richard A. Allen, Esq.
Dennis G. Lyons, Esq.

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

ORIGINAL

FINANCE DOCKET NO. 33388

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

**REPLY TO APPLICANTS' APPEAL FROM DECISIONS
OF ADMINISTRATIVE LAW JUDGE**

**WILLIAM A. MULLINS
SANDRA L. BROWN
TROUTMAN SANDERS LLP
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SUITE 500 EAST
WASHINGTON, D.C. 20005-3314
202 274-2950 (PHONE)
202-274-2994 (FAX)**

ATTORNEYS FOR NEW YORK STATE ELECTRIC AND GAS

September 11, 1997

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 33388

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

**REPLY TO APPLICANTS' APPEAL FROM DECISIONS
OF ADMINISTRATIVE LAW JUDGE**

NYSEG submits this reply to Applicants' Appeal¹ from two of Administrative Law Judge Leventhal's ("ALJ") decisions² rebuffing the Applicants' self undertaken decision to redact "competitively sensitive or proprietary information" from the documents they have been ordered to produce and from the Judge's holding that the Protective Order³ in this matter specifically provides for a mechanism to protect such "competitively sensitive or proprietary information" from improper disclosure. To permit the Applicants to continue their current practice of self-redacting non-privileged information simply because such information is "competitively sensitive or proprietary information" in essence creates a *Highly-Highly Confidential* category which is not encompassed in the Protective Order. Applicants' obvious disregard for the Protective Order, which they drafted, should not be endorsed by the Surface Transportation Board. (The "Board").

¹ Applicants filed an Appeal on September 8, 1997 marked CSX/NS-70.

² The decisions subject to appeal are Decision No. 26, served September 5, 1997 and an oral ruling of the ALJ delivered on September 5, 1997 during a discovery conference.

³ The Protective Order in this matter was requested by the Applicants and the Board instituted it in Decision No. 1 served April 16, 1997

REPLY ARGUMENT

As pointed out in the Board's Decisions No. 6 and 17 in this matter, "[a]ppeals from discovery decisions of the ALJ are to be granted only 'to correct a clear error of judgment' or to 'prevent a manifest injustice.'" 49 CFR 1115.1(c). In addition, the regulation states that such appeals are disfavored and will only be granted in exceptional circumstances. *Id.* Yet, in their appeal, Applicants make only a passing comment at this crucial standard of review and make no viable argument to address why Judge Leventhal's decisions were a "clear error of judgment" and should be overturned to "prevent a manifest injustice." Applicants have not, and indeed cannot, meet this burden to overrule the ALJ decisions in question.

Applicants partition their appeal argument into three categories: (1) that the information at issue is extraordinarily sensitive; (2) that a balancing of commercial harm against relevance is required; and (3) that the Protective Order does not offer sufficient protection from competitive harm.

A. Regardless of the commercial sensitivity of the self-redacted information, the Protective Order provides a sufficient mechanism to prevent the unlawful and harmful disclosure of such information.

As mentioned above, the Protective Order in this matter was requested and drafted by the Applicants. The purpose of the Protective Order is to "ensure[] that [confidential, proprietary or commercially sensitive] information and data produced by any party in response to a discovery request or otherwise will be used solely for purposes of this proceeding and not for any other business or commercial use." Decision No. 1 at 1-2. In addition, the scope of the Protective Order is stated to include both (1) the exchange and disclosure of commercially sensitive information between the Applicants as necessary to prepare and defend their application; and (2) the disclosure of commercially sensitive information to non-Applicant parties.

For some reason, Applicants have not objected to exchanging confidential materials among themselves. Indeed, as Conrail has placed copies of NYSEG's contracts into the document depository, Applicants outside counsel and consultants can review NYSEG's "commercial" information, but Applicants are refusing to produce unredacted copies of contracts and bid information related to other utility companies for NYSEG to review, even though Judge Leventhal has ordered the documents produced as responsive to NYSEG-3. August 28, 1997 Tr. at 39, 50, Excerpts attached as Exhibit A. Applicants attempt to bolster their argument that redactions are permissible because NYSEG and the Applicants recently agreed to the production of certain documents in a redacted form. NYSEG did recently agree with the Applicants that certain documents could be produced in a redacted form. However, NYSEG agreed to this only because the Applicants have in effect refused to produce any documents containing commercially sensitive information, *see* General Objection No. 6 in CSX/NS-67, Excerpts attached as Exhibit B, despite the fact Judge Leventhal had ordered Applicants to produce documents responsive to NYSEG's requests.

Applicants would have the Board believe that thousands and thousands of pages have been produced in the depository and that very few pages contain redactions. First, these "thousands" of pages include the magnitude of pages from the filings/pleadings in this matter, including Applicant witnesses' workpapers. Second, some of the documents produced in the depository are different from the documents provided directly to certain parties by the Applicants. Third, Applicants fail to point out that only about 700 pages have been produced in direct response to NYSEG's requests and over half are from Conrail. Indeed, as of this date, which is over two weeks since ordered to produce documents, NS and CSX have produced documents relative to only two interrogatories.

NYSEG has repeatedly had to go in front of the ALJ in an effort to obtain discovery from the Applicants. Each time, NYSEG has offered to limit their discovery requests in an attempt to compromise with the Applicants. Most of the time, the ALJ found the proposed limitations acceptable and ordered the documents produced, even over Applicants objections. Nevertheless, NYSEG has received few substantive documents from the Applicants. Therefore, NYSEG has been forced to make bargains for the hostage held documents in light of the fact that only 39 days are left for NYSEG and the other shippers/utilities to present all their evidence and argument before the Board.

All of these facts point to exactly why the Board should issue a general rule against these redactions. The Applicants are fully aware that protesting parties only have 120 days to present their entire argument and evidence. This means that the Applicants need only stall for less than four months and they can effectively quash any efforts to review any internal Applicant information and thus prevent any meaningful opposition to the proposed control proceeding. Therefore, Applicants should not be permitted to redact any produced documents and if Applicants desire to redact non-privileged information from future documents, Applicants should **first** seek authority from the Board under Paragraph 17 of the Protective Order.

Applicants' reasoning as to why they will not produce "commercially sensitive" information is based almost entirely on the assertion that the Protective Order does not provide sufficient protection against the subsequent use of the information in negotiations. Nevertheless, Applicants never raised this concern when they petitioned the Board for issuance of a Protective Order. Instead, the requested and granted petition already covers the exact information redacted by the Applicants.

The Protective Order defines "confidential information" as including, but not limited to, the identification of shippers and receivers in conjunction with shipper-specific or other traffic data, the confidential terms of contracts with shippers, confidential financial, rate and cost data and any other competitively sensitive or proprietary information. This is the exact information which the Applicants have taken it upon themselves to redact in direct disregard for Paragraph 17⁴ of the Protective Order. The Board should not condone Applicants newly created *Highly-Highly* Confidential designation.

In addition, Applicants state that the Protective Order does not address the issue that the confidential information will be or might be used in negotiations with the railroads.⁵ This is also incorrect. The Protective Order makes a distinction between Confidential and Highly Confidential information for this very reason. Documents designated Highly Confidential are disclosed only to outside counsel and consultants and may not be disclosed to the client, employees of the client or its subsidiaries, affiliates, or owners. Furthermore, all confidential information is specifically restricted to use for the preparation and presentation of evidence and argument in this proceeding.

Applicants lengthy argument on why the Protective Order does not protect subsequent negotiations between the parties fails to mention an important factor – outside counsel for the railroads are permitted and presumably are exchanging confidential information among the

⁴ Paragraph 17 provides that the Board, ALJ, or delegated officer must determine that good cause has been shown **before** any provision of the Protective Order is suspended.

⁵ Applicants also imply in their Appeal brief and outright state in their Reply to NYSEG's Petition for Clarification of Decision No. 1 that NYSEG's outside consultant advises utilities in such negotiations. CSX/NS-73 at p.9 and 10. NYSEG believes that the Applicants are referring to Mr. Crowley. However, NYSEG has **not** retained Mr. Crowley nor Mr. Crowley's firm in this matter. NYSEG has requested, and had ordered, that Applicants produce certain NYSEG related information. While this information has been given to Mr. Crowley, it was given for the purpose of his study being conducted for ACE, et. al. Mr. Crowley is not a NYSEG consultant.

Applicants in order to present their case as permitted in reason one of the Protective Order and cited above. Yet, Applicants would now like a different rule for outside counsel of the shippers who are attempting to rebut Applicants evidence.

Furthermore, although Applicants state otherwise, they clearly seem to think that the shippers' outside counsel cannot work in a professional manner and abide by the undertakings signed in this proceeding. Outside counsel and in-house counsel are distinguishable. To treat them effectively the same, would, in the Applicants own words, "reduce the Highly Protective designation to a mere formality with no substantive effect." CSX/NS-32 at p. 3. This is exactly what the Applicants are doing by redacting information which by definition will only be seen by outside counsel and outside consultants.

As best stated by Judge Leventhal, permitting the Applicants to produce redacted documents has the "effect of an ephemeral compliance with the [discovery] decisions but without substance." Decision No. 26. Therefore, the Board should issue a decision requiring the Applicants to produce the documents ordered by the ALJ in unredacted form subject to the conditions of the Protective Order.

B. Applicants' relevance argument is an attempt at an untimely Appeal of the ALJ's Order served July 18, 1997 and an attempt to prevent meaningful discovery in this proceeding.

Applicants spend a considerable time arguing that the documents and/or redacted material are not relevant and that the production of such material would constitute an impermissible discovery fishing expedition. CSX/NS-70 at p. 12. However, this argument should have been made after the ALJ ordered the documents produced back in July. At the time of the order, the ALJ agreed that the original discovery requests were too broad and prevented a "fishing expedition" by limiting the discovery requests. Any additional limitation sought by the Applicants should have

been filed and/or addressed with ACE's Appeal which resulted in Decision No. 17 by the Board. All relevance issues have already been addressed and affirmed by the ALJ and the Board.

Applicants' untimely attempt to appeal the production of these documents on the grounds of relevance is also a tactic at further delay in this proceeding. Not only are Applicants failing to produce the documents to ACE, Applicants are in effect failing to provide discovery to every other party in this proceeding, including NYSEG. Responsive documents are placed in the document depository so that duplicative discovery can be avoided. *See*, Decision No. 10, ¶¶ 1 and 15. In other words, so that any party, subject to the confidential undertakings, can view the documents produced to other parties without the necessity of a duplicative request.

The ALJ ordered the Applicants to produce documents to ACE. In doing so the ALJ and indeed the Board recognized that the documents are relevant to other theories beyond the one-lump theory. This is further supported by the fact that the ALJ has ordered that the Applicants produce to NYSEG, who is not raising the one-lump theory, the same documents produced to ACE. However, as stated above, the documents produced in the depository contain not only the redactions as provided to ACE, they also contain further redactions. All of this results in further delay by the Applicants.

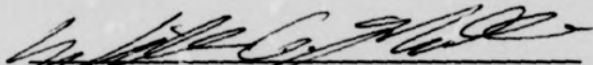
The Applicants make their delay strategy perfectly clear by disregarding the purpose and scope of the Protective Order by redacting responsive documents after the opposing party already had to fight for the documents at a discovery conference before the ALJ. In addition, Applicants then assert in their Reply to NYSEG's Petition for Clarification of Decision No. 1 (CSX/NS-73) that even the Board's ruling of ACE's discovery should not apply to other parties. Instead, every issue should be addressed on a case-by-case basis. This continual and repetitive arguing could

easily take up more than four months and leave all opposing parties with no evidence to support their arguments submitted to the Board. Precisely what the Applicants would like to see happen.

CONCLUSION

NYSEG respectfully requests that the Board look through the forest at the real tree the Applicants are standing behind – delay – and deny the Applicants' Appeal. In addition, the Board should issue a broader clarification that the delay tactics by the Applicants will not be tolerated. Specifically, the Board should conclude that redactions are not permitted and that the production of confidential and commercially sensitive materials are already provided for in the provisions of the Protective Order.

Respectfully Submitted, this 11TH day of September, 1997.

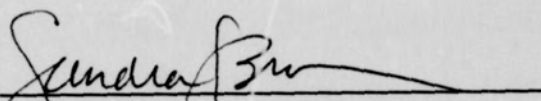


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ATTORNEYS FOR NEW YORK STATE
ELECTRIC AND GAS

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing "Reply to Applicants' Appeal from Decisions of Administrative Law Judge" (NYSEG-X) was served this 11th day of September, 1997, by facsimile transmission to Applicants' representatives, Judge Leventhal and to all other persons on the Restricted Service and by first-class mail, postage prepaid, to all other parties of record in STB Finance Docket No. 33388.


 Sandra L. Brown
 Attorney for New York State Electric & Gas

UNITED STATES OF AMERICA

+ + + + +

SURFACE TRANSPORTATION BOARD

+ + + + +

DISCOVERY CONFERENCE

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 --
TRANSFER OF RAILROAD LINE BY
NORFOLK SOUTHERN RAILWAY COMPANY
TO CSX TRANSPORTATION, INC.

Finance Docket
No. 33388

Thursday,
August 28, 1997

Washington, D.C.

The above-entitled matter came on for a
oral argument in Hearing Room 3 of the Federal
Energy Regulatory Commission, 888 First Street, N.E.
at 9:30 a.m.

BEFORE: THE HONORABLE JACOB LEVENTHAL
Administrative Law Judge

NEAL R. GROSS

COURT REPORTERS AND TRANSCRIBERS
1323 RHODE ISLAND AVE., N.W.
WASHINGTON, D.C. 20005-3701

1 JUDGE LEVENTHAL: All right. I'm going to
2 rule that NYSEG's entitled to receive the same
3 information that I have previously ruled that ACE can
4 receive. I think that the information sought by NYSEG
5 at this point cannot lead to acquiring admissible
6 evidence in this case.

7 If NYSEG wants to test the competition for
8 coal, they can have it by the competition that may
9 exist now between Norfolk Southern and CSX in their
10 connecting point with Conrail.

11 All right. That disposes of 1 and 2.
12 Let's go off the record for a moment.

13 (Whereupon, the foregoing matter went off
14 the record at 10:16 a.m. and went back on
15 the record at 10:18 a.m.)

16 JUDGE LEVENTHAL: Item No. 3.

17 MR. MULLINS: Your Honor, this -- I guess
18 I'm a little confused by your prior ruling when you
19 say the documents to A. Can I ask a clarification on
20 that?

21 JUDGE LEVENTHAL: Sure.

22 MR. MULLINS: Are you then just upholding

NEAL R. GROSS

COURT REPORTERS AND TRANSCRIBERS

1323 RHODE ISLAND AVE., N.W.

WASHINGTON, D.C. 20005-3701

1 limiting, all you're doing when you rule that way is
2 saying Conrail should produce their documents because
3 NS and CSX are not going to really have any documents.

4 JUDGE LEVENTHAL: Well, if you had access
5 to the documents they're producing for ACE, would that
6 satisfy your request?

7 MR. MULLINS: No, Your Honor, because
8 you've limited it.

9 JUDGE LEVENTHAL: No, no. Suppose you had
10 the documents that you're requesting here limited to
11 those shipments that ended up at destinations served
12 by Conrail for ACE. In other words, if there is
13 connecting shipment that originated on an NS line, and
14 interchanged with Conrail and delivered to ACE and you
15 had the information that they're furnishing to ACE,
16 wouldn't that give you the same information you want?

17 In other words, what you're doing here is
18 instead of having the broad request that all documents
19 to every destination served by these railroads, you're
20 getting one portion of it, the portion that relates to
21 shipments going to ACE.

22 MR. MULLINS: Well, ACE --

NEAL R. GROSS

COURT REPORTERS AND TRANSCRIBERS

1323 RHODE ISLAND AVE. N.W.

WASHINGTON, D.C. 20005-3701

CSX/NS-67

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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

APPLICANTS' RESPONSE TO THE
SECOND DISCOVERY REQUEST FROM
NEW YORK STATE ELECTRIC & GAS COMPANY

Applicants¹ hereby respond to the Second
Discovery Request from New York State Electric & Gas
Company ("NYSEG" or "requester") (NYSEG-4).

GENERAL RESPONSES

The following general responses are made with
respect to all of the requests and interrogatories.

1. Applicants have conducted a reasonable
search for responsive information to respond consistent
with the stated objections. Except as objections are
noted herein,² all responsive information has been or

¹ "Applicants" refers collectively to CSX Corporation and CSX Transportation (collectively, "CSX"), Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively, "NS"), and Consolidated Rail Corporation and Conrail Inc. (collectively, "Conrail").

² Thus, any response that states that responsive documents are being produced is subject to the General Objections, so that, for example, any documents subject to attorney-client privilege or the work product doctrine

- 2 -

shortly will be made available for inspection and copying in Applicants' depository, which is located at the offices of Arnold & Porter in Washington, D.C.

2. Where objections have been raised as to the scope of the interrogatory, Applicants are willing to discuss searching for and producing information covered by a more limited request or interrogatory taking account the stated objections.

3. Production of information or documents does not necessarily imply that they are relevant to this proceeding, and is not to be construed as waiving any applicable objection.

4. In line with past practice in cases of this nature, Applicants have not secured verifications for the answers to interrogatories herein. Applicants are prepared to discuss the matter with requester if this is of concern with respect to any particular answer.

GENERAL OBJECTIONS

The following general objections are made with respect to all of the interrogatories. Any additional specific objections are stated at the beginning of the response to each interrogatory.

1. Applicants object to the production of, and are not producing, documents or information subject to

are not being produced.

- 3 -

the attorney-client privilege, the work product doctrine and/or the joint or common interest privilege.

2. Applicants object to the production of, and are not producing, documents prepared in connection with, or information relating to, possible settlement of this or any other matter.

3. Applicants object to the production of, and are not producing, public documents or information that is readily available, including but not limited to documents on public file at the Surface Transportation Board (STB), the Securities and Exchange Commission (SEC), or any other government agency or court, or that have appeared in newspapers or other public media.

4. Applicants object to the production of, and are not producing, draft verified statements and documents relating thereto, in accordance with past practice in railroad control proceedings.

5. Applicants object to the production of, and are not producing, information or documents that are as readily obtainable by the requester from its own files.

6. Applicants object to the production of, and are not producing, confidential or sensitive commercial information, including information subject to disclosure restrictions imposed by law, in other proceedings, or by contractual obligation to third

- 4 -

parties, and that is of insufficient materiality to warrant production here even under a protective order.

7. Applicants object to the extent that the interrogatories seek information in a form not maintained by Applicants in the regular course of business or not readily available in the form requested, on the ground that such information could only be developed, if at all, through unduly burdensome and oppressive special studies, which are not ordinarily required and which Applicants object to performing.

8. Applicants object to the interrogatories as overbroad and unduly burdensome to the extent that they seek information for periods prior to January 1, 1995.

9. Applicants object to the definition of "competition," which requester limits to intramodal competition.

INTERROGATORIES

Interrogatory No. 1: Identify each line segment over 10 miles in length owned by any Applicant (solely or jointly) where "pusher" or "helper" locomotives are used to assist a trackage rights carrier (tenant carrier) for any portion of its movement over the segment.

Subject to their general objections, Applicants will place responsive documents, if any, in Applicants' depository.

Interrogatory No. 2: Identify and produce all documents that refer to, relate to or evidence the use

STB

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HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

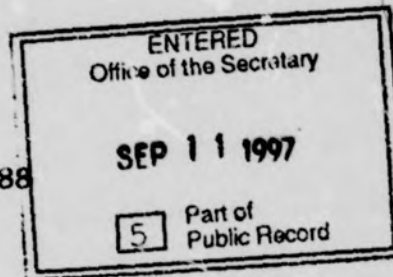
858 SIXTEENTH STREET, N.W., WASHINGTON, D.C. 20006-4103 (202) 835-8000
FACSIMILE (202) 835-8136
INTERNET <http://www.hopout.com>

CHICAGO OFFICE THREE FIRST NATIONAL PLAZA 60602-4205
DETROIT OFFICE 2800 LIVERNOIS SUITE 220 TROY, MI 48063-1220

JAMIE PALTER RENNERT
(202) 835-8112

September 10, 1997

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



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

Dear Secretary Williams:

Enclosed are an original and ten (10) copies of the Certificate of Service of the Florida Power & Light Company (FPL-3) for filing in the above-referenced proceeding. An additional copy is enclosed for file stamp and return with our messenger.

Sincerely,

A handwritten signature in dark ink, appearing to read "Jamie Palter Rennert".
Jamie Palter Rennert

Enclosures

cc: The Honorable Jacob Leventhal

Before The
SURFACE TRANSPORTATION BOARD
Washington, D.C.

Finance Docket No. 33388

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




Certificate of Service of the Florida Power & Light Company

Pursuant to Decision No. 27 of the Surface Transportation Board, I hereby certify that on September 10, 1997, Robert J. Cooper was served at his corrected address, by first-class U.S. mail, postage prepaid, with the following filings of the Florida Power & Light Company submitted thus far in this proceeding:

Notice of Intent to Participate (FPL-1)
Certificate of Service (FPL-2)

Dated: September 10, 1997


Jamie Palter Rennert
HOPKINS & SUTTER
888 Sixteenth Street, NW
Washington, D.C. 20006
(202) 835-8000

Counsel for Florida Power &
Light Company

STB

FD-33388

ID-181820

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HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

888 SIXTH STREET, N.W., WASHINGTON, D.C. 20006-4103 (202) 835-8000

FACSIMILE (202) 835-8136

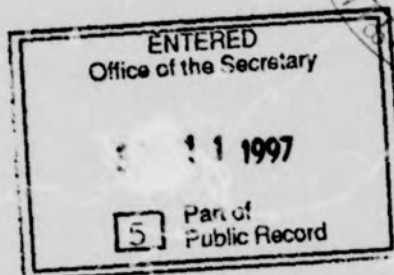
INTERNET <http://www.hopst.com>

CHICAGO OFFICE THREE FIRST NATIONAL PLAZA 60602-4205
DETROIT OFFICE 2800 LIVERNOIS SUITE 220 TROY, MI 48063-1220

JAMIE PALTER RENNERT
(202) 835-8196

September 10, 1997

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

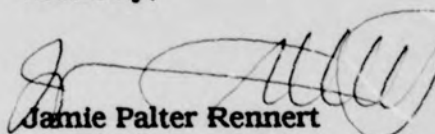


Re: CSX Corporation and CSX Transportation Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company -- Control and Operating Leases/Agreements -- Conrail Inc. and Consolidated Rail Corporation, Finance Docket No. 33388

Dear Secretary Williams:

Enclosed are an original and ten (10) copies of the Certificate of Service of the Philadelphia Belt Line Railroad Company (PBL-5) for filing in the above-referenced proceeding. An additional copy is enclosed for file stamp and return with our messenger.

Sincerely,


Jamie Palter Rennert

Enclosures

cc: The Honorable Jacob Leventhal

Before The
SURFACE TRANSPORTATION BOARD
Washington, D.C.

