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BEFORE THE
SURFACE TRANSPORTATION BOARD

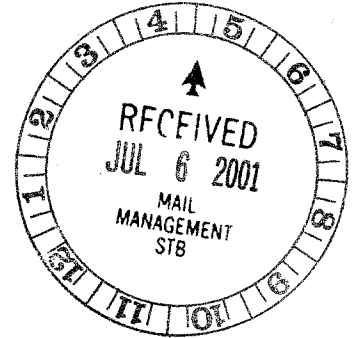
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Office of the Secretary

JUL - 9 2001

Part of
Public Record

Finance Docket No. 34000

*Canadian National Ry. Co. et al. — Control —
Wisconsin Central Transportation Corp. et al.*



NOTICE OF INTENT TO PARTICIPATE
on behalf of
UNITED STATES STEEL LLC

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Attorneys for United States Steel LLC

Dated: July 6, 2001

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SURFACE TRANSPORTATION BOARD

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*Canadian National Ry. Co. et al. — Control —
Wisconsin Central Transportation Corp. et al.*

NOTICE OF INTENT TO PARTICIPATE
on behalf of
UNITED STATES STEEL LLC

Pursuant to the Board's Decision No. 2 in the above proceeding (served May 9, 2001), this will serve to notify the Board of the intention of United States Steel LLC ("U.S. Steel") to participate as a party of record. Although Decision No. 2 required persons interested in participating in this proceeding to file a notice of intent to participate with the Board by May 25, 2001, U.S. Steel has not previously indicated its intention to participate. However, for reasons set out below and in the accompanying motion for leave to file this notice, it is now necessary for U. S. Steel to participate in this proceeding as a party.

IDENTITY AND INTEREST OF U.S. STEEL

U. S. Steel is the largest domestic integrated producer of iron and steel products.¹ Its major steel or steel-related facilities are located at Gary, IN; Braddock, PA;

¹ U. S. Steel was formerly a division of USX Corporation. USX recently completed a reorganization into a holding company. In this transaction USX created a new wholly owned subsidiary named USX HoldCo Inc. USX HoldCo Inc. in turn formed a new wholly owned subsidiary named United States Steel LLC. Effective July 2, 2001, USX Corporation was merged into United States Steel LLC. In this merger, United States Steel LLC was the

Dravosburg, PA, Clairton, PA, Fairfield, AL and Mt. Iron, MN. Until December 1988, U. S. Steel owned the current subsidiaries of Great Lakes Transportation LLC ("GLT"), *i.e.* Duluth, Missabe & Iron Range Railway ("DM&IR"), USS Great Lakes Fleet, Inc. ("Fleet"), Bessemer and Lake Erie Railroad ("B&LE") and Pittsburgh & Conneaut Dock Company ("P&C Dock). In December of 1988, U. S. Steel sold a majority interest in the GLT subsidiaries and in other of its subsidiary transportation companies. See *Blackstone Capital Partners L.P., Blackstone Transportation Partners L.P. and USX Corporation - Exemption From 49 USC 10746, 11321 and 11343*, Finance Docket No. 31363, Decision, dated December 19, 1988. On March 23, 2001, U. S. Steel re-acquired ownership of all its former transportation subsidiaries, except the DM&IR, Fleet, B&LE and P&C Dock, which became wholly-owned subsidiaries of GLT at that time. See *USX Corporation--Control Exemption--Transtar, Inc.* Finance Docket 33942, Decision dated November 30, 2000, 65 FR 71356-02. As a result, U. S. Steel currently has no affiliation with GLT or any of its subsidiaries.

U. S. Steel's domestic production capacity is approximately 12 million tons of steel per year, and in 2000 domestic steel shipments totaled 10.4 million tons. Since each ton of finished steel requires approximately three tons of raw materials, U. S. Steel's dependence on the transportation industry, especially rail and water carriers, is vital to its continued ability to remain in business. The movement of raw materials and finished

survivor. In addition, USX HoldCo Inc. changed its name to USX Corporation. As a result of this reorganization the domestic steel business formerly conducted as an unincorporated division of USX, is now conducted by United States Steel LLC as a wholly owned subsidiary of the new holding company.

products in large volumes over great distances mandates the use of railroads and water carriers as a primary transportation sources.

BACKGROUND

An application was filed on April 9 in this proceeding seeking approval by the Board under the provisions of 49 U.S.C.A. § 11323 - § 11325 of the acquisition of control by the CN² of WC. On June 25, 2001, Comments were filed on behalf of Great Lakes Transportation LLC ("GLT") submitting a so-called "settlement agreement" between the Applicants and GLT. In those Comments, GLT requested that the "settlement agreement" should be imposed as a condition under 49 U.S.C.A. § 11324(c).

The terms of that "settlement agreement," as disclosed in Attachments B and C to GLT's June 25 Comments, are a matter of significant concern to U.S. Steel. U.S. Steel intends to participate in this proceeding by addressing the competitive and other issues raised by this so-called "settlement agreement" in reply comments on the scheduled date of July 25, 2001 as established by Decision No. 2.

² Unless the context indicates otherwise, all abbreviations are the same as those set out in pages vii to xi of the application.

CONCLUSION

For all of the above reasons, please place the following representative of U.S. Steel on the official service list of this proceeding:

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Respectfully submitted,



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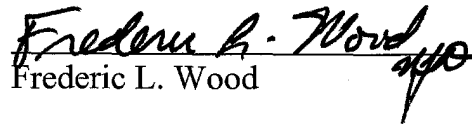
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Attorneys for United States Steel LLC

Dated: July 6, 2001

CERTIFICATE OF SERVICE

I hereby certify that I have on this 6th day of July, 2001, served a copy of the foregoing NOTICE OF INTENT TO PARTICIPATE on behalf of UNITED STATES STEEL LLC by hand delivery on counsel for Applicant Canadian National Railroad and on counsel for Great Lakes Transportation LLC; via express mail on counsel for Applicant Wisconsin Central Transportation Company; and on the Secretary of the United States Department of Transportation, the Attorney General of the United States and all other parties of record, by first class mail, postage pre-paid, in accordance with the Rules of Practice.


Frederic L. Wood