

By the Board, Chairman Morgan, Vice Chairman Simmons, and Commissioner Owen.

Vernon A. Williams,  
Secretary.

[FR Doc. 96-29438 Filed 11-14-96; 8:45 am]  
BILLING CODE 4915-00-P

**[STB Finance Docket No. 33220]**

**CSX Corporation and CSX Transportation, Inc.; Control and Merger; Conrail Inc. and Consolidated Rail Corporation**

**AGENCY:** Surface Transportation Board.

**ACTION:** Decision No. 2; Notice of prefiling notification.

**SUMMARY:** Pursuant to 49 CFR 1180.4(b), CSX Corporation (CSXC), CSX Transportation, Inc. (CSXT), Conrail Inc. (CRI), and Consolidated Rail Corporation (CRC)<sup>1</sup> have notified the Surface Transportation Board (Board) of their intent to file an application seeking authority under 49 U.S.C. 11323-25 for: (1) The acquisition of control of CRI by Green Acquisition Corp. (Acquisition), a wholly owned subsidiary of CSXC; (2) the merger of CRI into Acquisition; and (3) the resulting common control of CSXT and CRI by CSXC. The Board finds this to be a major transaction as defined in 49 CFR part 1180.

**DATES:** Applicants intend to file their application on or before March 1, 1997.

**ADDRESSES:** An original and 25 copies of all documents must refer to STB Finance Docket No. 33220 and must be sent to the Office of the Secretary, Case Control Branch, ATTN: STB Finance Docket No. 33220, Surface Transportation Board, 1201 Constitution Avenue, N.W., Washington, DC 20423.<sup>2</sup> In addition, one copy of all documents in this proceeding must be sent to each of the applicants' representatives: (1)

<sup>1</sup> CSXC and CSXT are referred to collectively as CSX. CRI and CRC are referred to collectively as Conrail. CSX and Conrail are referred to collectively as Applicants.

<sup>2</sup> In addition to submitting an original and 25 copies of all documents filed with the Board, the parties are encouraged to submit all pleadings and attachments as computer data contained on a 3.5-inch floppy diskette which is formatted for WordPerfect 5.1 (or formatted so that it can be converted into WordPerfect 5.1) and is clearly labeled with the identification acronym and number of the pleading contained on the diskette [49 CFR 1180.4(2)]. The computer data contained on the computer diskettes submitted will be subject to the protective order entered in Decision No. 1, served on October 25, 1996, in this proceeding, and is for the exclusive use of Board employees reviewing substantive matters in this proceeding. The flexibility provided by such computer file data will facilitate expedited review by the Board and its staff.

Dennis G. Lyons, Esq., Arnold & Porter, 555 12th Street, N.W., Washington, DC 20004-1202; and (2) Paul A. Cunningham, Esq., Harkins Cunningham, Suite 600, 1300 Nineteenth Street, N.W., Washington, DC 20036.

**FOR FURTHER INFORMATION CONTACT:** Julia M. Farr, (202) 927-5352. [TDD for the hearing impaired: (202) 927-5721.]

**SUPPLEMENTARY INFORMATION:** In the notice of intent filed October 18, 1996, applicants state that under an Agreement and Plan of Merger dated October 14, 1996, CSXC, Acquisition, and CRI have agreed that Acquisition will acquire all of the common stock of CRI. Acquisition plans first to acquire, in one or more tender offers, up to 40% of the stock of CRI for cash and place that stock in a voting trust pending review of the merger by the Board.<sup>3</sup> Upon the satisfaction of certain conditions, including approval of the merger by the Board, CRI would be merged into Acquisition. The operations of the CSXT and CRC railroads would then be consolidated.

Applicants state that they will use the year 1995 for purposes of their impact analyses to be filed in the application, and that they anticipate filing their application on or before March 1, 1997.

The Board finds that this is a major transaction, as defined at 49 CFR 1180.2(a), as it is a control and merger transaction involving two or more Class I railroads. The application must conform to the regulations set forth at 49 CFR part 1180 and must contain all information required therein for major transactions, except as modified by any advance waiver.<sup>4</sup> The carriers are also required to submit maps with overlays that show the existing routes of both carriers and their competitors.

By petition also filed October 18, 1996 (CSX/CR-2), applicants requested a

<sup>3</sup> Applicants filed a copy of the proposed voting trust agreement on October 23, 1996, as amended on November 1, 1996, to be entered into by and between CSXC, Acquisition, and an institutional trustee. Applicants state that they believe that Acquisition's planned purchase of CRI's voting stock will not give CSXC and its affiliates the power to exercise control of CRI and its affiliates.