PBL-5

Finance Docket No. 33388 (Sub-No. 53)

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 --

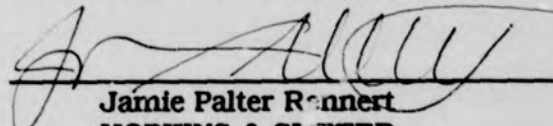


**Certificate of Service of
the Philadelphia Belt Line Railroad Company**

Pursuant to Decision No. 27 of the Surface Transportation Board, I hereby certify that on September 10, 1997, Robert J. Cooper was served at his corrected address, by first-class U.S. mail, postage prepaid, with the following filings of the Philadelphia Belt Line Railroad Company submitted thus far in this proceeding:

Notice of Intent to Participate (PBL-1) (dated April 16, 1997)
Notice of Intent to Participate (PBL-1) (dated June 2, 1997)
Description of Responsive Application To Be Filed By The Philadelphia Belt Line Railroad (PBL-2)
Petition for Waiver or Clarification of Railroad Consolidation Procedures, Submitted by the Philadelphia Belt Line Railroad Company (PBL-3)
Certificate of Service (PBL-4)

Dated: September 10, 1997


Jamie Palter Rennert
HOPKINS & SUTTER
888 Sixteenth Street, NW
Washington, D.C. 20006
(202) 835-8000

Counsel for Philadelphia Belt Line
Railroad Company

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

888 SIXTEENTH STREET, N.W., WASHINGTON, D.C. 20006-4103 (202) 835-8000

FACSIMILE (202) 835-8136

INTERNET <http://www.hopsut.com>

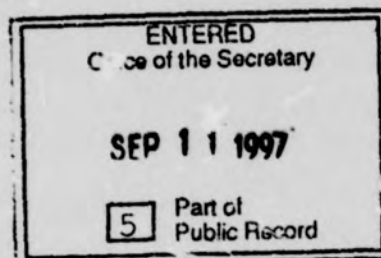
CHICAGO OFFICE 11228 FIRST NATIONAL PLAZA 60602-4205
DETROIT OFFICE 2800 LIVERNOIS SUITE 220 TROY, MI 48063-1220



JAMIE PALTER RENNERT
(202) 835-8196

September 10, 1997

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



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

Dear Secretary Williams:

Enclosed are an original and ten (10) copies of the Certificate of Service of the New York City Economic Development Corporation (NYC-5) for filing in the above-referenced proceeding. An additional copy is enclosed for file stamp and return with our messenger.

Sincerely,

Jamie Palter Rennert

Enclosures

cc: The Honorable Jacob Leventhal

Before The
SURFACE TRANSPORTATION BOARD
Washington, D.C.

Finance Docket No. 33388 (Sub-No. 54)

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




**Certificate of Service of
the New York City Economic Development Corporation**

Pursuant to Decision No. 27 of the Surface Transportation Board, I hereby certify that on September 10, 1997, Robert J. Cooper was served at his corrected address, by first-class U.S. mail, postage prepaid, with the following filings of the New York City Economic Development Corporation submitted thus far in this proceeding:

Notice of Intent to Participate (NYC-1) (dated April 16, 1997)
Notice of Intent to Participate (NYC-1) (dated June 2, 1997)
Description of Responsive Application To Be Filed By The New York City Economic Development Corporation (NYC-2)
Petition for Waiver or Clarification of Railroad Consolidation Procedures, Submitted by the New York City Economic Development Corporation (NYC-3)
Certificate of Service (NYC-4)

Dated: September 10, 1997


Jamie Palter Rennert
HOPKINS & SUTTER
888 Sixteenth Street, NW
Washington, D.C. 20006
(202) 835-8000

Counsel for New York City Economic
Development Corporation, acting on
behalf of the City of New York, New
York

STB

FD-33388

ID-181821

9-10-97

D

181821

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

888 SIXTEENTH STREET, N.W., WASHINGTON, D.C. 20006-4103 (202) 835-8000

FACSIMILE (202) 835-1136

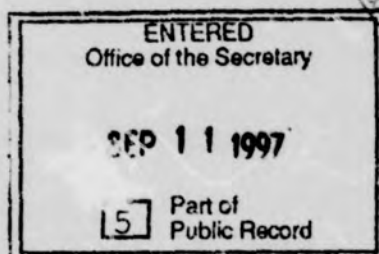
INTERNET <http://www.hopsut.com>

CHICAGO OFFICE THREE FIRST NATIONAL PLAZA 60602-4205
DETROIT OFFICE 2800 LIVERNOIS SUITE 220 TROY, MI 48063-1220

JAMIE PALTER RENNERT
(202) 835-8112

September 10, 1997

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



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

Dear Secretary Williams:

Enclosed are an original and ten (10) copies of the Certificate of Service of the Commuter Rail Division of the Regional Transportation Authority and the Northeast Illinois Regional Commuter Railroad Corporation, d/b/a Metra (METR-3) for filing in the above-referenced proceeding. An additional copy is enclosed for file stamp and return with our messenger.

Sincerely,

Jamie Palter Rennert

Enclosures

cc: The Honorable Jacob Leventhal

Before The
SURFACE TRANSPORTATION BOARD
Washington, D.C.

Finance Docket No. 33388

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




**Certificate of Service of the Commuter Rail Division of the
Regional Transportation Authority and the Northeast Illinois
Regional Commuter Railroad Corporation, d/b/a/ Metra**

Pursuant to Decision No. 27 of the Surface Transportation Board, I hereby certify that on September 10, 1997, Robert J. Cooper was served at his corrected address, by first-class U.S. mail, postage prepaid, with the following filings of the Commuter Rail Division of the Regional Transportation Authority and the Northeast Illinois Regional Commuter Railroad Corporation, d/b/a/ Metra submitted thus far in this proceeding:

Notice of Intent to Participate (METR-1)
Certificate of Service (METR-2)

Dated: September 10, 1997


Jamie Palter Rennert
HOPKINS & SUTTER
888 Sixteenth Street, NW
Washington, D.C. 20006
(202) 835-8000

Counsel for Commuter Rail Division of
the Regional Transportation Authority
and the Northeast Illinois Regional
Commuter Railroad Corporation, d/b/a/
Metra

STB

FD-33388

ID-181822

9-10-97

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181903

BRICKFIELD
BURCHETTE
RITTS, PC

D

WASHINGTON, D.C.
AUSTIN, TEXAS

September 11, 1997

BY HAND DELIVERY

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

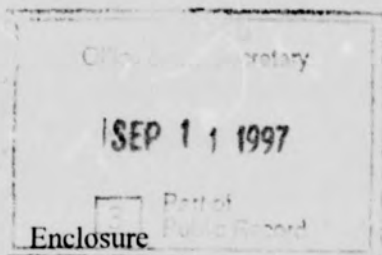


**Re: Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk Southern Railway Company -- Control
and Operating Leases/Agreements -- Conrail Inc. and Consolidated Rail
Corporation**

Dear Secretary Williams:

On behalf of Steel Dynamics, Inc. ("SDI"), please find enclosed for filing an original and ten copies of the Certificate of Service of Steel Dynamics, Inc. (SDI-6).

Please do not hesitate to contact me if you have any questions or concerns. Thank you for your cooperation in this matter.



Very truly yours,

Christopher C. O'Hara

cc: The Honorable Jacob Leventhal
All Parties of Record (with the next mailing)

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388

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

**CERTIFICATE OF SERVICE
OF STEEL DYNAMICS, INC.**

Pursuant to Decision No. 27 of the Surface Transportation Board, I hereby certify that on September 10, 1997, the Party of Record listed in Decision No. 27 was served by United States mail, first class, postage prepaid with a copy this document and of the following filings:

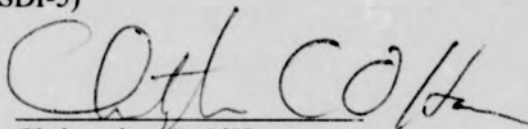
Entry of Appearance of Steel Dynamics, Inc.(SDI-1)

Comments of Steel Dynamics, Inc.on the Proposed Procedural Schedule (SDI-2)

Reply of Steel Dynamics, Inc. to the Petition for Waiver Filed by NS (SDI-3)

Notice of Intent to Participate of Steel Dynamics, Inc. (SDI-4)

Decision No. 21 Certificate of Service (SDI-5)



Christopher C. O'Hara
Brickfield, Burchette & Ritts, P.C.
1025 Thomas Jefferson Street, NW
Eighth Floor, West Tower
Washington, DC 20007

Telephone: (202) 342-0800
Facsimile: (202) 342-0807

Attorneys for Steel Dynamics, Inc.

Date: September 10, 1997

STB

FD-33388

ID-181603

8-29-97

D



BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388



CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK SOUTHERN
CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

-- CONTROL AND OPERATING LEASES/AGREEMENTS --

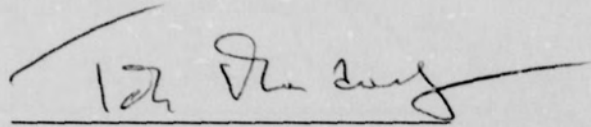
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

CERTIFICATE OF SERVICE OF PRIOR FILINGS OF
COMMONWEALTH OF PENNSYLVANIA,
GOVERNOR THOMAS J. RIDGE AND
PENNSYLVANIA DEPARTMENT OF TRANSPORTATION

The Commonwealth of Pennsylvania, Governor Thomas J. Ridge and the Pennsylvania
Department of Transportation hereby certify that they have served the following on all parties of
record and on Administrative Law Judge Jacob Leventhal:

- PA-1 Notice of Intent to Participate of Commonwealth of Pennsylvania,
Governor Thomas J. Ridge and Pennsylvania Department of
Transportation
- PA-2 Comments of Commonwealth of Pennsylvania, Governor Thomas
J. Ridge and Pennsylvania Department of Transportation on
Proposed Scope of Environmental Impact Statement
- PA-3 Description of Anticipated Responsive Application
- PA-4 Certificate of Service of Prior Filings of Commonwealth of
Pennsylvania, Governor Thomas J. Ridge and Pennsylvania
Department of Transportation

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "John L. Oberdorfer", is written over a horizontal line.

John L. Oberdorfer
Patton Boggs, L.L.P.
2550 M Street, N.W.
Washington, DC 20037
(202) 457-6335

Paul A. Tufano, General Counsel
Commonwealth of Pennsylvania
Room 225, Main Capitol Building
Harrisburg, PA 17120
(717) 787-2551

Counsel for Commonwealth of
Pennsylvania, Governor Thomas J. Ridge,
and Pennsylvania Department of
Transportation

Dated: August 27, 1997

STB

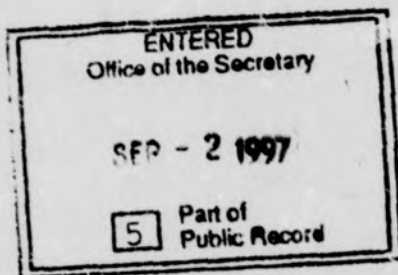
FD-33388

ID-181604

8-29-97

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181604



BEFORE THE
SURFACE TRANSPORTATION BOARD



Finance Docket No. 33388

CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK SOUTHERN
CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

-- CONTROL AND OPERATING LEASES/AGREEMENTS --

CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

CERTIFICATE OF SERVICE OF PRIOR FILINGS OF
CHEMICAL MANUFACTURERS ASSOCIATION

Chemical Manufacturers Association ("CMA") hereby certifies that it has served the
following on all parties of record in this proceedings and on Administrative Law Judge Jacob
Leventhal:

- CMA-1 Comments of the Chemical Manufacturers Association
- CMA-2 CMA's First Interrogatories to CSX Parties
- CMA-3 CMA's First Interrogatories to NS Parties
- CMA-4 CMA's First Interrogatories to Conrail Parties
- CMA-5¹ Notice of Intent to Participate of the Chemical
Manufacturers Association

¹ This filing was originally designated as CMA-2 when filed with the Board. An original
and 25 copies of the filing with the corrected designation CMA-5 are enclosed herewith.

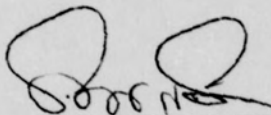
CMA-6

Certificate of Service of Prior Filings of Chemical
Manufacturers Association

Respectfully submitted,



Thomas E. Schick
Assistant General Counsel
Chemical Manufacturers Association
1300 Wilson Boulevard
Arlington, VA 22209
(703) 741-5172



Scott N. Stone
Patton Boggs, L.L.P.
2550 M Street, N.W.
Washington, DC 20037
(202) 457-6335

Dated: August 27, 1997

STB

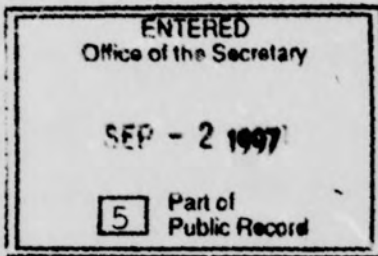
FD-33388

ID-181605

8-29-97

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181605



BEFORE THE
SURFACE TRANSPORTATION BOARD



Finance Docket No. 33388

CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK SOUTHERN
CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY

-- CONTROL AND OPERATING LEASES/AGREEMENTS --

CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

GRA'S CERTIFICATE OF SERVICE OF PRIOR FILINGS

GRA, Incorporated ("GRA") hereby certifies that it has served (1) GRA-1, GRA's Notice of Intent to Participate, and (2) GRA-2, this Certificate of Service of Prior Filings, on all parties of record in this proceeding and on Administrative Law Judge Jacob Leventhal.

Respectfully submitted.

John J. Grocki, Executive Vice President
GRA, Incorporated
One Jenkintown Station
115 West Avenue
Jenkintown, PA 19046

dated: August 25, 1997

STB

FD-33388

ID-181606

8-29-97

D

FROST & JACOBS LLP

181606

2500 PNC CENTER
201 EAST FIFTH STREET
CINCINNATI, OHIO 45202-4182
(513) 651-6800 • FACSIMILE: (513) 651-6981
WEB SITE: [HTTP://WWW.FROJAC.COM](http://WWW.FROJAC.COM)

SANDRA L. NUNN
(513) 651-6780
snunn@frojac.com

COLUMBUS OFFICE
ONE COLUMBUS, SUITE 1000
10 WEST BROAD STREET
COLUMBUS, OHIO 43215-3467
(614) 464-1211
FACSIMILE: (614) 464-1737

MIDDLETOWN OFFICE
400 FIRST NATIONAL BANK BUILDING
2 NORTH MAIN STREET
MIDDLETOWN, OHIO 45042-1981
(513) 422-2001
FACSIMILE: (513) 422-3010

KENTUCKY OFFICE
1100 VINE CENTER TOWER
333 WEST VINE STREET
LEXINGTON, KENTUCKY 40507-1634
(606) 254-1100
FACSIMILE: (606) 253-2990

VIA OVERNIGHT COURIER

Honorable Vernon A. Williams
Secretary, Case Control Branch
Surface Transportation Board
1925 K Street, N.W., Room 700
Washington, D.C. 20423-0001



August 28, 1997

Re. Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company -- Control and Operating Leases/Agreements -- Conrail Inc. and Consolidated Rail Corporation -- Transfer of Railroad Line by Norfolk Southern Railway Company to CSX Transportation, Inc.

Dear Secretary Williams:

Enclosed you will find an original and 10 copies of the Certificate of Service required by STB Decision No. 21 in the above-styled case.

Sincerely,

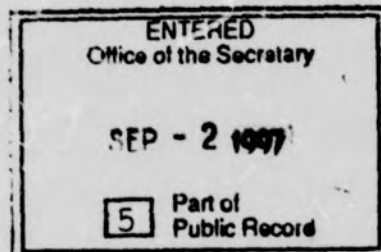
FROST & JACOBS LLP

By

Sandra L. Nunn

SLN/mrm
Enclosures

438400.02

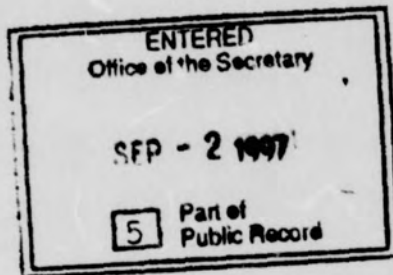


BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK SOUTHERN
CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY
CONTROL AND OPERATING LEASES/AGREEMENTS
CONRAIL, INC. AND CONSOLIDATED RAIL CORPORATION
TRANSFER OF RAILROAD LINE BY NORFOLK SOUTHERN RAILWAY COMPANY
TO CSX TRANSPORTATION, INC..

CERTIFICATE OF SERVICE OF
SOUTHWEST OHIO REGIONAL TRANSIT AUTHORITY



Sandra L. Nunn
Charles E. Schroer
FROST & JACOBS LLP
2500 PNC Center
201 East Fifth Street
Cincinnati, Ohio 45202
(513) 651-6800

Counsel for Southwest Ohio
Regional Transit Authority

Dated: August 28, 1997

181606
SORT - 2



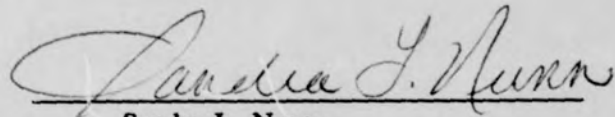
BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

CSX CORPORATION AND CSX TRANSPORTATION, INC., NORFOLK SOUTHERN
CORPORATION AND NORFOLK SOUTHERN RAILWAY COMPANY
CONTROL AND OPERATING LEASES/AGREEMENTS
CONRAIL, INC. AND CONSOLIDATED RAIL CORPORATION
TRANSFER OF RAILROAD LINE BY NORFOLK SOUTHERN RAILWAY COMPANY
TO CSX TRANSPORTATION, INC.

**CERTIFICATE OF SERVICE OF
SOUTHWEST OHIO REGIONAL TRANSIT AUTHORITY**

I hereby certify that, on this 28th day of August, 1997, a copy of the Notice of Intent to Participate of Southwest Ohio Regional Transit Authority previously filed with the Surface Transportation Board on August 1, 1997 (the "NOIP") was served by first class mail, postage prepaid upon Administrative Law Judge Jacob Leventhal and all persons designated as a "Party of Record" on the service list attached to STB Decision No. 21 dated August 19, 1997, to the extent that the NOIP was not previously served upon such persons. The NOIP is the only previous filing by Southwest Ohio Regional Transit Authority to date in the above-styled case.


Sandra L. Nunn

Dated: August 28, 1997

STB

FD-33388

ID-181607

8-29-97

D

HOGAN & HARTSON
L.L.P.



GEORGE W. MAYO, JR.
PARTNER
DIRECT DIAL (202) 637-5679

August 29, 1997

COLUMBIA SQUARE
555 THIRTEENTH STREET, NW
WASHINGTON, DC 20004-1109
TEL (202) 637-5600
FAX (202) 637-5910

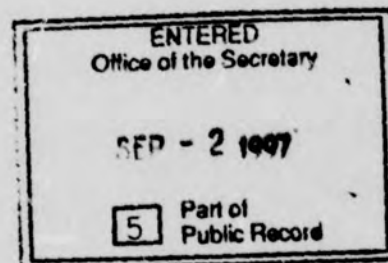
BY HAND DELIVERY

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

Re: Finance Docket No. 33386, 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

Dear Secretary Williams:

Pursuant to Decision No. 21 in the above-referenced proceeding, I am enclosing a Certificate of Service indicating that the Canadian Pacific Railway Company, Delaware and Hudson Railway Company, Inc., Soo Line Railroad Company, and St. Lawrence & Hudson Railway Company Limited (collectively, the "CP Parties") have served on all Parties of Record (not earlier served) the pleadings which the CP Parties have to date filed in this proceeding.

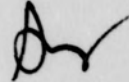


HOGAN & HARTSON LLP

The Honorable Vernon A. Williams
August 29, 1997
Page 2

Thank you for your assistance.

Sincerely,

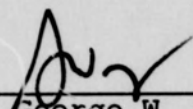


George W. Mayo, Jr.
Attorney for Canadian
Pacific Railway Company,
Delaware and Hudson
Railway Company, Inc., Soo
Line Railroad Company, and
St. Lawrence & Hudson
Railway Company Limited

GWM:jms

CERTIFICATE OF SERVICE

I hereby certify that as of this 29th day of August, 1997, I served, by first-class mail (postage prepaid), on all Parties of Record (not earlier served) the pleadings which the CP Parties have to date filed in this proceeding.



George W. Mayo, Jr.

STB

FD-33388

ID-181609

8-29-97

D

**VanNess
Feldman**
ATTORNEYS AT LAW



181609
A PROFESSIONAL CORPORATION
1050 Thomas Jefferson Street N.W.
Washington, D.C. 20007-3877
(202) 298-1800 Telephone
(202) 338-2416 Facsimile

Seattle, Washington
(206) 623-9372

Robert G. Szabo
(202) 293-1920

August 29, 1997

VIA HAND DELIVERY

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, NW Seventh Floor
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; Finance Docket No. 33388

Dear Secretary Williams:

Pursuant to Decision 21 in the above referenced proceeding, Consumers United for Rail Equity has hereby served a copy of all filings submitted so far in this proceeding on each Party of Record.

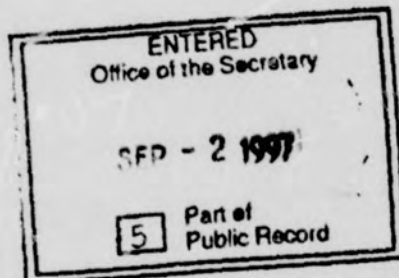
Please date stamp and return the enclosed five additional copies via our messenger. Please contact me if you have any questions regarding this matter.

Respectfully submitted,

Bob Szabo/sms

Robert G. Szabo

Executive Director and Counsel
Consumers United for Rail Equity

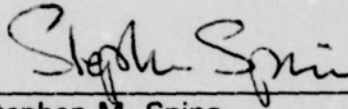


Enclosure

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a copy of all filings submitted so far in this proceeding by the Consumers United for Rail Equity upon each person designated on the official service list compiled by the Secretary in this proceeding by first-class mail, postage pre-paid.

Dated at Washington, D.C. this 29th day of August, 1997



Stephen M. Spina
Van Ness Feldman
A Professional Corporation
1050 Thomas Jefferson Street, N.W.
Washington, D.C. 20007
(202) 298-1800



STB

FD-33388

ID-181610

8-29-97

D

DENNIS G. LYONS
(202) 942-5858

ARNOLD & PORTER

555 TWELFTH STREET, N.W.
WASHINGTON, D.C. 20004-1202

(202) 942-5000
FACSIMILE: (202) 942-5999

August 29, 1997



BY HAND

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

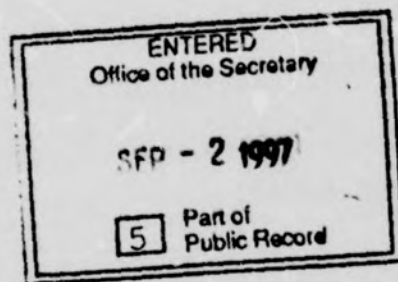
Re: Certification of Service Pursuant to
Decision No. 21 in Finance Docket No. 33388

Secretary Williams:

On behalf of the Applicants in the above-referenced proceeding, pursuant to Decision No. 21 enclosed please find an original and 10 copies of Applicants' "Certificate of Service Pursuant to Decision No. 21 in Finance Docket No. 33388."

