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UP-2/NS-2

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BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 36873

UNION PACIFIC CORPORATION AND UNION PACIFIC RAILROAD COMPANY
—CONTROL—
NORFOLK SOUTHERN CORPORATION AND NORFOLK SOUTHERN
RAILWAY COMPANY

PETITION TO ESTABLISH PROCEDURAL SCHEDULE

RAYMOND A. ATKINS
CARRIE C. MAHAN
Sidley Austin LLP
1501 K Street, NW
Washington, DC 20005
(202) 736-8000

JASON M. MORRIS
JOSEPH H. CARPENTER IV
THOMAS E. ZOELLER
HANNA M. CHOUEST
Norfolk Southern Railway Company
650 W. Peachtree Street NW
Atlanta, GA 30308

*Attorneys for Norfolk Southern Corporation
and Norfolk Southern Railway Company*

MICHAEL L. ROSENTHAL
DEREK LUDWIN
JAMES J. O'CONNELL
PEGAH NABILI
Covington & Burling LLP
One CityCenter
850 Tenth Street, NW
Washington, DC 20001
(202) 662-6000

CHRISTINA B. CONLIN
JAMES B. BOLES
TONYA W. CONLEY
TANYA L. SPRATT
Union Pacific Railroad Company
1400 Douglas Street
Omaha, NE 68179

*Attorneys for Union Pacific Corporation
and Union Pacific Railroad Company*

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Pursuant to 49 C.F.R. § 1180.4(b)(4)(i), Applicants¹ respectfully petition the Board to establish a procedural schedule for the captioned proceeding. A proposed procedural schedule is attached as Appendix A. Applicants ask the Board to publish a Federal Register notice soliciting comments on the proposed procedural schedule and, after reviewing any comments and replies, to issue a procedural schedule governing the course of the proceeding.

The proposed procedural schedule is in line with those in prior major merger proceedings, and it provides ample time for interested parties to comment and for the Board to complete its review within the statutory deadlines set by 49 U.S.C. § 11325(b).

Respectfully submitted,

/s/ Raymond A. Atkins
RAYMOND A. ATKINS
CARRIE C. MAHAN
Sidley Austin LLP
1501 K Street, NW
Washington, DC 20005
(202) 736-8000

JASON M. MORRIS
JOSEPH H. CARPENTER IV
THOMAS E. ZOELLER
HANNA M. CHOUEST
Norfolk Southern Railway Company
650 W. Peachtree Street NW
Atlanta, GA 30308

*Attorneys for Norfolk Southern Corporation
and Norfolk Southern Railway Company*

/s/ Michael L. Rosenthal
MICHAEL L. ROSENTHAL
DEREK LUDWIN
JAMES J. O'CONNELL
PEGAH NABILI
Covington & Burling LLP
One CityCenter
850 Tenth Street, NW
Washington, D.C. 20001
(202) 662-6000

CHRISTINA B. CONLIN
JAMES B. BOLES
TONYA W. CONLEY
TANYA L. SPRATT
Union Pacific Railroad Company
1400 Douglas Street
Omaha, NE 68179

*Attorneys for Union Pacific Corporation
and Union Pacific Railroad Company*

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¹ As set forth in Applicants' Notice of Intent (UP-1/NS-1), "Applicants" are Union Pacific Corporation ("UPC") and Union Pacific Railroad Company ("UP") (collectively, "Union Pacific") and Norfolk Southern Corporation ("NSC") and Norfolk Southern Railway Company ("NS") (collectively, "Norfolk Southern").

APPENDIX A

PROPOSED PROCEDURAL SCHEDULE

F ²	Primary application and any related applications filed.
F+30	Board notice of acceptance of primary application and related application published in the Federal Register; Board designation of Administrative Law Judge to handle discovery matters.
F+45	Notices of intent to participate due.
F+60	Proposed Safety Integration Plan to be filed with the Office of Environmental Analysis and the Federal Railroad Administration.
F+75	Description of anticipated inconsistent and responsive applications due. Petitions for waiver or clarification with respect to such applications due.
F+115	Responsive environmental information and environmental verified statements for responsive, including inconsistent, applicants due.
F+120	Comments (including from the U.S. Department of Justice (“DOJ”) and U.S. Department of Transportation (“DOT”), if any), protests, requests for conditions, and any other evidence and argument in opposition to the primary application or any related applications due. Responsive, including inconsistent, applications due.
F+150	Notice of acceptance of responsive, including inconsistent, applications, if any, published in the Federal Register.
F+210	Responses to comments, protests, requests for conditions, and other opposition due, including to DOJ and DOT filings. Rebuttal in support of the primary application and any related application(s) due. Responses to responsive, including inconsistent, applications due.
F+240	Rebuttals in support of responsive, including inconsistent, applications due.
F+270	Final briefs due.
F+300	Public hearing (if necessary). (Close of the record.)
F+390	Service date of final decision. (90 days after close of the record)
F+420	Effective date of final decision

² The term “F” designates the date of filing of the application and “F + n” means “n” days following that date.