Applicants, however, requested that Board staff issue an informal, non-binding opinion stating whether the voting trust agreement and the arrangements described therein would effectively insulate CSXC and its affiliates from any violation of Subtitle IV of Title 49 of the United States Code and Board policy against unauthorized acquisition of control of CRI's carrier subsidiaries. An informal opinion letter was issued on November 1, 1996.

<sup>4</sup> The ICC Termination Act of 1995, Pub.L. No. 104-88, 109 Stat. 803, requires that we consider the effect of the proposed transaction "on competition among rail carriers in the affected region or in the national rail system." 49 U.S.C. 11324(b)(5). Applicants are reminded to include analysis on both of these criteria in their competitive analyses.

protective order to protect confidential, highly confidential, and proprietary information, including contract terms, shipper-specific traffic data, and other traffic data to be submitted in connection with the control application. By decision served October 25, 1996 (Decision No. 1), applicants' petition for a protective order was granted.

Also on October 18, 1996, applicants filed a petition to establish a procedural schedule (CSX/CR-3), and to request a waiver under 49 CFR 1152.24(e)(5) to permit modifications of the procedures and timetables prescribed in 49 CFR 1152.25(d) (6) and (7) so that the filing of any opposition evidence, comments, rebuttal and briefing in any merger-related abandonments filed with the primary application would be due in accordance with the procedural schedule subsequently adopted in this proposed merger proceeding.<sup>5</sup> We will address these matters in a separate decision.

Applicants also request that, in keeping with recent merger proceedings, the Board initially turn all discovery matters (excluding the procedural schedule) over to an Administrative Law Judge (ALJ) to be designated, and direct that parties wishing to engage in discovery consult with the ALJ. The process of assigning an ALJ to this proceeding is underway, and we will leave all discovery matters, including the adoption of any guidelines governing discovery initially, to the discretion of the ALJ. A decision naming the ALJ will be issued as soon as possible.

This action will not significantly affect either the quality of the human environment or the conservation of energy resources.

Decided: November 8, 1996.

By the Board, Chairman Morgan, Vice Chairman Simmons, and Commissioner Owen.

Vernon A. Williams,  
Secretary.

[FR Doc. 96-29384 Filed 11-14-96; 8:45 am]  
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**DEPARTMENT OF THE TREASURY**

**Submission to OMB for Review;  
Comment Request**

November 4, 1996.

The Department of Treasury has submitted the following public information collection requirement(s) to

<sup>5</sup> Applicants indicate that they intend to file shortly a petition for waiver or clarification of Railroad Consolidation Procedures, and related relief.

OMB for review and clearance under the Paperwork Reduction Act of 1995, Public Law 104-13. Copies of the submission(s) may be obtained by calling the Treasury Bureau Clearance Officer listed. Comments regarding this information collection should be addressed to the OMB reviewer listed and to the Treasury Department Clearance Officer, Department of the Treasury, Room 2110, 1425 New York Avenue, NW., Washington, DC 20220.

#### Internal Revenue Service (IRS)

*OMB Number:* 1545-1487.

*Regulation Project Number:* Reg-209827-96 (formerly INTL-20-96 TEMP/NPRM amending INTL-704-87 Final).

*Type of Review:* Extension.

*Title:* Treatment of Section 355 Distributions by U.S. Corporations to Foreign Persons.

*Description:* The regulations require additional reporting of domestic corporate taxpayers to secure nonrecognition treatment under section 367(e)(1) on distributions of stock or securities under section 355 to foreign persons.

*Respondents:* Business or other for-profit.

*Estimated Number of Respondents:* 462.

*Estimated Burden Hours Per Respondent:* 4 hours, 6 minutes.

*Frequency of Response:* Annually, Other.

*Estimated Total Reporting Burden:* 2,124 hours.

*Clearance Officer:* Garrick Shear, (202) 622-3869, Internal Revenue Service, Room 5571, 1111 Constitution Avenue, N.W., Washington, DC 20224.

*OMB Reviewer:* Alexander T. Hunt, (202) 395-7340, Office of Management and Budget, Room 10226, New Executive Office Building, Washington, DC 20503.

Lois K. Holland,

*Departmental Reports, Management Officer.*  
[FR Doc. 96-29324 Filed 11-4-96; 8:45 am]

**BILLING CODE:** 4830-01-P

#### Submission for OMB Review; Comment Request

November 5, 1995.