Please contact myself ((202) 942-5858) or Jodi Danis ((202) 942-5241) if you have any questions.

Kindly date stamp the enclosed additional copy of this letter at the time of filing and return it to our messenger.



Very truly yours,

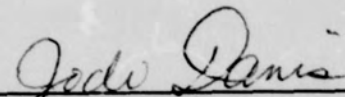
Dennis G. Lyons

Dennis G. Lyons
ARNOLD & PORTER
Counsel for CSX Corporation
and CSX Transportation, Inc.

Enclosures

CERTIFICATE OF SERVICE
PURSUANT TO DECISION NO. 21 IN FINANCE DOCKET NO. 33388

I, Jodi B. Danis, certify that on August 29, 1997, I caused to be served by first class mail, on each Party of Record listed on the service list attached to Decision No. 21 in Finance Docket 33388, a true and correct copy of all filings previously submitted by CSX Corporation, CSX Transportation, Inc., Norfolk Southern Corporation, Norfolk Southern Railway Company, Conrail Inc. and Consolidated Rail Corporation ("Applicants") in the above-referenced proceeding.



Jodi B. Danis
Arnold & Porter
555 12th Street, N.W.
Washington, D.C. 20004-1202
(202) 342-5241

On behalf of Applicants

Dated: August 29, 1997

STB

FD-33388

ID-181616

8-29-97

D

THE ACKERSON GROUP

CHARTERED
ATTORNEYS & COUNSELLORS

1275 PENNSYLVANIA AVENUE, N.W. ■ SUITE 1100 ■ WASHINGTON, D.C. 20004-2417

TELEPHONE: 202-1100 ■ FACSIMILE: 202-628 0242



August 29, 1997

VIA HAND DELIVERY

Surface Transportation Board
Office of the Secretary
Case Control Unit
ATTN: STB Finance Docket No. 33388
1925 K Street, N.W.
Washington, D.C. 20423-0001

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

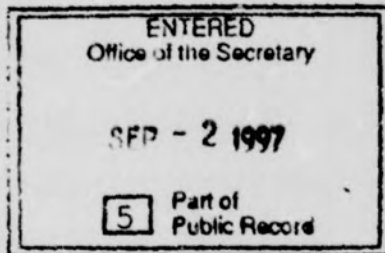
Dear Secretary:

Enclosed you will find an original and ten copies of our Certificate of Service indicating that we have served all Parties of Record with our Notice of Intent to Participate as Parties of Record: National Association of Reversionary Property Owners and Landowners who are Members of Plaintiffs Class in Indiana.

Sincerely,

THE ACKERSON GROUP, CHARTERED

Susan E. Chamberlin
Susan E. Chamberlin



enclosure

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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

CERTIFICATE OF SERVICE

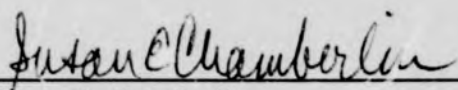
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On behalf of the National Association of Reversionary
Property Owners and Landowners who are Members of
Plaintiffs Class in *Lewellen v. Consolidated Rail Corp.*,
Cause No. 54C01 9406 CP 0187 (Montgomery Circuit
Court, Indiana).

Dated: August 29, 1997

CERTIFICATE OF SERVICE

I hereby certify that on this 29th day of August 1997, a copy of our Notice of Intent to Participate as Parties of Record: National Association of Reversionary Property Owners and Landowners who are Members of Plaintiffs Class in Indiana was served upon the following by first class, postage prepaid U.S. mail.


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17th Floor
Newark, NJ 07102

Van Slyke, William C.
N.J. Transportation Planning
Authority
152 Washington Ave.
Albany, NY 12210

Vuono, John A.
Vuono & Gray
2310 Grant Bldg.
Pittsburgh, PA 15219

Walker, F. Ronalds
Citizens Gas & Coke Utility
2020 N Meridian Street
Indianapolis, IN 46202

Walter, Jack A.
WCI Steel Inc.
1040 Pine Avenue SE
Warren, OH 44483

Weiss, James R.
Preston Gates Ellis et al.
1735 New York Ave., NW
Suite 500
Washington, DC 20006

Welsh, Hugh H.
Law Dept.
One World Trade Center
Suite 67E
New York, NY 10048-0202

Westbrook, Jay
City Hall, Room 216
601 Lakeside Ave NE
Cleveland, OH 44114

White, Charles H. Jr.
Galland Kharasch &
Garfinkle PC
1054 31st Street NW
Washington, DC
20007-4452

Whitehurst, William W. Jr.
W.W. Whitehurst &

Associates Inc.
12421 Happy Hollow Road
Cockeysville, MD 21030

Wick, Henry M. Jr.
Wick, Streiff, et al.
1450 Two Chatham Center
Pittsburgh, PA 15219

Will, Robert J.
United Transportation Union
4134 Grave Run Rd
Manchester, MD 21102

Wilson, Richard R.
1126 Eight Ave
Suite 403
Altoona, PA 16602

Wimbish, Robert A. Esq.
Rea, Cross & Auchincloss
1920 N Street NW
Suite 420
Washington, DC 20036

Winebrenner, D.C.
General Chairperson, UTU
27801 Euclid Av
Room 200
Euclid, OH 44132

Wing, John F.
Chairman
Citizens Advisory Committee
601 North Howard St.
Baltimore, MD 21201

Wise, Sergeant W.
Livonia, Avon & Lakeville RR
Corp
P.O. Box 190-B
5769 Sweeteners Blvd.
Lakeville, NY 14480

Wolfe, Timothy A.
Wyandot Doliotte, Inc.
P.O. Box 99
1794 CO Rd #99
Carey, OH 43316

Wood, Frederic L.
Donelan, Cleary, Wood &
Maser PC
1100 New York Ave NW
Suite 750
Washington, DC
20005-3934

Wright, E.C.
Rail Transportation

Procurement Ma
1007 Market Street
Dupont Bldg 3100
Wilmington, DE 19898

Wynns, L. Pat
Suite 210
1050 - 17th Street, NW
Washington, DC
20036-5503

Wytkind, Edward
Executive Director
Transp Trades Dept AFLCIO
400 N Capitol St SW, Suite
861
Washington, DC 20001

Zabel, Sheldon A.
Schiff Hardin & Waite
7200 Sears Tower
Chicago, IL 60606

Zimmerman, Scott M.
Zuckert Scoutt &
Rasenberger LLP
888 Seventeenth St., NW
Washington, DC 20006

Zullig, Walter E. Jr.
Special Counsel
Metro-North Commuter
Railroad Co.
347 Madison Ave
New York, NY 10017-3706

STB

FD-33388

ID-181617

8-29-97

D

181617



ISI-2

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Finance Docket No. 33388

*CSX Corporation and CSX Transportation, Inc.
Norfolk Southern Corporation And Norfolk Railway Company
—Control And Operating Leases/Agreements—
Conrail Inc. And Consolidated Rail Corporation*

D

**CERTIFICATE OF SERVICE OF
INLAND STEEL INDUSTRIES, INC.**

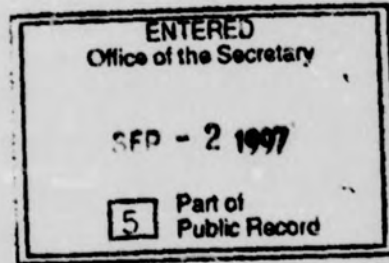
In accordance with Decision No. 21, served August 19, 1997, in the above-captioned matter, Inland Steel Industries, Inc. hereby certifies that it has served on each Party of Record as listed in Decision No. 21 copies of all filings it has submitted so far in this proceeding by first-class mail, postage prepaid, this 29th day of August, 1997.

Respectfully submitted,

Edward C. McCarthy

Edward C. McCarthy, Esq.
Assistant General Counsel
Inland Steel Industries, Inc.
30 West Monroe St.
Chicago, IL 60603
312-899-3148

August 29, 1997



Inland Steel Industries, Inc.
30 West Monroe Street
Chicago, Illinois 60603

312 899 3148
312 899 3214 FAX

Edward C. McCarthy
Assistant General Counsel

Inland Steel

ISI-1

June 6, 1997

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

Re: Finance Docket No. 33388, *CSX Corporation and CSX Transportation Company, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company — Transfer of Railroad Line by Norfolk Southern Railway Company to CSX Transportation Company.*

Dear Secretary Williams:

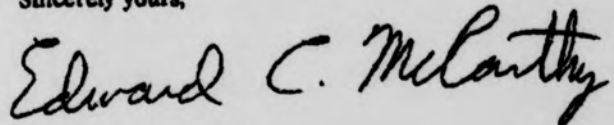
This letter is to notify the Board and the parties that, pursuant to 49 C.F.R. §1180.4(c)(5)(v), the undersigned is requesting that the applicants serve a copy of their primary application and other pleadings on the following, as the representative of Inland Steel Industries, Inc. ("Inland"):

Edward C. McCarthy, Esq.
Assistant General Counsel
Inland Steel Industries, Inc.
30 West Monroe St.
Chicago, IL 60603

This letter is also to request the Board to place Inland and the above representative on the list of all parties of record that will be prepared and issued under the provisions of 49 C.F.R. §1180.4(a)(4). In accordance with 49 C.F.R. §1180.4(a)(2), Inland selects the acronym "ISI-x" for identifying all documents and pleadings it submits in this proceeding.

Copies of this letter are being served on all persons presently known to be parties of record.

Sincerely yours,



Edward C. McCarthy

cc: All current parties of record

STB

FD-33388

ID-181618

8-29-97

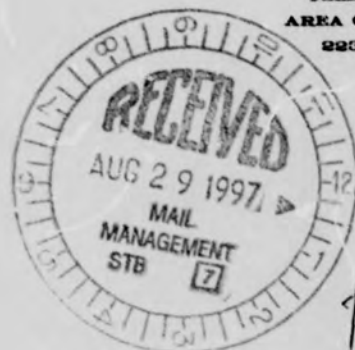
D

ORIGINAL

LAW OFFICES
GORDON P. MACDOUGALL
1096 CONNECTICUT AVE., N. W.
WASHINGTON, D. C. 20006

181618
TELEPHONE
AREA CODE 202
223-9738

August 29, 1997



Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Re: Finance Docket No. 33388
CSX & Norfolk Southern-Control-ConRail

Dear Mr. Williams:

This is to certify, in accordance with Decision No. 21, that I have served copies of the following pleadings upon all parties of record by first class mail postage-prepaid:

Notice of Intent to Participate, by Joseph C. Szabo (United Transportation Union-Illinois Legislative Board)

Notice of Intent to Participate, by Village of Riverdale

Notice of Intent to Participate, by Charles D. Bolan (United Transportation Union-General Committee of Adjustment (ALS))

Notice of Intent to Participate, by John D. Fitzgerald (United Transportation Union-General Committee of Adjustment (GO 386))

Notice of Intent to Participate, by Frank R. Pickell (United Transportation Union-General Committee of Adjustment-Conrail West & South/Norfolk Southern Railway Co. (GO-777))

ENTERED	
Office of the Secretary	
SEP - 2 1997	
5	Part of Public Record

Gordon P. MacDougall

STB

FD-33388

ID-181623

8-29-97

D



Tennessee Valley Authority, 400 West Summit Hill Drive, Knoxville, Tennessee 37902-1499

August 29, 1997



HAND DELIVERED

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Case Control Branch
Attention: 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 - Finance Docket No. 33388*

Dear Secretary Williams:

Enclosed are an original and ten (10) copies of the Certificate of Service of the Tennessee Valley Authority (TVA-2) for filing in the above-referenced proceeding. Please note that a copy of this filing is also enclosed on a 3.5-inch diskette in WordPerfect 7.0 format.

Respectfully submitted,

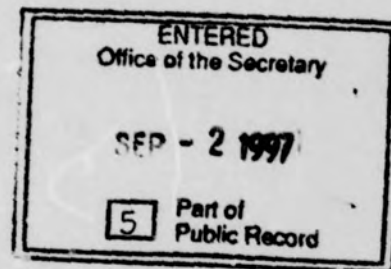
William L. Osteen
Associate General Counsel

Enclosures

cc (Enclosure):

The Honorable Jacob Leventhal
Administrative Law Judge
Federal Energy Regulatory Commission
Office of Hearings, Suite 11F
888 First Street, N.E.
Washington, D.C. 20426

All Parties of Record



**BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.**

FINANCE DOCKET NO. 33388



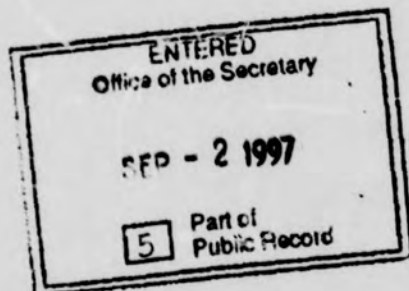
**CSX CORPORATION AND CSX TRANSPORTATION, INC.,
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
--CONTROL AND OPERATING LEASES / AGREEMENTS--
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION**

**CERTIFICATE OF SERVICE
OF THE TENNESSEE VALLEY AUTHORITY**

Pursuant to Decision No. 21 of the Surface Transportation Board, I hereby certify that on August 29, 1997, all Parties of Record listed in Decision No. 21 were served (to the extent not previously served), by first-class U.S. mail, postage prepaid, with the following filing of the Tennessee Valley Authority submitted thus far in this proceeding:

Notice of Intent to Participate (TVA-1)

Dated: August 29, 1997



William L. Osteen

William L. Osteen
Associate General Counsel

Tennessee Valley Authority
400 West Summit Hill Drive
Knoxville, Tennessee 37902
Telephone No. (423) 632-7304
Facsimile No. (423) 632-2422

Attorney for Tennessee Valley Authority

August 5, 1997

VIA FACSIMILE AND OVERNIGHT MESSENGER

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Case Control Branch
Attention: 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* - Finance Docket No. 33388

Dear Secretary Williams:

Enclosed for filing in the above-referenced proceeding are an original and 25 copies of the Notice of Intent to Participate of the Tennessee Valley Authority. Also enclosed is a 3.5 inch diskette containing the text of the filing in WordPerfect 7.0 format.

Respectfully submitted,

WLO

Edward S. Christenbury

CLY:GFH
Enclosures

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 33388

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

NOTICE OF INTENT TO PARTICIPATE

Tennessee Valley Authority ("TVA") hereby notifies the Board that it intends to participate in the above-referenced proceeding. Service may be made on the undersigned counsel. TVA adopts the abbreviation "TVA" for identifying its pleadings.

Respectfully submitted,

Edward S. Christenbury
General Counsel

WLO

William L. Osteen
Associate General Counsel

Tennessee Valley Authority
400 West Summit Hill Drive
Knoxville, Tennessee 37902-1499
Telephone No. (423) 632-7304
Facsimile No. (423) 632-2422

Attorneys for Tennessee Valley Authority

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 33388

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

CERTIFICATE OF SERVICE

I hereby certify that I have served this 5th day of August, 1997, a copy of the foregoing
"Notice of Intent to Participate" by first-class mail, postage prepaid, or by more expeditious
means, upon each of the following parties of record:

Office of the Secretary
Case Control Branch
Attention: STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Richard A. Allen, Esq.
Zuckert, Scoutt & Rasenberger, L.L.P.
Suite 600
888 Seventeenth Street, N.W.
Washington, D.C. 20006-3939

Paul A. Cunningham, Esq.
Harkins Cunningham
Suite 600
1300 Nineteenth Street, N.W.
Washington, D.C. 20036

The Honorable Jacob Leventhal
Administrative Law Judge
Federal Energy Regulatory Commission
Office of Hearings, Suite 11F
888 First Street, N.E.
Washington, D.C. 20426

Dennis G. Lyons, Esq.
Arnold & Porter
555 Twelfth Street, N.W.
Washington, D.C. 20004-1206

WLO

William L. Osteen

STB

FD-33388

ID-181624

8-29-97

D

181624



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Transportation
OFFICE OF THE DIRECTOR
Two Capitol Hill
Providence, R.I. 02903 - 1124

D

OFFICE (401) 277-2481
FAX (401) 277-2086
TDD (401) 277-4971



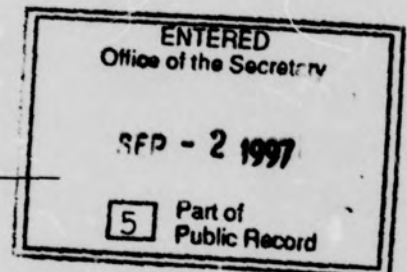
BEFORE THE SURFACE TRANSPORTATION BOARD
FINANCE DOCKET NO. 33388 (SUB-NUMBER 42)

CERTIFICATE OF SERVICE

I hereby certify that, pursuant to the provisions of Decision No. 21 served August 19, 1997 under STB Finance Docket No. 33388 (Sub-Number 42), that a true and authentic copy of the Notice of Intent to Participate and the Description of Anticipated Responsive Application was served on all parties of record identified in Decision No. 21, via first class mail, postage prepaid on this 28th day of August, 1997.

Respectfully submitted,

WILLIAM D. ANKNER, Ph.D.
DIRECTOR



STB

FD-33388

ID-181626

8-29-97

D

181626

LAW OFFICES

KELLER AND HECKMAN LLP

1001 G STREET, N.W.
SUITE 500 WEST
WASHINGTON, D.C. 20001
TELEPHONE (202) 434-4100
FACSIMILE (202) 434-4646
—
BOULEVARD LOUIS SCHMIDT 87
B-1040 BRUSSEL
TELEPHONE 32(2) 732 52 80
FACSIMILE 32(2) 732 53 92
—
WWW.KHLAW.COM

JOSEPH E. KELLER (1907-1994)
JEROME H. HECKMAN
WILLIAM H. BORGESANI, JR.
MALCOLM D. MACARTHUR
WAYNE V. BLACK
TERRENCE D. JONES
MARTIN W. BERCOVICI
JOHN S. ELGRED
RICHARD J. LEIGHTON
ALFRED S. REGNIERY
WILLIAM L. KOVACS
DOUGLAS J. BEHR
RAYMOND A. KOWALSKI
SHIRLEY A. COFFIELD
MICHAEL F. MORRONE
JEAN SAVIGNY
JOHN B. DUBECK
PETER L. DE LA CRUZ
MELVIN S. DROZEN
LAWRENCE P. HALPRIN
RALPH A. SIMMONS
RICHARD F. MANN

C. DOUGLAS JARRETT
SHEILA A. MILLAR
GEORGE G. MISKO
GARENE E. DODGE
PATRICK J. HURO
MARK A. SIEVERS
CATHERINE R. NIELSEN
JEAN-PHILIPPE MONTFORT
JUSTIN C. POWELL
DAVID G. SARVADI
JONATHAN R. SPENCER
SUSAN M. HAFEL
AMY N. RODGERS
ELLIOT BELLOS
MARK L. ITZKOFF
ROSEMARIE A. KELLEY
ORIAN T. ASHBY
ARTHUR S. GARRETT III
ELIZABETH N. HARRISON
ROBERT H. LOCKWOOD
CAROL MOORS TOTI
JOAN C. SYLVAIN
MARTHA E. MARRAPESE

DONALD T. WURTH
DAVID B. BERRY
NICOLE B. DONATH
DEBORAH ROSEN WHITE
DAVID R. JOY
FREDERICK A. STEARNS
TONY RUSSELL EPPS
THOMAS C. BERGER
JOHN F. FOLEY
JENNIFER A. BOHANNON
JOHN REARDON
PATRICK W. RATKOWSKI
JOHN F. C. LUEDKE
PAULA DEEA
JOHNS W. HOPKINS, JR.
MICHAEL C. HOCHMAN
JOHN B. O'LOUGHLIN, JR.
DAWN M. RAINES
DEVON W. HILL
DANIEL QUINTART
MICHAEL A. PETRUZZI

*NOT ADMITTED IN D.C.
RESIDENT BRUSSELS

SCIENTIFIC STAFF

DANIEL S. DIXLER, Ph. D.
CHARLES V. BREDER, Ph. D.
ROBERT A. MATHEWS, Ph. D., D.A.B.T.
JOHN P. MODDERMAN, Ph. D.
HOLLY HUTMIRE FOLEY
JANETTE HOUK, Ph. D.
LESTER BORODINSKY, Ph. D.
THOMAS C. BROWN
MICHAEL T. FLOOD, Ph. D.
ANDREW P. JOVANOVIICH, Ph. D.
ANNA GERGELY

TELECOMMUNICATIONS
ENGINEER
RANDALL D. YOUNG
WRITERS DIRECT ACCESS

August 29, 1997

To: All Parties of Record

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



Pursuant to STB Decision No. 21 in the above-referenced proceeding, please be advised that the following documents have been submitted to the Surface Transportation Board for filing:

On behalf of The Society of the Plastics Industry, Inc.

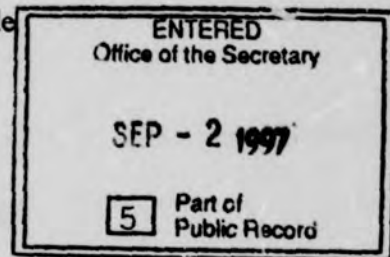
SPI-1 Comments Regarding Procedural Schedule
SPI-2 Notice of Appearance

On behalf of Eighty-Four Mining Company

EFM-1 Notice of Appearance

On behalf of ARCO Chemical Company

ARCO-1 Notice of Appearance



Should you wish to receive copies of any of the foregoing documents, please contact the undersigned.

Very truly yours,

Martin W. Bercovici

BEFORE THE
Surface Transportation Board
WASHINGTON, D.C. 20423

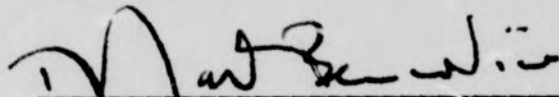
STB Finance Docket No. 33388

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

CERTIFICATE OF SERVICE

I hereby certify that the attached notification of all filings submitted to date in STB Finance Docket No. 33388 on behalf of: The Society of the Plastics Industry, Inc., Eighty-Four Mining Company and ARCO Chemical Company has been served upon all Parties of Record in this proceeding by first-class mail, postage prepaid, on this 29th day of August, 1997, as ordered in STB Decision No. 21, dated August 19, 1997.

Respectfully submitted,



Martin W. Bercovici
Keller and Heckman LLP
1001 G Street, NW, Suite 500 West
Washington, DC 20001
(202) 434-4144

Attorney for The Society of the Plastics Industry,
Inc., Eighty-Four Mining Company and ARCO
Chemical Company

August 29, 1997

STB

FD-33388

ID-181628

8-29-97

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181628

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

STB DOCKET NO. 33388

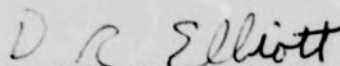
**CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND NORFOLK
SOUTHERN RAILWAY COMPANY - CONTROL AND
OPERATING LEASES/AGREEMENTS - CONRAIL INC.
AND CONSOLIDATED RAIL CORPORATION**



UNITED TRANSPORTATION UNION'S CERTIFICATE OF SERVICE

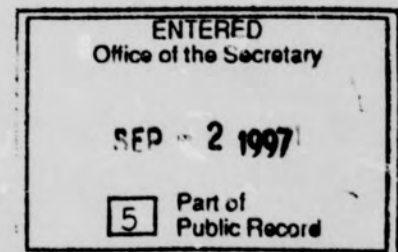
In accordance with the Decision No. 21, served August 19, 1997, in the above-captioned matter, United Transportation Union hereby certifies that they have served on each Party of Record copies of all filings they have submitted so far in this proceeding by first-class mail, postage prepaid.

Respectfully submitted,


Daniel R. Elliott, III
Assistant General Counsel
United Transportation Union
14600 Detroit Avenue
Cleveland, Ohio 44107
(216) 228-9400
FAX (216) 228-0937

Attorney for United Transportation Union

August 29, 1997



UPS NEXT DAY AIR

May 6, 1997

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

Re: Entry of Appearance, Finance Docket No. 33386
CSX Corp., *et al.*, Norfolk Southern Corp., *et al.*, -
Control and Operating Leases/Agreements - Conrail
Inc., *et al.*, - Transfer of Railroad Line By Norfolk
Southern Railway Co. to CSX Transportation, Inc.

Dear Secretary Williams:

Please enter my appearance on behalf of the United Transportation Union in the above-referenced proceeding and include me on the service list.

Thank you for your attention to this matter.

Sincerely,

D R Elliott
Daniel R. Elliott, III
Assistant General Counsel

cc: C. L. Little, International President
C. J. Miller, III, General Counsel

August 29, 1997

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

Re: Finance Docket No. 33388,
CSX Corporation, *et al.*, Norfolk Southern Corp.,
et al. - Railroad Control Application --
Conrail Inc., *et al.*

Dear Secretary Williams:

The United Transportation Union ("UTU"), through its undersigned counsel, hereby files notice of its intent to participate in the above-referenced case as a party of record. Service of all documents upon the UTU may be made to the undersigned counsel.

Enclosed are an original and 25 copies of this letter. Thank you for your attention to this matter.

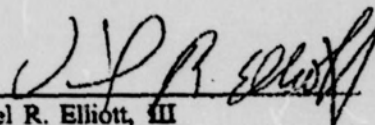
Sincerely,

D. R. Elliott

Daniel R. Elliott, III
Assistant General Counsel
United Transportation Union
14600 Detroit Avenue
Cleveland, Ohio 44107
(216) 228-9400
FAX (216) 228-0937

CERTIFICATE OF SERVICE

I, Daniel R. Elliott, III, certify that, on this 29th day of August, 1997, I caused a copy of the foregoing document to be served by first-class mail, postage prepaid on applicants' representatives and all known parties of record in Finance Docket No. 33388, and on Hon. Jacob Leventhal, Federal Energy Regulatory Commission, 888 First Street, N.E., Suite 11F, Washington, DC 20426.


Daniel R. Elliott, III

STB

FD-33388

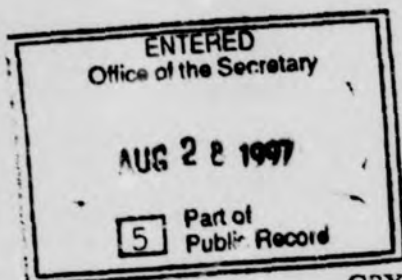
ID-181536

8-28-97

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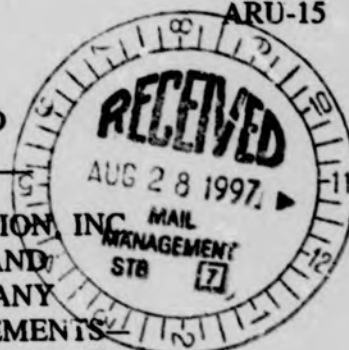
181534

EXPEDITED CONSIDERATION REQUESTED



CSX/NS-52
ARU-15

BEFORE THE
SURFACE TRANSPORTATION BOARD



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

JOINT MOTION FOR AN EXTENSION
OF TIME FOR
APPLICANTS TO RESPOND TO
ALLIED RAIL UNIONS'
APPEAL FROM ADMINISTRATIVE
LAW JUDGE'S DISCOVERY RULING (ARU-14)

Applicants^{1/} and the Allied Rail Unions ("ARU", and together with Applicants, "Movants") hereby submit this joint motion for an extension of the time in which Applicants must respond to an appeal from a discovery ruling entered by Administrative Law Judge Jacob Leventhal. Movants ask that the Board grant Applicants an extension of time in which to respond to Wednesday, September 3, 1997. In support of this motion, Movants state as follows:

^{1/} "Applicants" refers to CSX Corporation and CSX Transportation (collectively "CSX"), Norfolk Southern Corporation and Norfolk Southern Railway Company (collectively "NS"), and Consolidated Rail Corporation and Conrail Inc. (collectively "Conrail").

On Tuesday, August 26, 1997, ARU timely filed an appeal of certain rulings made by ALJ Leventhal during a discovery conference held on August 21, 1997. Under the procedural schedule governing this proceeding, Applicants have three business days in which to file a response. STB Finance Docket No. 33388, CSX Corp., et al., Norfolk Southern Corp., et al. -- Control and Operating Leases/Agreements -- Conrail Inc., et al., Decision No. 6, Notice of Procedural Schedule, served May 30, 1997, slip op. at 7. Under this schedule, Applicants would have until Friday, August 29, 1997 to file a response.

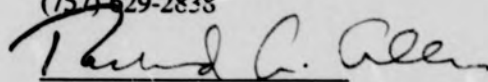
Due to an inadvertent error whereby ARU served this appeal on Applicants by regular mail, rather than by facsimile or hand, Applicants did not receive the appeal until the morning of Wednesday, August 27, 1997 when ARU's counsel realized the omission and served Applicants by facsimile transmission. Accordingly, by virtue of this error Applicants have less than the three business days prescribed to prepare their response.

Under the circumstances, ARU and Applicants jointly request an extension of time to Wednesday, September 3, 1997 for Applicants to file their response. Monday, September 1, 1997 is Labor Day and Tuesday, September 2 is the day scheduled for the deposition Messrs. Pieffer and Spenski -- CSX Transportation's Vice President Labor Relations and Norfolk Southern's Vice President Labor Relations, respectively. In light of the fact that the persons primarily responsible for preparing Messrs. Pieffer and Spenski for the deposition will be the same persons primarily responsible for responding to the issues raised by the ARU appeal, Movants respectfully request an additional day for the Applicants to respond.

The short extension of time requested will not prejudice any parties nor affect the procedural schedule in any way.

Respectfully submitted,

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J. Gary Lane
James L. Howe III
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George A. Aspatore
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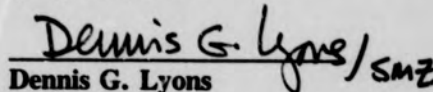
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Counsel for Railway Labor
Executives Association and its
affiliated organizations,
Brotherhood of Maintenance of
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Brotherhood of Electrical Workers

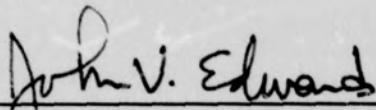
Dated: August 28, 1997

. . . .

CERTIFICATE OF SERVICE

I, John V. Edwards, certify that on August 28, 1997 I caused a true and correct copy of the foregoing CSX/NS-55; ARU-15, Joint Motion for an Extension of Time for Applicants to Respond to Allied Rail Union's Appeal from Administrative Law Judge's Discovery Ruling (ARU-14), to be served by first class mail, postage prepaid, or more expeditious means, on all parties of record on the official service list, and by facsimile service or by hand delivery all persons on the Restricted Service List in STB Finance Docket No. 33388 and the following:

The Honorable Jacob Leventhal
Administrative Law Judge
Federal Energy Commission
Office of Hearings
825 North Capitol Street, N.E.
Washington, D.C. 20426


John V. Edwards / smz

Dated: August 28, 1997

STB

FD-33388

ID-181552

8-28-97

D

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ATTORNEYS AT LAW

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(216) 621-8400

August 25, 1997

VIA OVERNIGHT MAIL

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

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

Dear Secretary Williams:

Enclosed for filing in the above-captioned docket are the original and twenty-five (25) copies of Description of Responsive or Inconsistent Application of ASHTA Chemicals Inc. (ASHT-4). Also enclosed is a 3.5-inch disk containing the text of this pleading in WordPerfect 5.1 format.

Copies of ASHT-4 are being served via first-class mail, postage prepaid on the Honorable Jacob Leventhal and on All Counsel of Record, including counsel for Applicants. Please date-stamp the enclosed extra copy of the pleading and return it in the enclosed self-addressed envelope. If you have any questions, please contact me at (216) 621-8400. Thank you.

Very truly yours,

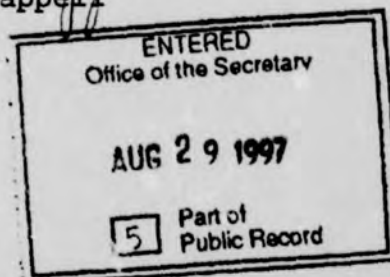
Inajo Davis Chappell
Inajo Davis Chappell

114:diw
Enclosures

cc: The Honorable Jacob Leventhal
All Counsel of Record

I:\WPDOC\DAVIN\DATA\731455.D1

Columbus Office
88 East Broad Street, Suite 1980
Columbus, Ohio 43215-3506
Fax (614) 228-8561
Telephone (614) 228-8400



181552

ASHT-4



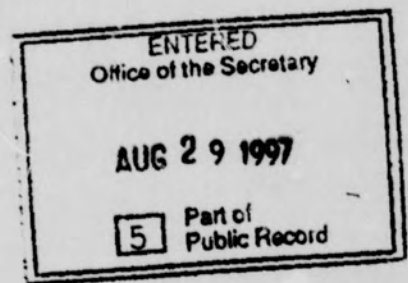
BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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

ASHTA CHEMICALS INC.
DESCRIPTION OF RESPONSIVE OR
INCONSISTENT APPLICATION

By: Christopher C. McCracken, Esq.
Inajo Davis Chappell, Esq.
Ulmer & Berne
1300 East Ninth Street, Suite 900
Cleveland, Ohio 44114-1583
(216) 621-8400



Dated: August 22, 1997

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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



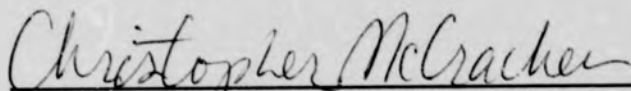
ASHTA CHEMICALS INC.
DESCRIPTION OF RESPONSIVE OR
INCONSISTENT APPLICATION

ASHTA Chemicals Inc. ("ASHTA") has filed its Notice of Intent to Participate in this proceeding as a party of record. Pursuant to the Board's Decision No. 12 herein, all parties intending to file a responsive or inconsistent application are required to state their intention to do so and to furnish a general statement of what such application is expected to include by August 22, 1997. In accordance with the Board's Decision, the following is ASHTA's statement of its intent and general statement.

Although ASHTA has not yet determined what, if any, additional comments it intends to make with respect to the proposed Conrail control transaction, ASHTA has determined that it will actively participate in this proceeding as necessary to ensure that the transaction genuinely opens up rail competition, better service, rates and balanced competition, in the areas affecting ASHTA and its customers. In this regard, several parties to this

proceeding have indicated in their preliminary and discovery filings that they are opposed to the proposed control transaction and that they may seek conditions or make proposals with respect to the divestiture or sale of or access to Applicants' lines. Should such conditions or proposals be made, and depending on the nature of the requested relief, ASHTA intends to participate as its interests may appear. Such participation may include, inter alia, (i) an appropriate responsive application pertaining to competitive access, reciprocal switching, or other rights to Applicants' lines in Ashtabula, Ohio; and (ii) such responsive applications or requests for other conditions as may be necessary to permit ASHTA to compete effectively by assuring access to CSX, Norfolk Southern lines, line segments, or other terminal facilities or operations affected by the proposed Conrail transaction.

Respectfully submitted,



CHRISTOPHER C. MCCRACKEN, ESQ.

INAJO DAVIS CHAPPELL, ESQ.

ULMER & BERNE

1300 East Ninth Street, Suite 900

Cleveland, Ohio 44114

216-621-8400

CERTIFICATE OF SERVICE

I hereby certify that copies of the Description of Responsive or Inconsistent Application of ASHTA Chemicals Inc. (ASHTA-4) have been served this 25th day of August, 1997, by first-

class mail, postage prepaid on the Honorable Jacob Leventhal and on
all Counsel of Record in Finance Docket No. 33388.

Christopher McCracken

CHRISTOPHER C. MCCRACKEN, ESQ.

One of the Attorneys for Ashta Chemicals
Inc.

STB

FD-33388

ID-181554

8-28-97

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181554

JAMES E. HOWARD LLC
ATTORNEY AT LAW
90 CANAL STREET
BOSTON, MASSACHUSETTS 02114

TEL (617) 263-1322
FAX (617) 263-2322



VIA FEDERAL EXPRESS

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

August 27, 1997

Dear Sir or Madam:

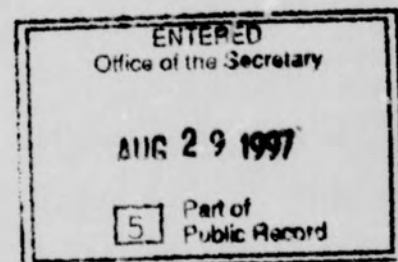
Enclosed for filing are the original and ten copies of a certificate of service for the "Notice of Massachusetts Central Railroad Corporation of Intention to Participate in Proceedings" (MCER-1).

Would you please date-stamp and return the extra copy of this document in the self-addressed, stamped envelope enclosed? Thank you very much for your assistance.

Very truly yours,

James E. Howard

Enclosures



181554

BEFORE THE SURFACE TRANSPORTATION BOARD

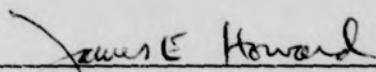
FINANCE DOCKET NO. 33388

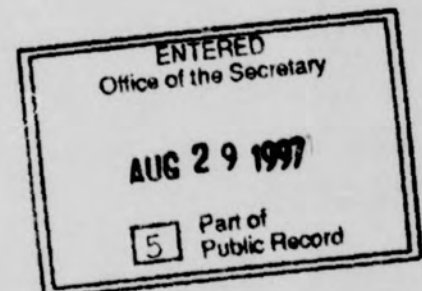


CSX Corporation and CSX Transportation, Inc.,
Norfolk Southern Corporation and Norfolk Southern Railway Company
- Control And Operating Leases/Agreements -
Conrail Inc. and Consolidated Rail Corporation

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on August 27, 1997 he served the "Notice of Massachusetts Central Railroad Corporation of Intention to Participate in Proceedings" (MCER-1) by causing copies to be mailed by first class mail, postage prepaid, to the Parties of Record on the service list compiled by the Board and included in Decision 21 dated August 19, 1997 and on Administrative Law Judge Jacob Leventhal, Federal Energy Regulatory Commission, 888 First Street, N.E., Suite 11F, Washington, DC 20426.


James E. Howard
90 Canal Street
Boston, MA 02114
(617) 263-1322



STB

FD-33388

ID-181555

8-28-97

D



STATE OF VERMONT
OFFICE OF THE ATTORNEY GENERAL
TRANSPORTATION DIVISION
133 STATE STREET
MONTPELIER, VERMONT 05633-5001

181555
TELEPHONE:
(802) 828-2831
FAX:
(802) 828-2817



August 25, 1997

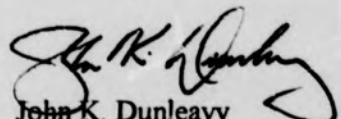
Honorable Vernon A. Williams, Secretary
Surface Transportation Board (Case Control Unit)
1925 K Street, N.W.
Washington, D.C. 20423-0001

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

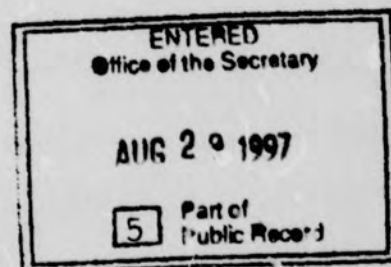
Dear Mr. Williams:

Enclosed for filing in the above matter are the original and 10 copies of a certificate of service stating that the State of Vermont's previous filing in this matter (a June 16, 1997 document entitled "State of Vermont's Notice of Intent to Participate") has been served on each Party of Record identified as such on the service list attached to the Board's Decision No. 21 (decided August 19, 1997).

Sincerely,


John K. Dunleavy
Assistant Attorney General

jdk/bem
Enclosures
cc: Parties of Record



181555
VT-2

**BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.**

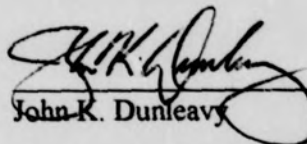
Finance Docket No. 33388

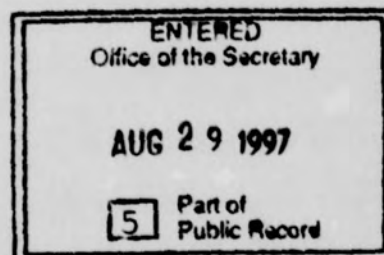


**CSX Corp. and CSX Transportation, Inc., Norfolk Southern Corp.
and Norfolk Southern Railway Co. -- Control and Operating
Leases/Agreements -- Conrail, Inc. and
Consolidated Rail Corp.**

CERTIFICATE OF SERVICE

I hereby certify that on this 25th day of August, 1997, on behalf of the State of Vermont, I served by first-class mail, postage pre-paid, or Federal Express overnight delivery, copies of a June 16, 1997 document entitled "State of Vermont's Notice of Intent to Participate" (to date, the State of Vermont's only filing in this matter) upon each Party of Record identified as such on the service list attached to the Board's Decision No. 21 (decided: August 19, 1997).


John K. Dunleavy



**BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.**

Finance Docket No. 33388

**CSX Corp. and CSX Transportation, Inc., Norfolk Southern Corp.
and Norfolk Southern Railway Co. – Control and Operating
Leases/Agreements – Conrail, Inc. and
Consolidated Rail Corp.**

**STATE OF VERMONT'S
NOTICE OF INTENT TO PARTICIPATE**

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Attorneys for the State of Vermont

June 16, 1997

BEFORE THE
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C.

Finance Docket No. 33388

**CSX Corp. and CSX Transportation, Inc., Norfolk Southern Corp.
and Norfolk Southern Railway Co. -- Control and Operating
Leases/Agreements -- Conrail, Inc. and
Consolidated Rail Corp.**

**STATE OF VERMONT'S
NOTICE OF INTENT TO PARTICIPATE**

A. Introduction

On April 10, 1997, CSX Corporation (CSXC), CSX Transportation, Inc. (CSXT), Norfolk Southern Corporation (NSC), Norfolk Southern Railway Company (NSR), Conrail, Inc (CRI) and Consolidated Rail Corporation (CRC) filed a notice of intention with the Surface Transportation Board (Board) that they intend to file an application under 49 U.S.C. §§ 11323-24 (referred to as the "primary application") seeking Board authorization for, among other things, (a) the acquisition by CSX and NS of control of Conrail, and (b) the division of the assets of Conrail by and between CSX and NS. The applicants indicated that they expect to file their primary application, and any related applications, petitions, and notices, on or before July 10, 1997, but not before June 16, 1997. In Decision No. 6, dated May 22, 1997 and published in the Federal Register at 62 Fed. Reg. 29,387-91 (May 30, 1997), the Board issued a final procedural schedule providing for issuance of a final decision no later than 350 days after filing of the primary application.

In its Decision No. 6, the Board recognized the "magnitude" of the applicants' proposed transaction, "concerning the restructuring of rail service within the entire Eastern United States," and acknowledged that significant environmental issues (including, for example, intercity passenger service and commuter rail service) are likely to arise during this proceeding. *Id.*, 62 Fed. Reg. at 29,388.

B. The State of Vermont's Interests

The State of Vermont (Vermont) has a long-standing commitment to encourage, through preservation and modernization, continued service by railroad lines that directly affect the economy of Vermont. As part of this commitment, Vermont has since 1965 acquired significant line segments throughout the State (and extending into the adjacent State of New York) and leased those segments to operating railroads for continuance of freight service.¹ In the early 1980's, Vermont participated actively in the proceedings involving merge of the Boston & Maine (B&M), Delaware & Hudson (D&H) and Maine Central (MEC) railroads under the auspices of Guilford Transportation Industries, Inc. (GTI).² In 1988, Vermont provided financial support for Amtrak's condemnation of and subsequent rehabilitation of the former Boston & Maine

¹See, e.g., *State of Vermont and Vermont Ry., Inc. -- Acquisition and Operation in Vermont*, 320 I.C.C. 330 (1963), *modified* 320 I.C.C. 609 (1964) (approval for state purchase of Bennington-Burlington segment of former Rutland Railway and its lease to and operation by Vermont Railway, Inc.).

²*Guilford Transportation Industries, Inc. -- Control -- Boston & Maine Corp.*, 366 I.C.C. 292 (1982), *aff'd in part and rev'd in part sub nom. Lamoille Valley R.R. Co. v. ICC*, 711 F.2d 295 (D.C. Cir. 1983); *Guilford Transportation Industries, Inc. -- Control -- Delaware & Hudson Ry. Co.*, 366 I.C.C. 396 (1982), *aff'd in part sub nom. Central Vermont Ry., Inc. v. ICC*, 711 F.2d 331 (D.C. Cir. 1983).

Connecticut River Line between Brattleboro and Windsor, VT,³ thereby allowing Amtrak to restore its daily *Montrealer* passenger train service between Washington, DC and Montreal, Quebec and facilitating revitalization of freight service by the former Central Vermont Railway (CV) between New London, CT and the Canadian border at East Alburgh, VT.⁴ Since April 1, 1995, Vermont has provided financial operating support to Amtrak for its *Vermont* passenger train service between Washington, DC and St. Albans, VT, thereby preserving daily service over the bulk of the route formerly served by the *Montrealer*. More recently, Vermont has helped fund rehabilitation of the Clarendon & Pittsford Railroad between the D&H junction at Whitehall, NY and Rutland, VT, making it possible for Amtrak, with financial operating assistance from Vermont, to inaugurate its new daily *Ethan Allen Express* service between New York, NY and Rutland, VT, beginning on December 2, 1996.