The Department of Treasury has submitted the following public information collection requirement(s) to OMB for review and clearance under the Paperwork Reduction Act of 1995, Public Law 104-13. Copies of the submission(s) may be obtained by calling the Treasury Bureau Clearance Officer listed. Comments regarding this information collection should be

addressed to the OMB reviewer listed and to the Treasury Department Clearance Officer, Department of the Treasury, Room 2110, 1425 New York Avenue, NW., Washington, DC 20220.

#### Financial Management Service (FMS)

*OMB Number:* 1510-0056.

*Form Number:* SF 3881.

*Type of Review:* Extension.

*Title:* ACH Vendor/Miscellaneous Payment Enrollment Form.

*Description:* Payment data will be collected from vendors doing business with the Federal government. Treasury/FMS will use the information to electronically transmit payments to vendors' financial institutions. The affected public includes (but is not limited to) businesses, State/Local governments, corporations, educational institutions and other organizations.

*Respondents:* Business or other for-profit, not-for-profit institutions, State, Local or Tribal Government.

*Estimated Number of Respondents:* 200,000.

*Estimated Burden Hours Per Response:* 15 minutes.

*Frequency of Response:* On occasion.

*Estimated Total Reporting Burden:* 50,000 hours.

*Clearance Officer:* Jacqueline R. Perry (301) 344-8577, Financial Management Service, 3361-L 75th Avenue, Landover, MD 20785.

*OMB Reviewer:* Alexander T. Hunt (202) 395-7860, Office of Management and Budget, Room 10202, New Executive Office Building, Washington, DC 20503.

Lois K. Holland,

*Departmental Reports Management Officer.*  
[FR Doc. 96-29325 Filed 11-14-96; 8:45 am]

**BILLING CODE:** 4810-35-P

#### Submission for OMB Review; Comment Request

November 8, 1996.

The Department of Treasury has submitted the following public information collection requirement(s) to OMB for review and clearance under the Paperwork Reduction Act of 1995, Public Law 104-13. Copies of the submission(s) may be obtained by calling the Treasury Bureau Clearance Officer listed. Comments regarding this information collection should be addressed to the OMB reviewer listed and to the Treasury Department Clearance Officer, Department of the Treasury, Room 2110, 1425 New York Avenue, NW., Washington, DC 20220.

Bureau of Alcohol, Tobacco and Firearms (BATF)

*OMB Number:* 1512-0513.

*Form Number:* ATF REC 5100/2.

*Type of Review:* Extension.

*Title:* Grape Variety Names, Varietal (Grape-Type Labeling) and Approval of New Grape Variety Names.

*Description:* The type of grape wine may be described in labeling and advertising by using the variety name of the grape from which the wine is made. Grape variety names have been listed in regulations to assure accuracy. This collection provides ATF with information about new grape varieties in use.

*Respondents:* Business or other for-profit.

*Estimated Number of Recordkeepers:* 5.

*Estimated Burden Hours Per Recordkeeper:* 2 hours.

*Frequency of Response:* On occasion.

*Estimated Total Recordkeeping Burden:* 10 hours.

*Clearance Officer:* Robert N. Hogarth, (202) 927-8930, Bureau of Alcohol, Tobacco and Firearms, Room 3200, 650 Massachusetts Avenue, N.W., Washington, DC 20226.

*OMB Reviewer:* Alexander T. Hunt, (202) 395-7860, Office of Management and Budget, Room 10202, New Executive Office Building, Washington, DC 20503.

Lois K. Holland,

*Departmental Reports, Management Officer.*  
[FR Doc. 96-29326 Filed 11-14-96; 8:45 am]

**BILLING CODE** 4810-31-P

#### Submission to OMB for Review; Comment Request

November 8, 1996.

The Department of the Treasury has submitted the following public information collection requirement(s) to OMB for review and clearance under the Paperwork Reduction Act of 1995, Public Law 104-13. Copies of the submission(s) may be obtained by calling the Treasury Bureau Clearance Officer listed. Comments regarding this information collection should be addressed to the OMB reviewer listed and to the Treasury Department Clearance Officer, Department of the Treasury, Room 2110, 1425 New York Avenue, NW., Washington, DC 20220.

#### Internal Revenue Service (IRS)

*OMB Number:* 1545-0941.

*Form Number:* IRS Form 8308.

*Type of Review:* Extension.

*Title:* Report of a Sale or Exchange of Certain Partnership Interests.

*Description:* Form 8308 is an information return that gives the IRS the names of the parties involved in a section 751(a) exchange of a partnership