Conrail's lines do not actually enter Vermont. However, they nonetheless provide crucial links between Vermont and the national railroad network, in particular through the interchanges with NECR at Palmer, MA and through interchanges with GTI and the D&H near Albany, NY. Both the *Vermont* and *Ethan Allen Express* passenger train services operate, in part, over Conrail trackage. As the Board already recognized in its Decision No. 6, the sale of Conrail and division of its assets between CSX and NS will involve restructuring of rail service throughout the

³*National R.R. Passenger Corp. -- Conveyance of Boston & Maine Corp. Interests in Connecticut River Line in Vermont and New Hampshire*, 4 I.C.C.2d 761 (1988), *rev'd sub nom. Boston & Maine Corp. v. ICC*, 911 F.2d 743 (D.C. Cir. 1990), *rev'd sub nom. National R.R. Passenger Corp. v. Boston & Maine Corp.*, 503 U.S. 407 (1992).

⁴Freight service along the former CV New London - East Alburgh route has been operated by New England Central Railroad, Inc. (NECR), a subsidiary of RailTex, Inc., since February 1995.

entire Eastern United States. While Vermont has not yet taken a position on the proposed transaction, Vermont is concerned about possible adverse impacts on Vermont shippers, passengers and rail carriers and, to protect its interests, intends to seek party status in the forthcoming proceeding.

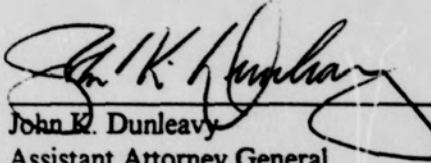
C. Notice of Intent to Participate

For the reasons stated above, please take notice that the State of Vermont intends to participate in this matter, in accordance with the notice published by the Board at 62 Fed. Reg. 29,387 - 29,391 (May 30, 1997).

Respectfully submitted,

WILLIAM H. SORRELL
Attorney General
State of Vermont

By:



John K. Dunleavy
Assistant Attorney General
Vermont Agency of Transportation
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June 16, 1997

g:\wptext\stb-cr1.jkd

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PROPERTY OWNERS AND
LAND OWNERS

~~GOVERNOR~~
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GOVERNOR, COMMONWEALTH OF VIRGINIA
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~~MEMBER OF CONGRESS~~
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COUNCIL ON ENVIRONMENTAL QUALITY
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Represents: ARCO CHEMICAL COMPANY
EIGHTY-FOUR MINING COMPANY
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~~MEMBER OF CONGRESS~~
HON JOSEPH BIDEN
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MEMBER OF CONGRESS
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U. S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515-1305 US

MEMBER OF CONGRESS
HON. TOM BLILEY
U. S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
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313 RIVER OAKS DRIVE
CALUMET CITY IL 60409 US

Represents: VILLAGE OF RIVERDALE

PARTY OF RECORD
CHARLES D. BOLAM
UNITED TRANSPORTATION UNION
1400-20TH STREET
GRANITE CITY IL 62040 US

Represents: UNITED TRANSPORTATION
UNION-GENERAL COMMITTEE OF ADJUSTMENT

PARTY OF RECORD
WILLIAM A. BON, GENERAL COUNSEL
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES
26555 EVERGREEN RD. D SUITE 200
SOUTHFIELD MI 48076 US

PARTY OF RECORD
ANTHONY BOTTALICO
UTU
420 LEXINGTON AVENUE ROOM 458-460
NEW YORK NY 10017 US

Represents: UNITED TRANSPORTATION UNION GENERAL
COMMITTEE OF ADJUSTMENT GO-532

PARTY OF RECORD
THOMAS C. BRADY
BRADY BROOKS & O'CONNELL LLP
41 MAIN STREET
SALAMANCA NY 14779-0227 US

Represents: SOUTHERN TIER WEST REGIONAL PLANNING
AND DEVELOPMENT BOARD

MEMBER OF CONGRESS
HON. JOHN BREAUX
UNITED STATES HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
WILLIAM T. BRIGHT ETAL
P O BOX 149
200 GREENBRIER ROAD
SUMMERSVILLE WV 26641 US

Represents: THE WEST VIRGINIA ASSOC FOR ECONOMIC
DEVELOPMENT THROUGH THE JOINT USE OF CONRAIL
TRACKS BY NORFOLK SOUTHERN AND C&T

PARTY OF RECORD
ANITA R. BRINDZA
THE ONE FIFTEEN HUNDRED BUILDING
11500 FRANKLIN BLVD SUITE 104
CLEVELAND OH 44102 US

Represents: WESTERN-ELMWOOD-BEREA CORPORATION

MEMBER OF CONGRESS
HON. HERROD BROWN
U. S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

STEPHEN H. BROWN
VORYS SATER SEYMOUR AND PEASE
1828 L STREET N.W.
WASHINGTON DC 20036 US
Represents: FRATERNAL ORDER OF POLICE NATIONAL
LABOR COUNCIL CONRAIL NO

MEMBER OF CONGRESS
HON. ED. BRYANT
U. S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

MEMBER OF CONGRESS
HONORABLE RICHARD L. BURR
U. S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515-3305 US

PARTY OF RECORD
ROSS B. CAPON
NATL ASSOC OF RAILROADS PASSENGER
900 SECOND ST NE STE 308
WASH DC 20002-3557 US

Represents: NATIONAL ASSOCIATION OF RAILROAD
PASSENGERS

PARTY OF RECORD
HAMILTON L. CARMOUCHE, CORPORATION COUNSEL
CITY OF GARY
401 BROADWAY 4TH FLOOR
GARY IN 46402 US

Represents: CITY OF GARY INDIANA

PARTY OF RECORD
RICHARD C. CARPENTER
1 SELLECK STREET SUITE 210
EAST NORWALK CT 06855 US

Represents: SOUTH WESTERN REGION METROPOLITAN
PLANNING ORGANIZATION
SOUTH WESTERN REGIONAL PLANNING AGENCY

PARTY OF RECORD
CHARLES M. CHADWICK
MARYLAND MIDLAND RAILWAY INC
P O BOX 1000
UNION BRIDGE MD 21791 US

MEMBER OF CONGRESS
HONORABLE JOHN H. CHAFEE
UNITED STATES SENATE
WASHINGTON DC 20510-3902 US

MEMBER OF CONGRESS
HONORABLE SAXBY CHAMBLISS
U. S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
ANGELO J. CHICK JR., LOCAL CHAIRMAN
P O BOX 48398 OLD GOOSE BAY ROAD
REDWOOD NY 13679 US

Represents: BROTHERHOOD OF LOCOMOTIVE
ENGINEERS DIVISION 227

GOVERNOR
HONORABLE LAWTON CHILES
OFFICE OF THE GOVERNOR
THE CAPITOL
TALLAHASSEE FL 32399-0001 US

PARTY OF RECORD
SYLVIA CHINN-LEVY
INTERGOVERNMENTAL CO-OP
969 COLLEY ROAD
AKRON OH 44320-2992 US

Represents: NORTHEAST OHIO FOUR COUNTY REGIONAL
PLANNING & DEVELOPMENT ORGANIZATION

PARTY OF RECORD
ELAINE L. CLARK
MAINE DEPT OF TRANSPORTATION
16 STATE HOUSE STATION
AUGUSTA ME 04333 US

Represents: STATE OF MAINE DEPT OF TRANSP

PARTY OF RECORD
NICOLE E. CLARK
WACHTELL, LIPTON, ROSEN & KATZ
51 WEST 52ND STREET
NEW YORK, NY 10019-6153 US

Represents:

PARTY OF RECORD
PAUL D. COLEMAN
HOFFEL MAYER & COLEMAN
1000 CONNECTICUT AVE NW SUITE 400
WASHINGTON DC 20036-5302 US

Represents: DELAWARE RIVER PORT AUTHORITY
PHILADELPHIA REGIONAL PORT AUTHORITY
SOUTH JERSEY PORT CORPORATION
THE PORT OF PHILADELPHIA AND CAMDEN INC

PARTY OF RECORD
JOHN F. COLLINS
COLLINS, COLLINS, & KANTOR PC
267 NORTH STREET
BUFFALO NY 14201 US

Represents: CONRAIL GENERAL COMMITTEE OF
ADJUSTMENT
NEW YORK STATE LEGISLATIVE BOARD
R W GODWIN GENERAL CHAIRMAN

PARTY OF RECORD
MICHAEL CONNELLY
CITY OF EAST CHICAGO
4525 INDIANAPOLIS BLVD
EAST CHICAGO IN 46312 US

Represents: CITY OF EAST CHICAGO INDIANA

PARTY OF RECORD
ROBERT J. COOPER, GENERAL CHAIRPERSON
500 WATER ST
JACKSONVILLE FL 32202-4420 US

Represents: UNITED TRANSPORTATION UNION GENERAL
COMMITTEE OF ADJUSTMENT 348

PARTY OF RECORD
J DOYLE CORMAN
MAIN LINE MGMT SERVICES INC
520 FELLOWSHIP ROAD STE A-105
MOUNT LAUREL NJ 08054-3407 US

Represents:

PARTY OF RECORD
JOHN J COSCIA, EXECUTIVE DIRECTOR
DVRPC
111 SOUTH INDEPENDENCE MALL EAST
PHILADELPHIA PA 19106 US

Represents: DELAWARE VALLEY REGIONAL PLANNING
COMMISSION

PARTY OF RECORD
STEVE M COULTER
EXXON COMPANY USA
PO BOX 3272
HOUSTON TX 77210-4692 US

Represents: EXXON CHEMICALS AMERICAS
EXXON COMPANY U S A

PARTY OF RECORD
JEAN M CUNNINGHAM
SLOVER & LOFTUS
1224 SEVENTEENTH STREET NW
WASHINGTON DC 20036 US

Represents:

PARTY OF RECORD
PAUL A. CUNNINGHAM
HARKINS CUNNINGHAM
1300 19TH STREET NW SUITE 600
WASHINGTON DC 20036 US

Represents: CONRAIL INC
CONSOLIDATED RAIL CORPORATION

MEMBER OF CONGRESS
HONORABLE ALFONSE D'AMATO
UNITED STATES SENATE
WASHINGTON DC 20510 US

MEMBER OF CONGRESS
HONORABLE ALFONSE D'AMATO
UNITED STATES SENATE
111 W. MURON STREET, ROOM 620
BUFFALO NY 14202 US

PARTY OF RECORD
IRWIN L. DAVIS
1900 STATE TOWER BLDG.
SYRACUSE NY 13202 US

Represents: METROPOLITAN DEVELOPMENT
ASSOCIATION OF SYRACUSE & CENTRAL
NEW YORK INC

PARTY OF RECORD
SANDRA J. DEARDEN
MDCO CONSULTANTS, INC.
407 SOUTH DEARBORN, SUITE 1145
CHICAGO IL 60605 US

Represents: MDCO CONSULTANTS INC

PARTY OF RECORD
JO A DEROCHE
WEINER, BRODSKY, ET AL
1350 NEW YORK AVE NW SUITE 800
WASHINGTON DC 20005-4797 US

Represents: LOUISVILLE & INDIANA RAILROAD
COMPANY

PARTY OF RECORD
NICHOLAS J. DIMICHAEL
DONELAN, CLEARY, ET AL
1100 NEW YORK AVENUE NW STE 750
WASHINGTON DC 20005-3934 US

Represents: ANKER ENERGY CORPORATION
BUFFALO COAL CO., INC.
EVERGREEN MINING COMPANY
MARYLAND COAL ASSOCIATION
METTIKI COAL CORPORATION
PBS COALS INC
TRI-STATE COAL ASSOCIATION
VENTURE COAL SALES
WEST VIRGINIA COALS, INC.

MEMBER OF CONGRESS
HONORABLE JOHN D. DINGELL
U. S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
DAVID W. DONELY
3361 STAFFORD ST
PITTSBURGH PA 15204-1441 US

Represents: WEIRTON STEEL CORPORATION

PARTY OF RECORD
PAUL M. DONOVAN
LAROE, WINN, ETAL
3506 IDAHO AVE NW
WASHINGTON DC 20016 US

PARTY OF RECORD
KELVIN J. DOWD
SLOVER & LOFTUS
1224 17TH STREET N W
WASHINGTON DC 20036 US

Represents: CONSUMERS ENERGY COMPANY
GPU GENERATION INC

PARTY OF RECORD
DANIEL DUFF
AMERICAN PUBLIC TRANSIT ASSOC
1201 NEW YORK AV NW
WASH DC 20005 US

Represents: AMERICAN PUBLIC TRANSIT ASSOCIATION

PARTY OF RECORD
JOHN K DUNLEAVY
ASSISTANT ATTORNEY GENERAL
133 STATE STREET STATE ADM BLDG
MONTPELIER VT 05633-5001 US

Represents: STATE OF VERMONT

PARTY OF RECORD
DONALD W DUNLEVY
230 STATE STREET
UTU STATE LEG DIR
PA AFL-CIO BLDG 2ND FL
HARRISBURG PA 17101-1138 US

Represents: UNITED TRANSPORTATION UNION
PENNSYLVANIA STATE LEGISLATIVE BOARD

PARTY OF RECORD
FAY D DUPUIS, CITY SOLICITOR
CITY HALL
801 PLUM STREET ROOM 214
CINCINNATI OH 45202 US

Represents: CITY OF CINCINNATI OHIO

PARTY OF RECORD
DAVID DYSARD
TMACOG
PO BOX 9508
300 CENTRAL UNION PLAZA
TOLEDO OH 43697-9508 US

Represents: TOLEDO METRO AREA COUNCIL OF GOVT

PARTY OF RECORD
GARY A EBERT
CITY OF BAY VILLAGE
350 DOVER CENTER ROAD
BAY VILLAGE OH 44140 US

Represents: CITY OF BAY VILLAGE OHIO

PARTY OF RECORD
RICHARD S. EDELMAN
HIGHS AW MAHONEY CLARKE
1050 SEVENTEENTH STREET N W, SUITE 210
WASHINGTON DC 20036 US

Represents: ALLIED RAIL UNIONS

PARTY OF RECORD
ROBERT EDWARDS
EASTERN TRANSPORT AND LOGISTICS
1109 LANETTE DRIVE
CINCINNATI OH 45230 US

Represents: EASTERN TRANSPORT AND LOGISTICS

PARTY OF RECORD
DANIEL R. ELLIOTT III ASST GENERAL COUNSEL
UNITED TRANSPORTATION UNION
14606 DETROIT AVENUE
CLEVELAND OH 44107 US

PARTY OF RECORD
TERRELL ELLIS
CAEZ WV
P O BOX 176
CLAY WV 25043 US

Represents: CENTRAL APPALACHIA EMPOWERMENT
ZONE OF WEST VIRGINIA

PARTY OF RECORD
ROBERT L. EVANS
OXYCHEM
P O BOX 809050
DALLAS TX 75380 US

Represents: OCCIDENTAL CHEMICAL CORPORATION

PARTY OF RECORD
SARA J FAGNILLI DIRECTOR OF LAW
1250 DETROIT AVENUE
LAKEWOOD OH 44107 US

Represents: CITY OF LAKEWOOD OHIO

PARTY OF RECORD
GERALD W. FAUTH III
G. W. FAUTH & ASSOCIATES, INC.
P. O. BOX 2401
116 SOUTH ROYAL STREET
ALEXANDRIA VA 22314 US

PARTY OF RECORD
CARL FELLER
DEKALB AGRA INC
P. O. BOX 127
4743 COUNTY ROAD 28
WATERLOO IN 46793-0127 US

Represents: DEKALB AGRA INC

PARTY OF RECORD
MICHAEL P. FERRO
MILLENNIUM PETROCHEMICALS, INC.
11500 NORTHLAKE DRIVE
CINCINNATI OH 45249 US

Represents: MILLENNIUM PETROCHEMICALS INC F/K/A
QUANTUM CHEMICAL CORPORATION

PARTY OF RECORD
EDWARD J FISHMAN
OFFENHEIMER WOLFF & DONNELLY
1020 NINETEENTH ST NW STE 400
WASHINGTON DC 20036 US

Represents: NEW JERSEY DEPARTMENT OF
TRANSPORTATION
NEW JERSEY TRANSIT CORPORATION
NORTHERN VIRGINIA TRANSPORTATION
COMMISSION-POTOMAC AND
RAPPAHANNOCK TRANSPORTATION COMMISSION

PARTY OF RECORD
J D FITZGERALD
UTU, GENERAL CHAIRPERSON
400 E EVERGREEN BLVD STE 217
VANCOUVER WA 98660-3264 US

Represents: UNITED TRANSPORTATION UNION-GENERAL
COMMITTEE OF ADJUSTMENT GO 386

PARTY OF RECORD
STEPHEN M FONTAINE
MASSACHUSETTS CENTRAL RAILROAD CORPORATION
ONE WILBRAHAM STREET
PALMER MA 01069 US

Represents: MASSACHUSETTS CENTRAL RAILROAD
CORPORATION

GOVERNOR
HONORABLE KIRK FORDICE, GOVERNOR
STATE OF MISSISSIPPI
P O BOX 139
JACKSON MS 39205 US

MEMBER OF CONGRESS
HONORABLE TILLIE K FOWLER
US HOUSE REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
GARLAND B GARRITT JR
NC DEPT OF TRANSPORTATION
P O BOX 25201
RALEIGH NC 27611 US

PARTY OF RECORD
MICHAEL J GARRIGAN
BP CHEMICALS INC
4440 WARRENSVILLE CTR RD
CLEVELAND OH 44128 US

Represents: BP AMERICA INC

PARTY OF RECORD
RICHARD A GAVRII
16700 GENTRY LANE NO 104
TINLEY PARK IL 60477 US

PARTY OF RECORD
PETER A GILBERTSON
REGIONAL RRS OF AMERICA
122 C ST NW STE 850
WASHINGTON DC 20001 US

Represents: REGIONAL RAILROADS OF AMERICA'S

PARTY OF RECORD
LOUIS E GITOMER
BALL JANIK LLP
1455 F STREET NW SUITE 225
WASHINGTON DC 20005 US

Represents: APL LAND TRANSPORT SERVICES
DELAWARE VALLEY RAILWAY COMPANY INC
HURON AND EASTERN RAILWAY COMPANY INC
RAILAMERICA INC
SAGINAW VALLEY RAILWAY COMPANY INC

MEMBER OF CONGRESS
HONORABLE JOHN GLENN
U. S. SENATE ATTN: ANISA BELL
200 N HIGH STREET S-600
COLUMBUS OH 43215-2408 US

PARTY OF RECORD
DOUGLAS S GOLDEN
SUITE 200
533 FELLOWSHIP ROAD
MT LAUREL NJ 08054 US

Represents: PENNSYLVANIA SENATE TRANSPORTATION
COMMITTEE

PARTY OF RECORD
ANDREW P. GOLDSTEIN
MCCARTHY, SWEENEY ET AL
1750 PENNSYLVANIA AVE NW
WASHINGTON DC 20006 US

Represents: ARCHER DANIELS MIDLAND CO
NATIONAL GRAIN AND FEED ASSOCIATION

PARTY OF RECORD
JOHN GORDON
NATIONAL LIME & STONE COMPANY
P. O. BOX 120
FINDLAY OH 45840 US

Represents: NATIONAL LIME & STONE COMPANY

MEMBER OF CONGRESS
HONORABLE BOB GRAHAM
UNITED STATE SENATE
WASHINGTON DC 20510 US

PARTY OF RECORD
EDWARD D. GREENBERG
GALL AND, KHARASCH, MORSE & GARFINKLE
1054 THIRTY-FIRST STREET NW
WASHINGTON DC 20007-4492 US

Represents: PROVIDENCE AND WORCESTER RAILROAD
COMPANY
STEEL WAREHOUSE CO INC
THE INTERNATIONAL PAPER COMPANY

PARTY OF RECORD
PETER A. GREENE
THOMPSON HINE FLORY
1920 N STREET N W, SUITE 800
WASHINGTON DC 20036 US

Represents: BAY STATE MILLING COMPANY
BELVIDERE & DELAWARE RIVER RAILWAY
BLACK RIVER & WESTERN RAILROAD
EAST PENN RAILWAY INC
LANCASTER NORTHERN RAILWAY

PARTY OF RECORD
ROBERT E GREENLESE
TOLEDO-LUCAS COUNTY PORT AUTHORITY
1 MARITIME PLAZA SUITE 700
TOLEDO OH 43604 US

Represents: TOLEDO-LUCAS COUNTY PORT AUTHORITY
TOLEDO-LUCAS COUNTY PORT AUTHORITY

PARTY OF RECORD
DONALD F GRIFFIN
BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES
400 N CAPITOL ST NW SUITE 852
WASHINGTON DC 20001 US

PARTY OF RECORD
JOHN J GROCKI
GRA INC
115 WEST AV ONE JENKINTOWN STA
JENKINTOWN PA 19046 US

Represents: GRA INCORPORATED

PARTY OF RECORD
VAUGHN R GROVES
PITTSSTON COAL COMPANY
PO BOX 5100
LEBANON VA 24266 US

Represents: PITTSSTON COAL COMPANY

PARTY OF RECORD
JOSEPH GUERRIERI, JR.
GUERRIERI, EDMOND, ET. AL
1331 F STREET N W, 4TH FLOOR
WASHINGTON DC 20004 US

PARTY OF RECORD
DAVID L HALL
COMMONWEALTH CONSULTING ASSOCIATES
720 NORTH POST OAK ROAD SUITE 330
HOUSTON TX 77024 US

Represents: SHELL CHEMICAL COMPANY
SHELL OIL COMPANY

MEMBER OF CONGRESS
HON. JEFF N. HAMILTON
UNITED STATES HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
MICHAEL F HARMONIS
U S DEPT OF JUSTICE
325 7TH STREET SUITE 500
WASHINGTON DC 20530 US

Represents: U. S. DEPARTMENT OF JUSTICE

PARTY OF RECORD
JAMES W HARRIS
THE METROPOLITAN PLANNING ORGANIZATION
1 WORLD TRADE CENTER STE 82 EAST
NEW YORK NY 10048-0043 US

PARTY OF RECORD
NICOLE HARVEY
THE DOW CHEMICAL COMPANY
2020 DOW CENTER
MIDLAND MI 48674 US

Represents: THE DOW CHEMICAL COMPANY

PARTY OF RECORD
JOHN D. HEFFNER, ESQ
REA, CROSS & AUCHINCLOSS
1920 N STREET NW SUITE 420
WASHINGTON DC 20036 US

Represents: EMPIRE STATE PASSENGER ASSOCIATION
FORT ORANGE PAPER COMPANY
NEW YORK CROSS HARBOR RAILROAD TERMINAL
CORPORATION
WABASH & WESTERN RAILWAY CO D/B/A MICHIGAN
SOUTHERN RAILROAD

PARTY OF RECORD
R J HENEFELD
PPG INDUSTRIES INC
ONE PPG PLACE
PITTSBURGH PA 15272 US

Represents: PPG INDUSTRIES INC.

PARTY OF RECORD
WILLIAM P HERNAN JR GENERAL CHAIRMAN
P O BOX 180
HILLIARD OH 43026 US

PARTY OF RECORD
CHARLES S HESSE, PRESIDENT
CHARLES HESSE ASSOCIATES
8270 STONEY BROOK DRIVE
CHAGRIN FALLS OH 44023 US

Represents: OHIO STEEL INDUSTRY ADVISORY COUNCIL

PARTY OF RECORD
ERIC M. HOCKY
GOLLATZ, GRIFFIN, EWING
213 WEST MINER STREET
WEST CHESTER PA 19381-0796 US

Represents: ALLEGHENY & EASTERN RAILROAD INC
BETHLEHEM STEEL CORPORATION ET AL
BUFFALO & PITTSBURGH RAILROAD, INC.
PITTSBURGH & SHAWMUT RAILROAD INC
READING BLUE MOUNTAIN & NORTHERN RAILROAD
COMPANY
ROCHESTER & SOUTHERN RAILROAD INC
THE NEW YORK SUSQUEHANNA AND WESTERN
RAILWAY CORPORATION

PARTY OF RECORD
J T HOLLAND
EASTERN SHORE RAILROAD INC
P O BOX 312
CAPE CHARLES VA 23310 US

Represents: EASTERN SHORE RAILROAD INC

PARTY OF RECORD
JAMES E. HOWARD
90 CANAL STREET
BOSTON MA 02114 US

Represents: COALITION OF NORTHEASTERN GOVERNORS
MASSACHUSETTS CENTRAL RAILROAD CORPORATION

PARTY OF RECORD
JOHN HOY
P O BOX 117
GLEN BURNIE MD 21060 US

Represents: BALTIMORE AREA TRANSIT ASSOCIATION

PARTY OF RECORD
BRAD F HUSTON
CYPRUS AMAX COAL SALES CORP
400 TECHNECENTER DRIVE STE 320
MILFORD OH 45150 US

PARTY OF RECORD
SHEILA MECK HYDE CITY ATTORNEY
CITY HALL
342 CENTRAL AVENUE
DUNKIRK NY 14048 US

Represents: CITY OF DUNKIRK NEW YORK

PARTY OF RECORD
ERNEST J IERARDI
NIXON HARGRAVE DEVANS DOYLE LLP
PO BOX 1051
CLINTON SQUARE
ROCHESTER NY 14603-1051 US

Represents: ROCHESTER GAS AND ELECTRIC
CORPORATION

PARTY OF RECORD
WILLIAM P. JACKSON, JR.
JACKSON & JESSUP, P. C.
P O BOX 1240
3426 NORTH WASHINGTON BLVD
ARLINGTON VA 22210 US

Represents: A T MASSEY COAL COMPANY INC ET AL

PARTY OF RECORD
JAMES R. JACOBS
JACOBS INDUSTRIES
2 QUARRY LANE
STONY RIDGE OH 43463 US

Represents: JACOBS INDUSTRIES

GOVERNOR
HONORABLE BOB JAMES, JR.
GOVERNOR
STATE OF ALABAMA
MONTGOMERY AL 36130 US

PARTY OF RECORD
DOREEN C. JOHNSON CHIEF ANTI-TRUST SECTION
OHIO ATTY GENERAL OFFICE
30 E BROAD STREET 16TH FLOOR
COLUMBUS OH 43215 US

PARTY OF RECORD
ERIKA Z. JONES
MAYER, BROWN & PLATT
2000 PENNSYLVANIA AVE N.W. SUITE 6500
WASHINGTON DC 20006 US

Represents: BURLINGTON NORTHERN AND SANTA FE
RAILWAY COMPANY

PARTY OF RECORD
TERRENCE D. JONES
KELLER & HECKMAN
1001 G ST NW STE 500 WEST
WASHINGTON DC 20001 US

Represents: NORTH AMERICAN LOGISTIC SERVICES A
DIVISION OF MARS INCORPORATED

PARTY OF RECORD
FRANK N. JORGENSEN
THE ELK RIVER RAILROAD INC
P O BOX 460
SUMMERSVILLE WV 26651 US

Represents: THE ELK RIVER RAILROAD INC

PARTY OF RECORD
FRITZ R. KAHN
1100 NEW YORK AVENUE NW SUITE 750 WEST
WASHINGTON DC 20005-3934 US

Represents: MARTIN MARIETTA MATERIALS INC
SHINTECH INC

PARTY OF RECORD
STEVEN J. KALISH
MCARTHY, SWEENEY & HARKAWAY
1750 PENNSYLVANIA AVE NW
WASHINGTON DC 20006-4502 US

Represents: THE TOWN OF HAYMARKET

MEMBER OF CONGRESS
HON. MARCY KAPTUR
U.S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
LARRY B. KARNES
TRANSPORTATION BUILDING
PO BOX 30050
425 WEST OTTAWA
LANSING MI 48909 US

Represents: MICHIGAN DEPARTMENT OF TRANSP

PARTY OF RECORD
RICHARD E. KERTH, TRANS. MGR.
CHAMPION INTERNATL CORP
101 KNIGHTSBRIDGE DRIVE
HAMILTON OH 45020-0001 US

PARTY OF RECORD
DAVID D. KING
BEAUFORT AND MOBILE HEAD RR CO
PO BOX 25201
RALEIGH NC 27611-5201 US

PARTY OF RECORD
L. P. KING JR.
GENERAL CHAIRPERSON UTU
145 CAMPBELL AVE SW STE 207
ROANOKE VA 24011 US

Represents: UNITED TRANSPORTATION UNION GENERAL
COMMITTEE OF ADJUSTMENT N & W-C

PARTY OF RECORD
MITCHELL M. RAUS GENERAL COUNSEL
TRANSPORTATION COMMUNICATIONS INTERNATIONAL
UNION
3 RESEARCH PLACE
ROCKVILLE MD 20850 US

Represents: TRANSPORTATION COMMUNICATIONS
INTERNATIONAL UNION

PARTY OF RECORD
HON. DENNIS J. KUCINICH
UNITED STATES HOUSE REPRESENTATIVES
WASHINGTON DC 20515 US

Represents: CITIZENS 10TH CONGRESSIONAL DISTRICT
OF OHIO

PARTY OF RECORD
PAUL H. LAMBOLEY
OFFENHEIMER WOLFF & DONNELLY
1020 19TH STREET, N.W., SUITE 400
WASHINGTON DC 20036 US

Represents: RESOURCES WAREHOUSING &
CONSOLIDATED SERVICES INC
TRANSPORTATION INTERMEDIARIES ASSOCIATION

MEMBER OF CONGRESS
HON. STEVE LATOURETTE
U.S. HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
J. PATRICK LATZ
HEAVY LIFT CARGO SYSTEM
PO BOX 51451
INDIANAPOLIS IN 46251-0451 US

Represents: HEAVY LIFT CARGO SYSTEMS

PARTY OF RECORD
JOHN K. LEARY, GENERAL MANAGER
SOUTHEASTERN PENNSYLVANIA TRANSPORTATION
AUTHORITY
1234 MARKET STREET 5TH FLOOR
PHILADELPHIA PA 19107-3780 US

Represents: SOUTHEASTERN PENNSYLVANIA
TRANSPORTATION AUTHORITY

PARTY OF RECORD
SHERRI LEHMAN DIRECTOR OF CONGRESSIONAL
AFFAIRS
CORN REFINERS ASSOC
1701 PA AV NW
WASH DC 20006-5805 US

Represents: CORN REFINERS ASSOCIATION INC

ADMINISTRATIVE LAW JUDGE
JUDGE JACOB LEVENTHAL, OFFICE OF HEARINGS
FEDERAL ENERGY REGULATORY COMMISSION
888 - 1ST ST, N.E. STE 11F
WASHINGTON DC 20426 US

Should
receive

MEMBER OF CONGRESS
HONORABLE WILLIAM O LIPINSKI
U S HOUSE OF REPRESENTATIVES
WASHINGTON DC 20415 US

PARTY OF RECORD
THOMAS J. LITWILER
OPPENHEIMER WOLFF & DONNELLY
180 N STETSON AVE 45TH FLOOR
CHICAGO IL 60601 US

Represents: FOX VALLEY & WESTERN LTD
ILLINOIS CENTRAL RAILROAD COMPANY CHICAGO
CF, TR. J. & PACIFIC
RAILROAD COMPANY AND CEDAR RIVER RAILROAD
COMPANY
R J CORMAN PARTIES
R J CORMAN RAILROAD COMPANIES
SAULT STE MARIE BRIDGE COMPANY
TRANSTAR INC AND BESSEMER AND LAKE ERIE
RAILROAD COMPANY
TRANSTAR INC
ELGIN JOLIET AND EASTERN RAILROAD COMPANY
WISCONSIN CENTRAL LTD
WISCONSIN CENTRAL TRANSPORTATION CORPORATION

PARTY OF RECORD
EDWARD LLOYD
RUTGERS ENVIRONMENTAL LAW CLINIC
15 WASHINGTON STREET
NEWARK NJ 07102 US

Represents: TRI-STATE TRANSPORTATION CAMPAIGN

PARTY OF RECORD
C MICHAEL LOFTUS
SLOVER & LOFTUS
1224 SEVENTEENTH STREET NW
WASHINGTON DC 20036 US

Represents: CENTERIOR ENERGY CORPORATION
EAST CHICAGO INDIANA-HAMMOND INDIANA-GARY
INDIANA THE FOUR CITY CONSORTIUM
EAST CHICAGO INDIANA-HAMMOND INDIANA-GARY
INDIANA-WHITING
POTOMAC ELECTRIC POWER COMPANY
THE DETROIT EDISON COMPANY

PARTY OF RECORD
DENNIS G LYONS
ARNOLD & PORTER
555 12TH STREET NW
WASHINGTON DC 20004-1202 US

Represents: CSX CORPORATION
CSX TRANSPORTATION INC
CSX-NS

PARTY OF RECORD
GORDON P. MACDOUGALL
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Represents: JOSEPH C SZABO

MEMBER OF CONGRESS
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UNITED STATES SENATE
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PARTY OF RECORD
WILLIAM G. MAHONEY
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PARTY OF RECORD
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PARTY OF RECORD
ROBERT E MARTINEZ
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Represents: COMMONWEALTH OF VIRGINIA

PARTY OF RECORD
JOHN K. MASER, III
DONELAN, CLEARY, WOOD, MASER
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Represents: ACME STEEL COMPANY
AK STEEL CORPORATION
CARGILL INCORPORATED
ERIE-NIAGARA RAIL STEERING COMMITTEE
INSTITUTE OF SCRAP RECYCLING INDUSTRIES INC
JOSEPH SMITH & SONS INC
NIAGARA MOHAWK POWER CORPORATION

PARTY OF RECORD
DAVID J MATTY
CITY OF ROCKY RIVER
21012 HILLIARD ROAD
ROCKY RIVER OH 44116-3398 US

Represents: CITY OF ROCKY RIVER OHIO

PARTY OF RECORD
GEORGE W MAYO, JR.
HOGAN & HARTSON
555 THIRTEENTH STREET NW
WASHINGTON DC 20004-1161 US

Represents: CANADIAN PACIFIC RAILWAY COMPANY
DELAWARE AND HUDSON RAILWAY COMPANY INC
SOO LINE CORP
ST LAWRENCE & HUDSON RAILWAY COMPANY
LIMITED

PARTY OFF RECORD
MICHAEL F. MCBRIDE
LEBOEUF LAMB GREENE & MACRAE, L. L. P.
1875 CONNECTICUT AVE N W, STE 1200
WASHINGTON DC 20009 US

Represents: AMERICAN ELECTRIC POWER
ATLANTIC CITY ELECTRIC COMPANY
DELMARVA POWER & LIGHT COMPANY
FERTILIZER INSITU
SOMERSET RAILROAD CORP
THE OHIO VALLEY COAL COMPANY

PARTY OF RECORD
EDWARD C MCCARTHY
INLAND STEEL INDUSTRIES INC
30 WEST MONROE STREET
CHICAGO IL 60603 US

PARTY OF RECORD
CHRISTOPHER C MCCracken
ULMER & BERNE LLP
1300 EAST NINTH STREET SUITE 900
CLEVELAND OH 44114 US

Represents: ASHTA CHEMICAL INC

PARTY OF RECORD
THOMAS F. MCFARLAN JR.
MCFARLAND & HERMAN
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CHICAGO IL 60606-3101 US

Represents: KOKOMO GRAIN CO INC

PARTY OF RECORD
JAMES F. MCORAIL
COMMONWEALTH OF MASS. EXEC. OFFICE OF TRANSP.
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10 PARK PLAZA ROOM 3170
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Represents: COMMONWEALTH OF MASSACHUSETTS
EXECUTIVE OFFICE OF TRANSPORTATION AND
CONSTRUCTION

PARTY OF RECORD
FRANCIS G. MCKENNA
ANDERSON & PENDLETON
1700 K ST NW SUITE 1107
WASHINGTON DC 20006 US

Represents: WEST VIRGINIA STATE RAIL AUTHORITY

PARTY OF RECORD
COLETTA MCNAMEE SR
CUDELL IMPROVEMENT INC
11500 FRANKLIN BLVD STE 104
CLEVELAND OH 44102 US

Represents: CUDELL IMPROVEMENT INC

MEMBER OF CONGRESS
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U. S. HOUSE OF REPRESENTATIVES
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PARTY OF RECORD
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Represents: GENESEE TRANSPORTATION COUNCIL

MEMBER OF CONGRESS
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PARTY OF RECORD
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PARTY OF RECORD
G PAUL MOATES
SIDLEY & AUSTIN
1722 EYE STREET N W
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Represents: MOATES SIDLEY & AUSTIN

PARTY OF RECORD
C V MONIN
BROTHERHOOD OF LOCOMOTIVE ENGINEERS
1370 ONTARIO STREET
CLEVELAND OH 44113 US

Represents: BROTHERHOOD OF LOCOMOTIVE
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PARTY OF RECORD
KARL MORELL
BALL JANIK LLP
1455 F STREET NW SUITE 225
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Represents: ANN ARBOR RAILROAD
CHICAGO RAIL LINK LLC
CONNECTICUT SOUTHERN RAILROAD INC
GEORGIA WOODLANDS RAILROAD L L C
INDIANA & OHIO RAILWAY COMPANY
INDIANA SOUTHERN RAILROAD INC
MANUFACTURERS JUNCTION RAILWAY L L C
NEW ENGLAND CENTRAL RAILROAD INC
NEWBURGH & SOUTH SHORE RAILROAD LTD
NORTHERN OHIO & WESTERN RAILWAY L L C
PITTSBURGH INDUSTRIAL RAILROAD INC

PARTY OF RECORD
IAN MUIR
BUNGE CORPORATION
P O BOX 28500
ST LOUIS MO 63146 US

Represents: BUNGE CORPORATION

PARTY OF RECORD
WILLIAM A. MULLINS
TROUTMAN SANDERS LLP
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Represents: NEW YORK STATE ELECTRIC & GAS

PARTY OF RECORD
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BOSTON & MAINE CORPORATION
IRON HORSE PARK
NO BILLERICA MA 01862 US

Represents: BOSTON AND MAINE CORPORATION
MAINE CENTRAL RAILROAD COMPANY
SPRINGFIELD TERMINAL RAILWAY COMPANY

PARTY OF RECORD
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PARTY OF RECORD
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PARTY OF RECORD
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FROST & JACOBS LLP
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Represents: SOUTHWEST OHIO REGIONAL TRANSIT
AUTHORITY

PARTY OF RECORD
PETER Q. NYCE, JR.
U. S. DEPARTMENT OF THE ARMY
901 NORTH STUART STREET
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Represents: U. S. DEPARTMENT OF THE ARMY

PARTY OF RECORD
KEITH G O'BRIEN
REA, CROSS AND AUCHINCLOSS
1920 N STREET NW, STE 420
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Represents: OHIO RAIL DEVELOPMENT COMMISSION
PUBLIC UTILITIES COMMISSION OF OHIO
REDLAND OHIO INC

PARTY OF RECORD
D J O'CONNELL
GENERAL CHAIRPERSON UTU
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Represents: UNITED TRANSPORTATION UNION GENERAL
COMMITTEE OF ADJUSTMENT GO-770

PARTY OF RECORD
CHRISTOPHER C OHARA
BRICKFIELD BURCHETTE & RITTS PC
1025 THOMAS JEFFERSON ST NW EIGHTH FLOOR
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Represents: STEEL DYNAMICS INC

PARTY OF RECORD
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50 W BROAD STREET .5TH FLOOR
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Represents: OHIO RAIL DEVELOPMENT COMMISSION

PARTY OF RECORD
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Represents: COMMONWEALTH OF PENNSYLVANIA
GOVERNOR THOMAS J RIDGE
PENNSYLVANIA DEPARTMENT OF TRANSPORTATION

PARTY OF RECORD
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Represents: EASTMAN KODAK COMPANY

PARTY OF RECORD
L JOHN OSBORN
SONNENSCHN NATH & ROSENTHAL
1301 K STREET NW STE 600
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Represents: CANADIAN NATIONAL RAILWAY COMPANY
GRAND TRUNK WESTERN RAILROAD INCORPORATED

PARTY OF RECORD
WILLIAM L OSTEEN
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Represents: TENNESSEE VALLEY AUTHORITY

PARTY OF RECORD
MONTY L PARKER
CMC STEEL GROUP
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SEGUN TX 78156 US

Represents: CMC STEEL GROUP
COMMERCIAL METALS COMPANY

GOVERNOR
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PARTY OF RECORD
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Represents: SOUTH JERSEY TRANSPORTATION
PLANNING ORGANIZATION

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CONRAIL WEST & SOUTH/NORFOLK SOUTHERN
RAILWAY CO GO-777

PARTY OF RECORD
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GUERRIERI EDMOND & CLAYMAN PC
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Represents: INTERNATIONAL ASSOCIATION OF
MACHINISTS AND AEROSPACE WORKERS
UNITED RAILWAY SUPERVISOR'S ASSOCIATION

PARTY OF RECORD
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PARTY OF RECORD
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Represents: FEDERAL RAILROAD ADMINIST.

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Represents: NATIONAL MINING ASSOCIATION

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Represents: UNITED TRANSPORTATION UNION GENERAL
COMMITTEE OF ADJUSTMENT B&O

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UNION PACIFIC RAILROAD COMPANY

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PARTY OF RECORD

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Represents: COALARBED INTERNATIONAL TRADING

PARTY OF RECORD

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Represents: EFFINGHAM RAILROAD COMPANY
ILLINOIS WESTERN RAILROAD COMPANY

PARTY OF RECORD

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Represents: UNITED TRANSPORTATION UNION GO-513

PARTY OF RECORD

EDWARD J RODRIQUEZ
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CENTERBROOK CT 06409 US

Represents: HOUSATONIC RAILROAD CO INC

PARTY OF RECORD

DAVID ROLOFF
GOLDSTEIN & ROLOFF
526 SUPERIOR AVENUE EAST SUITE 1440
CLEVELAND OH 44114 US

Represents: LOCAL 1913 INTERNATIONAL
LONGSHOREMEN'S UNION

PARTY OF RECORD

JOHN LAY ROSACKER
KS, DEPT OF TRANSP
217 SE 4TH ST 2ND FLOOR
TOPEKA KS 66603 US

Represents: KANSAS DEPARTMENT OF
TRANSPORTATION

PARTY OF RECORD

CHARLES M. ROSENBERGER
CSX TRANSPORTATION
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PARTY OF RECORD

CHRISTINE H. ROSSO
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Represents: STATE OF ILLINOIS

MEMBER OF CONGRESS

HON. WILLIAM V. ROTH JR
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MEMBER OF CONGRESS

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WASHINGTON DC 20515-9997 US

PARTY OF RECORD

THOMAS R RYDMAN PRESIDENT
INDIAN CREEK RAILROAD COMPANY
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Represents: INDIAN CREEK RAILROAD COMPANY

MEMBER OF CONGRESS

HONORABLE RICK SANTORUM
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PARTY OF RECORD

R K SARGENT
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1319 CHESTNUT STREET
KENOVA WV 25530 US

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COMMITTEE OF ADJUSTMENT CSXT -C&O NORTH

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HONORABLE THOMAS C. SAWYER
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PARTY OF RECORD

SCOTT M SAYLOR
NORTH CAROLINA RAILROAD CO
3200 ATLANTIC AV STE 110
RALIEGH NC 27604 US

PARTY OF RECORD

G CRAIG SCHELTER
PIDC
1500 MARKET STREET
PHILADELPHIA PA 19102 US

Represents: PHILADELPHIA INDUSTRIAL DEVELOPMENT
CORPORATION

PARTY OF RECORD
FREDERICK H SCHRANCK
PO BOX 778
DOVER DE 19903 US

Represents: DELAWARE DEPARTMENT OF
TRANSPORTATION

PARTY OF RECORD
RANDOLPH L. SEGER
MCHALE COOK & WELCH PC
320 N MERIDIAN STREET STE 1100
INDIANAPOLIS IN 46204 US

Represents: CITY OF INDIANAPOLIS INDIANA

PARTY OF RECORD
DIANE SETZ
CENTRAL HUDSON GAS & ELECTRIC CORP
284 SOUTH AVENUE
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Represents: CENTRAL HUDSON GAS & ELECTRIC
CORPORATION

PARTY OF RECORD
DENISE L. SEJNA CITY ATTORNEY
CITY OF HAMMOND
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HAMMOND IN 46320 US

Represents: CITY OF HAMMOND INDIANA

PARTY OF RECORD
ANTHONY P. SEMANICK
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NEW YORK NY 10017-3706 US

Represents: METROPOLITAN TRANSPORTATION
AUTHORITY

PARTY OF RECORD
ROGER A. SERPE
INDIANA HARBOR BELT RR
175 WEST JACKSON BOULEVARD SUITE 1460
CHICAGO IL 60604 US

Represents: INDIANA HARBOR BELT RAILROAD
COMPANY

PARTY OF RECORD
JAMES E. SHEPHERD
TUSCOLA & SAGINAW BAY
PO BOX 550
OWOSSO MI 48867-0550 US

Represents: TUSCOLA & SAGINAW BAY RAILWAY
COMPANY INC

PARTY OF RECORD
MARK H. SIDMAN
WEINER, BRODSKY, SIDMAN
1350 NEW YORK AVE NW STE 800
WASHINGTON DC 20005 US

Represents: CENTRAL RAILROAD COMPANY OF INDIANA
CENTRAL RAILROAD COMPANY OF INDIANAPOLIS
NEW YORK & ATLANTIC RAILWAY

PARTY OF RECORD
PHILIP G SIDO
UNION CAMP CORPORATION
1600 VALLEY ROAD
WAYNE NJ 07470 US

Represents: UNION CAMP CORPORATION

PARTY OF RECORD
KENNETH E. SIEGEL
AMERICAN TRUCKING ASSOC.
2200 MILL ROAD

ALEXANDRIA VA 22314-4677 US

PARTY OF RECORD
PATRICK B. SIMMONS
NC DEPT OF TRANSP
1 S WILLINGTON STREET ROOM 557
RALEIGH NC 27611 US

Represents: NORTH CAROLINA DEPARTMENT OF
TRANSPORTATION

PARTY OF RECORD
WILLIAM C. SIPPEL
OPPENHEIMER WOLFF & DONNELLY
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FLOOR
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Represents: BESSEMER & LAKE ERIE RR CO
ELGIN JOLIET AND EASTERN RAILWAY COMPANY
TRANSTAR INC

PARTY OF RECORD
RICHARD G. SLATTERY
AMTRAK
60 MASSACHUSETTS AVENUE N E
WASHINGTON DC 20002 US

PARTY OF RECORD
WILLIAM L. SLOVER
SLOVER & LOFTUS
1224 SEVENTEENTH STREET NW
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Represents: STATE OF NEW YORK DEPARTMENT OF
TRANSPORTATION

PARTY OF RECORD
GARRET G. SMITH
MOBIL OIL CORPORATION
3225 GALLOWAYS RD RM 2A903
FAIRFAX VA 22037-0001 US

Represents: MOBIL OIL CORPORATION

MEMBER OF CONGRESS
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U S HOUSE OF REPRESENTATIVES
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PARTY OF RECORD
PAUL S. FUEL SMITH
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400 7TH ST SW, ROOM 4102 C-30
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Represents: U S DEPARTMENT OF TRANSPORTATION

PARTY OF RECORD
MIKE SPAHIS
FINA OIL & CHEMICAL CO.
PO BOX 2159
DALLAS TX 75221 US

Represents: FINA OIL AND CHEMICAL COMPANY

MEMBER OF CONGRESS
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PARTY OF RECORD
CHARLES A SPITULNIK
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Represents: COMMUTER RAIL DIVISION REGIONAL
TRANSP. AUTHORITY-NORTHEAST
ILLINOIS REGIONAL COMMUTER RR CORP D/B/A METRA
FLORIDA POWER & LIGHT COMPANY
NEW YORK CITY ECONOMIC DEVELOPMENT
CORPORATION
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PARTY OF RECORD
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PARTY OF RECORD
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TRANSPORTATION

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Represents: PENNSYLVANIA POWER & LIGHT COMPANY

PARTY OF RECORD
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1050 THO JEFFERSON STREET, NW
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Represents: CONSUMERS UNITED FOR RAIL EQUITY

PARTY OF RECORD
JE THOMAS
HERCULES INCORPORATED
1313 NORTH MARKET STREET
WILMINGTON DE 19894 US

PARTY OF RECORD
K N THOMPSON
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11017-F GRAVOIS INDUSTRIAL PLAZA
ST LOUIS MO 63128 US

PARTY OF RECORD
WILLIAM R THOMPSON
CITY OF PHILADELPHIA LAW DEPT
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PARTY OF RECORD
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TRANSPORTATION

PARTY OF RECORD
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Represents: CITY OF AVON LAKE OHIO

PARTY OF RECORD
STEPHEN M UTHOFF
CONIGLIO & UTHOFF
110 WEST OCEAN BOULEVARD SUITE C
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Represents: THE RAIL-BRIDGE TERMINALS
CORPORATION

PARTY OF RECORD
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NJ TRANSPORTATION PLANNING AUTHORITY
ONE NEWARK CENTER 17TH FLOOR
NEWARK NJ 07102 US

Represents: NORTH JERSEY TRANSPORTATION
PLANNING AUTHORITY

PARTY OF RECORD
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Represents: THE BUSINESS COUNCIL OF NEW YORK
STATE INC

MEMBER OF CONGRESS
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U S HOUSE OF REPRESENTATIVES
WASHINGTON DC 20515 US

PARTY OF RECORD
JOHN A. VUONO
VUONO & GRAY
2310 GRANT BUILDING
PITTSBURGH PA 15219 US

Represents: NATIONAL STEEL CORPORATION

PARTY OF RECORD
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CITIZENS GAS & COKE UTILITY
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Represents: CITIZENS GAS & COKE UTILITY

PARTY OF RECORD
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WCI STEEL INC
1040 PINE AVENUE S E
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Represents: WCI STEEL INC

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MEMBER OF CONGRESS
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PARTY OF RECORD
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GALLAND, KHARASCH & GARFINKLE, P. C.
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WHEELING & LAKE ERIE RAILWAY COMPANY

PARTY OF RECORD
WILLIAM W., JR. WHITEHURST
W. W. WHITEHURST & ASSOCIATES, INC.
12421 HAPPY HOLLOW ROAD
COCKEYSVILLE MD 21030 US

Represents: W W WHITEHURST & ASSOCIATES INC

PARTY OF RECORD
HENRY M. WICK, JR.
WICK, STREIFF, ET AL
1450 TWO CHATHAM CENTER
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Represents: U S CLAY PRODUCERS TRAFFIC
ASSOCIATION INC

PARTY OF RECORD
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UNITED TRANSPORTATION UNION
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ALTOONA PA 16602 US

Represents: ASHLAND RAILROAD COMPANY
DURHAM TRANSPORT INC
JUNIATA VALLEY RAILROAD COMPANY
LYCOMING VALLEY RAILROAD COMPANY
NITTANY & BALD EAGLE RAILROAD COMPANY
NORTH SHORE RAILROAD COMPANY
NORTHWEST PENNSYLVANIA RAIL AUTHORITY
OHI RAIL CORPORATION
RICHARD D ROBEY
SHAMOKIN VALLEY RAILROAD COMPANY
SOUTHWESTERN PENNSYLVANIA REGIONAL PLANNING
COMMISSION
STURBRIDGE RAILROAD COMPANY
TRANSPORTATION COMMITTEE PENNSYLVANIA HOUSE
OF REPRESENTATIVES
WELLESBORO & CORNING RAILROAD COMPANY

PARTY OF RECORD
ROBERT A. WIMBISH, ESQ.
REA, CROSS & AUCHINCLOSS
1920 N STREET NW SUITE 420
WASHINGTON DC 20036 US

Represents: CONNECTICUT CENTRAL RAILROAD

PARTY OF RECORD
C D WINEBRENNER
GENERAL CHAIRPERSON UTU
27801 EUCLID AV RM 200
EUCLID OH 44132 US

Represents: UNITED TRANSPORTATION UNION GENERAL
COMMITTEE OF ADJUSTMENT GO-651

PARTY OF RECORD
JOHN F WING CHAIRMAN
CITIZENS ADVISORY COMMITTEE
601 NORTH HOWARD STREET
BALTIMORE MD 21201 US

Represents: CITIZENS ADVISORY COMMITTEE

MEMBER OF CONGRESS
HONORABLE BOB WISE
U S HOUSE OF REPRESENTATIVES
WASHINGTON DC 20510 US

PARTY OF RECORD
SERGEANT W WISE
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LAKEVILLE NY 14480 US

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CORPORATION

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CAREY OH 43316 US

Represents: WYANDOT DOLOMITE INC

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DONELAN, CLEARY, WOOD & MASER, P. C.
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Represents: NATIONAL INDUSTRIAL TRANSPORTATION
LEAGUE

PARTY OF RECORD
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RAIL TRANSPORTATION PROCUREMENT MANAGER
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PARTY OF RECORD
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Represents: TRANSPORTATION TRADES DEPARTMENT
AFL-CIO

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Represents: NORTHERN INDIANA PUBLIC SERVICE
COMPANY

PARTY OF RECORD
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PARTY OF RECORD
WALTER E ZULLIG JR SPECIAL COUNSEL
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NEW YORK NY 10017-3706 US

Represents: METRO-NORTH COMMUTER RAILROAD
COMPANY

STB

FD-33388

ID-181556

8-28-97

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181556



Before the
SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423

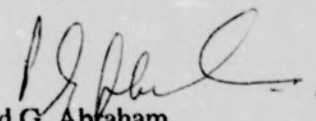
Finance Docket 33383
CSX Corporation and CSX Transportation, Inc
Norfolk and Southern Corporation, et al

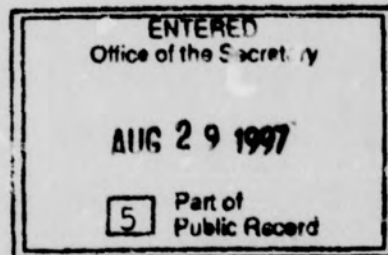
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CERTIFICATE OF SERVICE

Indiana Port Commission, through its below signed Registered Representative, herewith certifies that it has complied this date with the service requirements in Decision No. 21 of August 19, 1997, by having mailed, first class mail, postage paid, to each Party of Record a copy of each prior filing which was not previously served upon such Parties of Record.

Bethesda, Maryland
August 26, 1997


David G. Abraham
Registered Representative for
Indiana Port Commission
7315 Wisconsin Avenue
Bethesda, Maryland 20814



STB

FD-33388

ID-181557

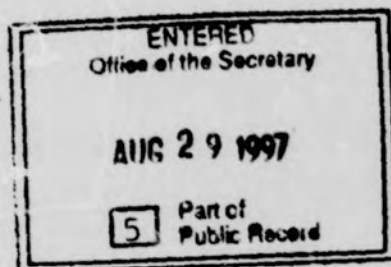
8-28-97

D

PRESTON
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& ROUVELAS
MEEDS LLP

ATTORNEYS AT LAW

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1735 New York Avenue, NW
Washington, DC 20006-4759
(202) 628-1700
Fax: (202) 331-1024



VIA HAND DELIVERY

August 28, 1997

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

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

Dear Secretary Williams:

Pursuant to Decision No. 21 in the above-referenced proceeding, enclosed please find an original and 10 copies of the Certificate of Service of Maryland Department of Transportation.

Please contact the undersigned if you have any questions regarding this matter.

Respectfully submitted,


Laurence R. Latourette

Enclosures

cc: All Parties of Record on Service List

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SPOKANE, WA
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FAX: (509) 456-0146

TACOMA, WA
(206) 272-1500
FAX: (206) 272-2913

181557

BEFORE THE
SURFACE TRANSPORTATION BOARD

STB Docket N. 33388

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



MARYLAND DEPARTMENT OF TRANSPORTATION'S CERTIFICATE OF
SERVICE

In accordance with the Decision No. 21, served August 19, 1997, in the above-captioned matter, I hereby certify that each Party of Record has been served with copies of all filings submitted by the Maryland Department of Transportation in this proceeding by first-class mail, postage prepaid.

Respectfully submitted,

Laurence R. Latourette
Preston Gates Ellis & Rouvelas Meeds LLP
1735 New York Avenue, N.W.
Suite 500
Washington, D.C. 20006

Attorney for Maryland Department of
Transportation

August 28, 1997





Maryland Department of Transportation

The Secretary's Office

Parris N. Glendon
Governor

David L. Winstead
Secretary

John D. Porcarl
Deputy Secretary

May 1, 1997

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Mercury Building
Suite 700
1925 K Street, NW
Washington DC 20006

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

Dear Mr. Williams:

On April 11, 1997, the applicants in the above-referenced proceeding submitted, inter alia, their Notice of Intent to File Railroad Control Application (the "Notice") and Petition to Establish Procedural Schedule ("Petition") to the Surface Transportation Board ("Board"). This letter is to request that the Board place the Maryland Department of Transportation ("MDOT") and its outside counsel at the addresses indicated below on the list of parties of record prepared and issued under the provisions of 49 C.F.R. § 1180.4(a)(4). MDOT intends to participate in this proceeding as an active party. As such, in accordance with 49 C.F.R. § 1180.4(a)(2), the MDOT selects the acronym "MDOT-x" for identifying all documents and pleadings they submit.

Edward R.K. Hargadon, Esq.
Assistant Attorney General
Chief Counsel to the Department
Maryland Department of Transportation
P.O. Box 8755
BWI Airport, MD 21240

James R. Weiss, Esq.
Preston Gates Ellis &
Rouvelas Meeds LLP
1735 New York Avenue, NW
Suite 500
Washington, DC 20006-5209

Copies of this letter are being served on all persons presently on the Commission's service list, including the applicants' representatives identified in the notice of prefiling notification published in the Federal Register at 62 F.R. 19390 (April 21, 1997.)

The Honorable Vernon A. Williams
Page Two

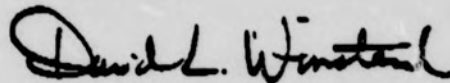
In addition, MDOT and the applicants are in discussions to confirm aspects of the proposed transaction that could resolve the concerns of the State of Maryland about the effects of the transaction on Maryland shippers and employees. These include:

- the nature and extent of competitive rail service to the Port of Baltimore and to other Northeast ports;
- infrastructure improvements that will preserve and enhance rail competition in the State; and issues pertaining to the preservation of jobs in the State.

The applicants have committed to providing the State within the next several weeks certain information that is pertinent to these issues to enable the State to make a timely determination of its position on the merits of the applications.

In anticipation that applicants will perform as promised, and after careful examination of the Petition, MDOT believes that it is in the interest of the citizens of Maryland and in the general public interest that the Board accept the expedited schedule that the applicants have proposed in the Petition.

Sincerely,

A handwritten signature in dark ink, appearing to read "David L. Winstead". The signature is fluid and cursive, with the first name "David" being more prominent.

David L. Winstead
Secretary



MASS TRANSIT ADMINISTRATION

MARYLAND DEPARTMENT OF TRANSPORTATION

Parris N. Glendon, Governor • David L. Winstead, Secretary • Ronald L. Freeland, Administrator

August 6, 1997

Ms. Elaine K. Kaiser
Chief - Section of Environmental Analysis
Environmental Filing
Office of the Secretary, Case Control Unit
STB Finance Docket No. 33388
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Subject: Comments on Proposed EIS Scope, STB Finance Docket No. 33388, CSX Corporation and CSX Transportation, Inc., Norfolk Southern Corporation and Norfolk Southern Railway Company - Control and Operating Leases/Agreements - Conrail, Inc. and Consolidated Rail Corporation

Dear Ms. Kaiser:

Thank you for the opportunity to comment on the Proposed EIS Scope for the above referenced STB Finance Docket No. 33388, which is generally referred to as the CSX and Norfolk Southern purchase of Conrail.

The Maryland Mass Transit Administration (MTA) of the Maryland Department of Transportation (MDOT) has reviewed the Proposed EIS Scope and has the following comments to offer:

- Based on information contained in the Application, it is our understanding that there will not be any significant new track construction or abandonments planned in Maryland. There will be some improvements made to existing yards, tracks, and other facilities. With this understanding, we anticipate limited potential impact to the environment in Maryland.
- The proposed scope sets thresholds for increases in freight rail operations, i.e. increases in the average trains per day, at levels consistent with 49 CFR 1105.7. It is your intention to conduct appropriate environmental analyses for regions in Maryland effected by increased freight rail movement. In particular, we note proposed increases in freight traffic of more than eight additional trains between Washington and Point of Rocks and between Hagerstown and Harrisburg and of more than three trains in the designated air quality non-attainment areas between Washington and Baltimore.
- Maryland has two major metropolitan areas which are designated non-attainment areas for air quality. The Washington region is designated as "serious" and the Baltimore region is designated as "severe". In addition, Cecil County, Maryland is part of the Wilmington region and is designated as a "severe" non-attainment area. Because of these designations, we understand the lower threshold levels for air quality analysis will be used.
- We expect that the EIS will include the appropriate level of information consistent with the federal regulations for all eleven categories noted in the proposed scope.

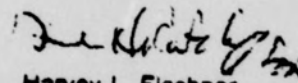
My phone number (410) 767-8787 FAX number (410) 333-0489 TTY (410) 539-3497
Environmental Analysis ID#14KA

William Donald Schaefer Tower • 6 Saint Paul Street • Baltimore, Maryland 21202-1614

- Regarding transportation system evaluation, in addition to the analysis of potential environmental impacts on commuter rail service, the EIS should also review effects of the transaction on the operation or expansion of commuter rail service that may have an environmental impact.

Again, thank you for the opportunity to comment on the proposed scope of the EIS. We look forward to reviewing the draft EIS. Please change your mailing list to delete Kenneth Good and direct future mailings to my attention. If you have any questions, please contact me at the number below.

Sincerely,



Harvey L. Flechner
Director

Office of Planning and Programming

HLF ER

STB

FD-33388

ID-181558

8-28-97

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181518
ORIGINAL

BEFORE THE
SURFACE TRANSPORTATION BOARD

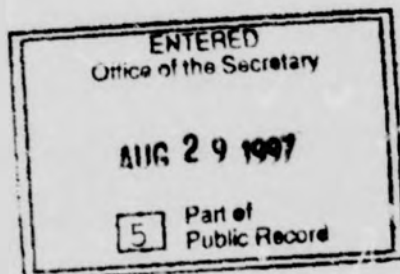
FINANCE DOCKET NO. 33388

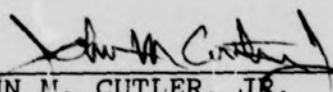


CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
--CONTROL AND OPERATING LEASES/AGREEMENTS--
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

CERTIFICATE OF SERVICE OF
PENNSYLVANIA POWER & LIGHT COMPANY

Pursuant to Decision No. 21 in this proceeding, I hereby certify that copies of all prior filings by Pennsylvania Power & Light Company in Finance Docket No. 33388 have been served by first-class mail, postage prepaid, upon all parties of record on the official service list and upon FERC Administrative Law Judge Leventhal.




JOHN M. CUTLER, JR.
MCCARTHY, SWEENEY &
HARKAWAY, P.C.
Suite 1105
1750 Pennsylvania Avenue, N.W.
Washington, DC 20006
(202) 393-5710

Attorney for Pennsylvania
Power & Light Company

Dated: August 28, 1997

STB

FD-33388

ID-181559

8-28-97

D

181559

D



VIA HAND DELIVERY

August 28, 1997

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

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

Dear Secretary Williams:

Pursuant to Decision No. 21 in the above-referenced proceeding, enclosed please find an original and 10 copies of the Certificate of Service of the Regional Railroads of America.

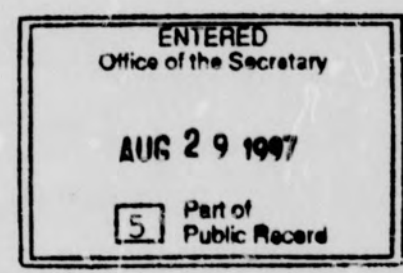
Please contact the undersigned if you have any questions regarding this matter.

Respectfully submitted,

Peter A. Gilbertson

Enclosures

cc: All Parties of Record on Service List



BEFORE THE
SURFACE TRANSPORTATION BOARD



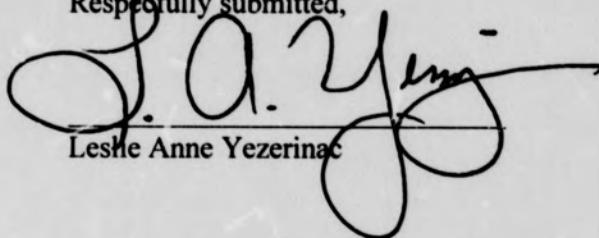
STB Docket No. 33388

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

REGIONAL RAILROADS OF AMERICA'S
CERTIFICATE OF SERVICE

In accordance with the Decision No. 21, served August 19, 1997, in the above-captioned matter, I hereby certify that each Party of Record has been served with copies of all filings submitted by the Regional Railroads of America in this proceeding by first-class mail, postage prepaid.

Respectfully submitted,



Leshe Anne Yezerinac

August 28, 1997

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

Finance Docket No. 33388

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

**REGIONAL RAILROADS OF AMERICA'S
NOTICE OF INTENT TO PARTICIPATE**

**Peter A. Gilbertson
President
Regional Railroads of America
122 C Street, N.W.
Suite 850
Washington, D.C. 20001
(202)638-7790**

August 7, 1997



STB

FD-33388

ID-181598

8-28-97

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181598

LEBOEUF, LAMB, GREENE & MACRAE
L.L.P.

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

NEW YORK
WASHINGTON
ALBANY
BOSTON
DENVER
HARRISBURG
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1875 CONNECTICUT AVENUE, N.W.
WASHINGTON, DC 20009-5728

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TELEX 440274 FACSIMILE (202) 986-8102

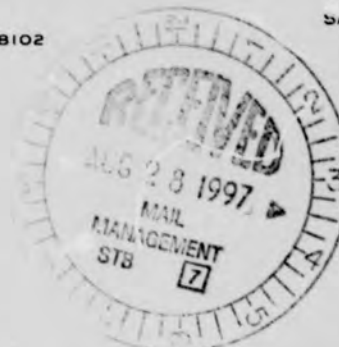
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SAN FRANCISCO

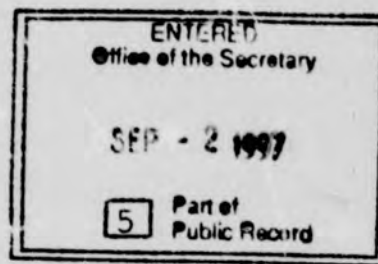
BRUSSELS
LONDON
MOSCOW

August 28, 1997



VIA HAND DELIVERY

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



Re: CSX Corp./Norfolk Southern Corp. -- Control and
Operating Leases/Agreement -- Conrail; Finance
Docket No. 33388

Dear Secretary Williams:

Enclosed are the original and ten (10) copies of the Certificate of Service of American Electric Power, Atlantic City Electric Company, Delmarva Power & Light Company, Indianapolis Power & Light Company, The Fertilizer Institute, and The Ohio Valley Coal Company (ACE, et al.-10) for filing in the above-reference proceeding. Also enclosed is a 3.5" diskette containing the documentation in WordPerfect format.

Please note that the Board's listing of the Parties of Record ("POR") in Decision No. 21 for the undersigned is not correct. I also represent Indianapolis Power & Light Company as stated in the "Notice of Intent to Participate (AEP, et al.-1)" filed June 12, 1997. Additionally, I no longer represent Somerset Railroad Corporation. Therefore, that name should be deleted from the "PORs" listed below my name.

Mr. Vernon A. Williams
August 29, 1997
Page 2

Please date stamp and return the enclosed three additional copies via our messenger.

Very truly yours,

Michael F. McBride

Michael F. McBride
Bruce W. Neely
Linda K. Breggin
Brenda Durham
Joseph H. Fagan

Attorneys for American Electric
Power, Atlantic City Electric
Company, Delmarva Power & Light
Company, Indianapolis Power &
Light Company, The Fertilizer
Institute, and The Ohio Valley
Coal Company

Enclosures

cc (w/Enclosures as stated): All Parties of Record not
Previously Served

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388



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

CERTIFICATE OF SERVICE

Pursuant to Decision No. 21 of the Surface Transportation Board, I hereby certify that on August 28, 1997 all Parties of Record listed in Decision No. 21 were served (to the extent not previously served), by first-class U.S. mail, postage prepaid, or by more expeditious means, with the following filings of American Electric Power, Atlantic City Electric Company, Delmarva Power & Light Company, Indianapolis Power & Light Company, The Fertilizer Institute, and The Ohio Valley Coal Company submitted thus far in this proceeding:

- 1) Reply in Opposition to Petition for Waiver and to Petition For Protective Order of Atlantic City Electric Company, Delmarva Power & Light Company, Indianapolis Power & Light Company, and The Ohio Valley Coal Company ("AEP, et al.")
- 2) Request for Informal Opinion Regarding Voting Trust Agreement
- 3) Comments on Applicants' Proposed Procedural Schedule of AEP, et al.
- 4) Notice of Intent to Participate of AEP, et al.

- 5) Notice of Intent to Participate of The Fertilizer Institute
- 6) Letter to Secretary Vernon A. Williams dated July 21, 1997
- 7) Appeal of AEP, et al. from the Order of the Presiding Judge Restricting Discovery, and Motion for Expedited Consideration.
- 8) Appeal of AEP, et al. from the August 20, 1997 Order of the Presiding Judge Restricting Discovery, and Motion for Expedited Consideration

VIA HAND DELIVERY
Office of the Secretary
Case Control Unit
ATTN: STB Finance Dkt. 33388
Surface Transportation Board
Mercury Building
1925 K Street, N.W.
Washington, DC 20423-0001

VIA HAND DELIVERY
Mr. Vernon Williams, Secretary
Surface Transportation Board
Mercury Building, 7th Floor
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Washington, DC 20423-0001

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Arnold & Porter
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Washington, DC 20004-1202

VIA HAND DELIVERY
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Assistant General Counsel
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Honorable Jacob Leventhal
Administrative Law Judge
Federal Energy Regulatory Commission
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Fuel Supply Department
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Mr. James L. Parks
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Delmarva Power & Light Company
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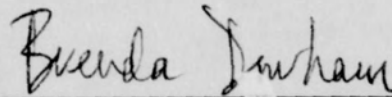
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August 28, 1997

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

Dear Secretary Williams:

Pursuant to Decision No. 21, served on August 19, 1997 in the above referenced proceeding, please find the enclosed original and ten copies of the Certificate of Service for The Kansas City Southern Railway Company (KCS-2), The Gateway Western Railway Company and The Gateway Eastern Railway Company (GWR-2). Also enclosed are copies of all filings submitted by KCS and GWR in this proceeding prior to the issuance of the Board's official service list in Decision No. 21.

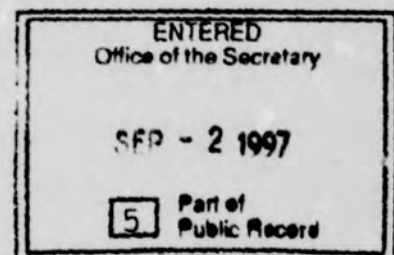
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181601 ORIGINAL

KCS-2
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BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388



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

CERTIFICATE OF SERVICE

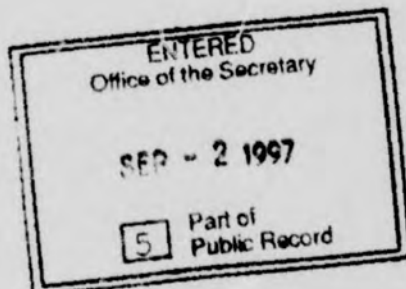
I hereby certify that true copies of all filings submitted by The Kansas City Southern Railway Company (KCS), The Gateway Western Railway Company and The Gateway Eastern Railway Company (GWWR) in Finance Docket 33388 prior to the service date of Board Decision No. 21 have been served this 28th day of August, 1997, by first class mail, postage prepaid, to Administrative Law Judge Jacob Leventhal and to all Parties of Record on the service list attached to Board Decision No. 21.

Respectfully submitted,

William A. Mullins / sb

William A. Mullins
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005-3314
202-274-2950 (PHONE)
202-274-2994 (FAX)

Attorney for The Kansas City Southern
Railway Company, The Gateway Western
Railway Company, and The Gateway
Eastern Railway Company



TROUTMAN SANDERS LLP
ATTORNEYS AT LAW
A LIMITED LIABILITY PARTNERSHIP

1300 I STREET, N.W.
SUITE 500 EAST
WASHINGTON, D.C. 20005-3314
TELEPHONE: 202-274-2950
FACSIMILE: 202-274-2994

WILLIAM A. MULLINS

July 2, 1997

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1924 K Street, NW
Room 711
Washington, D.C. 20423



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

Dear Secretary Williams:

Enclosed for filing in the above captioned docket are the original and twenty-five copies of the Notice of Appearance of The Kansas City Southern Railway Company (KCS-1). Also enclosed is 3.5-inch diskette containing the text of this pleading.

Please date stamp the enclosed extra copy of the pleading and return it to the messenger for our files.

Sincerely yours,

William A. Mullins/mra

William A. Mullins
Attorney for The Kansas City Southern
Railroad Company

Enclosures

cc: The Honorable Jacob Leventhal
Paul A. Cunningham, Esq.
Richard A. Allen, Esq.
Dennis G. Lyons, Esq.

BEFORE THE
SURFACE TRANSPORTATION BOARD

KCS-1

Finance Docket No. 33388

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



NOTICE OF APPEARANCE OF
THE KANSAS CITY SOUTHERN RAILWAY COMPANY

Richard P. Bruening
Robert K. Dreiling
114 West 11th Street
Kansas City, Missouri 64105
Tel: (816) 556-0392
Fax: (816) 556-0227

William A. Mullins
David B. Foshee
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005
Tel: (202) 274-2950
Fax: (202) 274-2994

Attorneys for The Kansas City Southern
Railway Company

Attorneys for The Kansas City Southern
Railway Company

July 2, 1997

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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



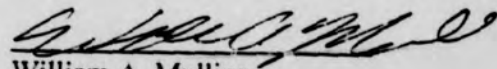
NOTICE OF APPEARANCE OF
THE KANSAS CITY SOUTHERN RAILWAY COMPANY

Please enter the appearances in this proceeding of the below-named attorneys on behalf of The Kansas City Southern Railway Company ("KCS"). The Kansas City Southern Railway Company intends to participate in this proceeding as a Party Of Record. Accordingly, please place the named attorneys, at the addresses provided, on the service list to receive all pleadings and decisions in this proceeding. By copy of this pleading, I am requesting applicants to serve us with copies of all pleadings filed to date and any future filings.

This 2nd day of July, 1997.

Richard P. Bruening
Robert K. Dreiling
114 West 11th Street
Kansas City, Missouri 64105
Tel: (816) 556-0392
Fax: (816) 556-0227

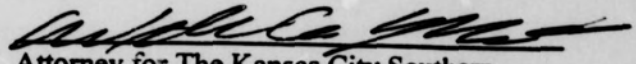
Attorneys for The Kansas City Southern
Railway Company


William A. Mullins
David B. Foshee
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005
Tel: (202) 274-2950
Fax: (202) 274-2994

Attorneys for The Kansas City Southern
Railway Company

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing "Notice of Appearance of The Kansas City Southern Railway Company" (KCS-1) was served this 2nd day of July, 1997, by delivering or depositing a copy in the United States mail in a properly addressed envelope with adequate postage thereon addressed to Applicants' representatives and Judge Leventhal.


Attorney for The Kansas City Southern
Railway Company

TROUTMAN SANDERS LLP
ATTORNEYS AT LAW
A LIMITED LIABILITY PARTNERSHIP

1300 I STREET, N.W.
SUITE 500 EAST
WASHINGTON, D.C. 20005-3314
TELEPHONE: 202-274-2950
FACSIMILE: 202-274-2994

WILLIAM A. MULLINS

July 2, 1997

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Room 711
Washington, D.C. 20423



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

Dear Secretary Williams:

Enclosed for filing in the above captioned docket are the original and twenty-five copies of the Notice of Appearance of the Gateway Western Railway Company and the Gateway Eastern Railway Company (GWR-1). Also enclosed is 3.5-inch diskette containing the text of this pleading.

Please date stamp the enclosed extra copy of the pleading and return it to the messenger for our files.

Sincerely yours,

William A. Mullins

William A. Mullins
Attorney for the Gateway Western Railway
Company and the Gateway Eastern Railway
Company

Enclosures

cc: The Honorable Jacob Leventhal
Paul A. Cunningham, Esq.
Richard A. Allen, Esq.
Dennis G. Lyons, Esq.

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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



NOTICE OF APPEARANCE OF
THE GATEWAY WESTERN RAILWAY COMPANY
AND THE GATEWAY EASTERN RAILWAY COMPANY

Richard P. Bruening
Robert K. Dreiling
114 West 11th Street
Kansas City, Missouri 64105
Tel: (816) 556-0392
Fax: (816) 556-0227

William A. Mullins
David B. Foshee
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005
Tel: (202) 274-2950
Fax: (202) 274-2994

Attorneys for the Gateway Western Railway
Company and the Gateway Eastern Railway
Company

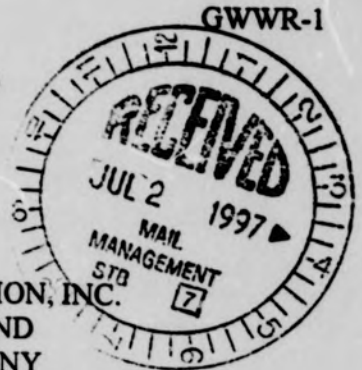
Attorneys for the Gateway Western Railway
Company and the Gateway Eastern Railway
Company

July 2, 1997

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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



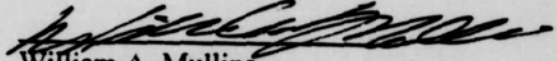
NOTICE OF APPEARANCE OF
THE GATEWAY WESTERN RAILWAY COMPANY
AND THE GATEWAY EASTERN RAILWAY COMPANY

Please enter the appearances in this proceeding of the attorneys listed herein on behalf of the Gateway Western Railway Company and the Gateway Eastern Railway Company ("GWWR"). The Gateway Western Railway Company and the Gateway Eastern Railway Company intend to participate in this proceeding as a Party Of Record. Accordingly, please place the named attorneys, at the addresses provided, on the service list to receive all pleadings and decisions in this proceeding. By copy of this pleading, I am requesting applicants to serve us with copies of all pleadings filed to date and any future filings.

This 2nd day of July, 1997.

Richard P. Bruening
Robert K. Dreiling
114 West 11th Street
Kansas City, Missouri 64105
Tel: (816) 556-0392
Fax: (816) 556-0227

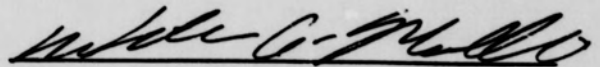
Attorneys for the Gateway Western Railway
Company and the Gateway Eastern Railway
Company


William A. Mullins
David B. Foshee
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005
Tel: (202) 274-2950
Fax: (202) 274-2994

Attorneys for the Gateway Western Railway
Company and the Gateway Eastern Railway
Company

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing "Notice of Appearance of the Gateway Western Railway Company and the Gateway Eastern Railway" (GWWR-1) was served this 2nd day of July, 1997, by delivering or depositing a copy in the United States mail in a properly addressed envelope with adequate postage thereon addressed to Applicants' representatives and Judge Leventhal.



Attorney for the Gateway Western Railway
Company and the Gateway Eastern Railway
Company

STB

FD-33388

ID-181602

8-28-97

D

181602

TROUTMAN SANDERS LLP

ATTORNEYS AT LAW
A LIMITED LIABILITY PARTNERSHIP

1300 I STREET, N.W.
SUITE 500 EAST
WASHINGTON, D.C. 20005-3314
TELEPHONE 202-274-2950
FACSIMILE 202-274-2994

William A. Mullins

August 28, 1997

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Room 711
Washington, D.C. 20423



202-274-2953

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

Dear Secretary Williams:

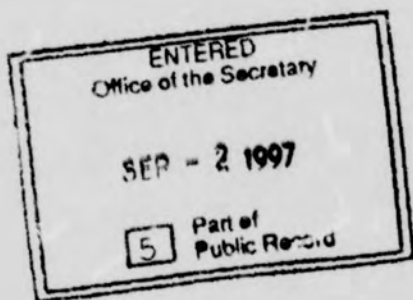
Pursuant to Decision No. 21, served on August 19, 1997 in the above referenced proceeding, please find the enclosed original and ten copies of the Certificate of Service for New York State Electric and Gas (NYSEG-7). Also enclosed are copies of all filings submitted by NYSEG in this proceeding prior to the issuance of the Board's official service list in Decision No. 21.

Please date stamp the enclosed extra copy of the Certificate of Service and return it to the messenger for our files.

Sincerely yours,

William A. Mullins

William A. Mullins
Attorney for New York State Electric & Gas



Enclosures

cc: The Honorable Jacob Leventhal
Paul A. Cunningham, Esq.
Richard A. Allen, Esq.
Dennis G. Lyons, Esq.

181602 ORIGINAL

NYSEG-7

BEFORE THE
SURFACE TRANSPORTATION BOARD

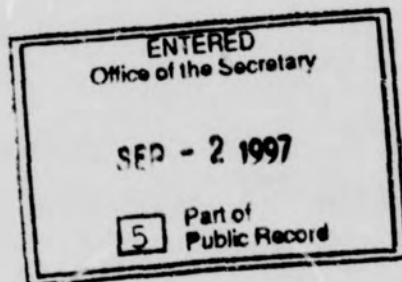
FINANCE DOCKET NO. 33388



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

CERTIFICATE OF SERVICE

I hereby certify that true copies of all filings submitted by New York State Electric & Gas (NYSEG) in Finance Docket 33388 prior to the service date of Board Decision No. 21 have been served this 28th day of August, 1997, by first class mail, postage prepaid, to Administrative Law Judge Jacob Leventhal and to all Parties of Record on the service list attached to Board Decision No. 21.



Respectfully submitted,

William A. Mullins

William A. Mullins
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005-3314
202-274-2950 (PHONE)
202-274-2994 (FAX)

Attorney for New York State Electric & Gas

180259

LEBOEUF, LAMB, GREENE & MACRAE
L.L.P.

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

NEW YORK
WASHINGTON
ALBANY
BOSTON
DENVER
HARRISBURG
HARTFORD
JACKSONVILLE

1875 CONNECTICUT AVENUE, N.W.
WASHINGTON, DC 20009-5728

(202) 986-8000

TELEX 440274 FACSIMILE (202) 986-8102

WRITER'S DIRECT DIAL

(202) 986-8050

E-Mail Address: mfmcbri@llgm.com

D

LOS ANGELES
NEWARK
PITTSBURGH
PORTLAND, OR
SALT LAKE CITY
SAN FRANCISCO
BRUSSELS
MOSCOW
ALMATY
LONDON
(A LONDON-BASED
MULTINATIONAL PARTNERSHIP)

June 19, 1997

VIA HAND DELIVERY

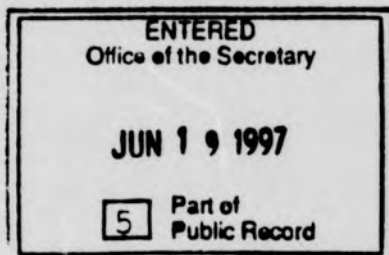
Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W., Seventh Floor
Washington, DC 20423-0001

Re: CSX Corp./Norfolk Southern Corp. -- Control and Operating
Leases/Agreements -- Conrail: Finance Docket No. 33388

Dear Secretary Williams:

Enclosed are the original and 25 copies of a "Notice of Intent to Participate" on behalf of New York State Electric & Gas Corporation and Somerset Railroad Corporation for filing in the above-referenced proceeding. Also enclosed is a 3.5" diskette containing the document in Wordperfect format.

Please date stamp and return the enclosed four additional copies via our messenger.



Enclosure

cc (w/encl.): Paul A. Cunningham, Esq.
Dennis G. Lyons, Esq.
Richard A. Allen, Esq.

Very truly yours,
Michael F. McBride
Michael F. McBride
Linda K. Breggin
Daniel Aronowitz
Brenda Durham

Attorneys for New York State Electric & Gas
Corporation and Somerset Railroad Corporation

Respectfully submitted,

Michael F. McBride

Michael F. McBride

Linda K. Breggin

Daniel Aronowitz

Brenda Durham

LeBoeuf, Lamb, Greene & MacRae, L.L.P.

1875 Connecticut Avenue, N.W., Suite 1200

Washington, DC 20009-5728

(202) 986-8050 (Telephone)

(202) 986-8102 (Facsimile)

June 19, 1997

Attorneys for New York State Electric & Gas
Corporation and Somerset Railroad Corporation

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388

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

CERTIFICATE OF SERVICE

I hereby certify that I have served this 17th day of June, 1997, a copy of the foregoing "Notice of Intent to Participate" by first-class mail, postage prepaid, or by more expeditious means, upon each of the following parties of record:

Office of the Secretary
Case Control Unit
ATTN: STB Finance Dkt. 33388
Surface Transportation Board
Mercury Building
1925 K Street, N.W.
Washington, DC 20423-0001
VIA HAND DELIVERY

Mr. Vernon Williams, Secretary
Surface Transportation Board
Mercury Building
1925 K Street, N.W.
Washington, DC 20423-0001
VIA HAND DELIVERY

Dennis G. Lyons, Esq.
Arnold & Porter
555 Twelfth Street, N.W.
Washington, DC 20004-1202
VIA FACSIMILE

David M. Konschnik, Director
Office of Proceedings
Surface Transportation Board
Mercury Building
1925 K Street, N.W.
Washington, DC 20423
VIA HAND DELIVERY

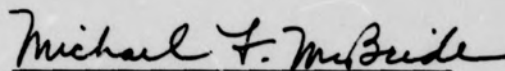
Honorable Jacob Leventhal
Administrative Law Judge
Federal Energy Regulatory Commission
Office of Hearings, Suite 11F
888 First Street, N.E.
Washington, DC 20426

Paul A. Cunningham, Esq.
Harkins Cunningham
1300 Nineteenth Street, N.W.
Suite 600
Washington, DC 20036
VIA FACSIMILE

John M. Nannes, Esq.
Scot B. Hutchins, Esq.
Skadden, Arps, Slate, Meager
& Flom, L.L.P.
1440 New York Avenue, N.W.
Washington, DC 20005-2111
VIA FACSIMILE

Samuel M. Sipe, Jr., Esq.
Timothy M. Walsh, Esq.
David H. Corburn, Esq.
Steptoe & Johnson, L.L.P.
1330 Connecticut Avenue, N.W.
Washington, DC 20036
VIA FACSIMILE

Richard A. Allen, Esq.
James A. Calderwood, Esq.
Andrew R. Plump, Esq.
John V. Edwards, Esq.
Zuckert, Scoutt & Rasenberger, L.L.P.
888 Seventeenth Street, N.W.
Washington, DC 20006-3939
VIA FACSIMILE


Michael F. McBride

BEFORE THE
SURFACE TRANSPORTATION BOARD

FINANCE DOCKET NO. 33388

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

NOTICE OF INTENT TO PARTICIPATE

New York State Electric & Gas Corporation and Somerset Railroad Corporation
hereby notify the Board of their intent to participate in the above-referenced proceeding.

Service may be made on the undersigned counsel. We also request that service be made on the
following:

Mr. Sean D. Brady
Manager-Strategic Planning, Generation
New York State Electric & Gas
Corporation
Corporate Drive
Kirkwood Industrial Park
P.O. Box 5224
Binghamton, NY 13902-5224
Telephone: (607) 762-7497
Facsimile: (607) 762-7770

Mr. Gary Edwards
Superintendent Railroad Operations
Somerset Railroad Corporation
7725 Lake Road
Barker, NY 14012
Telephone: (716) 795-9501
Facsimile: (716) 795-5014

TROUTMAN SANDERS LLP
ATTORNEYS AT LAW
A LIMITED LIABILITY PARTNERSHIP

1300 I STREET, N.W.
SUITE 500 EAST
WASHINGTON, D.C. 20005-3314
TELEPHONE 202-274-2950
FACSIMILE 202-274-2994

WILLIAM A. MULLINS

DIRECT: 202-274-2953

July 29, 1997

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Room 711
Washington, D.C. 20423

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

Dear Secretary Williams:

Enclosed for filing in the above captioned docket are the original and twenty-five copies of the Notice of Substitution of Counsel (NYSE&G-2, for New York State Electric & Gas. Also enclosed is 3.5-inch diskette containing the text of this pleading.

Please date stamp the enclosed extra copy of the pleading and return it to the messenger for our files.

Sincerely yours,



William A. Mullins
Attorney for New York State Electric & Gas

Enclosures

cc: The Honorable Jacob Leventhal
Paul A. Cunningham, Esq.
Richard A. Allen, Esq.
Dennis G. Lyons, Esq.

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

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

NOTICE OF SUBSTITUTION OF COUNSEL FOR
NEW YORK STATE ELECTRIC & GAS

William A. Mullins
John R. Molm
Sandra L. Brown
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005
Tel: (202) 274-2950
Fax: (202) 274-2994

Attorneys for New York State Electric & Gas

July 29, 1997

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 33388

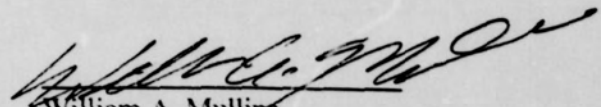
CSX CORPORATION AND CSX TRANSPORTATION, INC.
NORFOLK SOUTHERN CORPORATION AND
NORFOLK SOUTHERN RAILWAY COMPANY
-- CONTROL AND OPERATING LEASES/AGREEMENTS --
CONRAIL INC. AND CONSOLIDATED RAIL CORPORATION

NOTICE OF SUBSTITUTION OF COUNSEL FOR
NEW YORK STATE ELECTRIC & GAS

Please enter the appearances in this proceeding of the below-named persons on behalf of New York State Electric & Gas ("NYSE&G") and remove Michael F. McBride of LeBoeuf, Lamb, Greene & MacRae, LLP as counsel of record (as NYSE&G originally requested in its Notice of Appearance filed June 30, 1997, NYSE&G-1). New York State Electric & Gas intends to participate in this proceeding as a Party Of Record. Accordingly, please place the named persons, at the addresses provided, on the service list to receive all pleadings and decisions in this proceeding. By copy of this pleading, I am requesting applicants to serve us with copies of all pleadings filed to date and any future filings.

This 29th day of July, 1997.

Jim Mulligan
Sean D. Brady
New York State Electric & Gas Corporation
Corporate Drive
Kirkwood Industrial Park
P.O. Box 5224
Binghamton, N.Y. 13902-5224

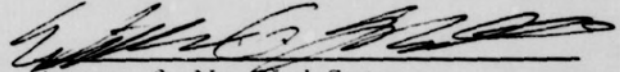

William A. Mullins

John R. Molm
Sandra L. Brown
TROUTMAN SANDERS LLP
1300 I Street, N.W.
Suite 500 East
Washington, D.C. 20005
Tel: (202) 274-2950
Fax: (202) 274-2994

Attorneys for New York State
Electric & Gas

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing "Notice of Substitution of Counsel for New York State Electric & Gas" (NYSEG-2) was served this 29th day of July, 1997, by delivering or depositing a copy in the United States mail in a properly addressed envelope with adequate postage thereon addressed to Applicants' representatives and Judge Leventhal.



Attorney for New York State
Electric & Gas