

BEFORE THE
INTERSTATE COMMERCE COMMISSION

Finance Docket Nos. 22688, et al.

CHICAGO AND NORTH WESTERN RAILWAY COMPANY
--CONTROL--
CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD
COMPANY, ET AL.

REPLY TO EXCEPTIONS OF INTERVENOR
CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

Warren H. Ploeger
609 White Building
Seattle, Washington 98101

Raymond K. Merrill
Robert F. Munsell
516 West Jackson Boulevard
Chicago, Illinois 60606

Attorneys for Chicago, Milwaukee,
St. Paul and Pacific Railroad
Company

DUE DATE: October 19, 1973

BEFORE THE
INTERSTATE COMMERCE COMMISSION

Finance Docket Nos. 22688, et al.

CHICAGO AND NORTH WESTERN RAILWAY COMPANY
--CONTROL--
CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD
COMPANY, ET AL.

REPLY TO EXCEPTIONS OF INTERVENOR
CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY

The Chicago, Milwaukee, St. Paul and Pacific Railroad Company, hereinafter sometimes called "Milwaukee," Intervenor in the above proceeding, files this reply to exceptions in the above proceeding.¹

¹Embraces: Chicago & North Western Railway Company-Control-Chicago, Rock Island & Pacific Railroad Company, F.D. No. 22688; Chicago & North Western Railway Company-Issuance of Securities, F.D. No. 22689; Union Pacific Railroad Company-Control-Chicago, Rock Island & Pacific Railroad Company, F.D. No. 23285; Union Pacific Railroad Company and Chicago, Rock Island & Pacific Railroad Company, Merger, F.D. No. 23286; Union Pacific Railroad Company-Issuance of Securities, F.D. No. 23287; Southern Pacific Company-Purchase (Portion)-Chicago, Rock Island & Pacific Railroad Company, F.D. No. 23595; Southern Pacific Company-Assumption of Obligations, F.D. No. 23596; Atchison, Topeka & Santa Fe Railway Company-Purchase, Etc.-Chicago, Rock Island

I.
STATEMENT OF POSITION

Administrative Law Judge Nathan Klitenic served the final volume of his Recommended Report and Order dated February 9, 1973, in this proceeding. The Judge's report and order recommended the merger of Rock Island into the Union Pacific with sale of the South half of the Rock Island to Southern Pacific and subject to condition which would bring about a structure of four strong railroad systems in the Western region.

Previously, on April 6, 1970, the Milwaukee had filed a petition in this proceeding seeking inclusion in either the Union Pacific or Southern Pacific. We sought expedited hearings on that matter, but when the Commission reopened the proceedings, the order indicated

& Pacific Railroad Company (Portion), F.D. No. 23919; Atchison, Topeka & Santa Fe Railway Company-Assumption of Obligations, F.D. No. 23920; Southern Pacific Transport Company-Purchase (Portion) Rock Island Motor Transit Company, Docket No. MC-F-9222; Union Pacific Railroad Company-Construction, F.D. No. 24128; Union Pacific Railroad Company and Chicago, Rock Island & Pacific Railroad Company--Abandonment, F.D. No. 24129; Atchison, Topeka & Santa Fe Railway Company-Common Use of Terminal Facilities-St. Louis-San Francisco Railway Company, F.D. No. 24154; The Santa Fe Trail Transportation Company (Wichita, Kansas)-Purchase (Portion)--The Rock Island Motor Transit Company (Des Moines, Iowa), Docket No. MC-F-9668.

that no hearings would be held until after the Judge's report and order was issued.

Although the Judge could not dispose of the Milwaukee's pending petition for inclusion, we strongly agree with his findings regarding the Milwaukee, particularly the finding at page 1319 of the report:

"However, at this time it is proper and appropriate to make the finding that the evidence adduced establishes that the Milwaukee would suffer such a serious impact as a result of the approved acquisitions of portions of the Rock Island by Union Pacific, Southern Pacific and Santa Fe as to require the inclusion of the Milwaukee into one of the surviving rail systems."

This finding coupled with other findings in the report concerning Milwaukee's financial condition, traffic studies, revenue losses and impairment of service recognizes the absolute need of a merger of the Milwaukee into a healthy, strong railroad system. Accordingly, Milwaukee has not filed exceptions to the recommended report, but in consonance therewith, on March 9, 1973, it filed a petition for inclusion into the Burlington Northern system under the protective conditions imposed by the Commission in that proceeding.

The Burlington Northern has expressed interest and the two companies are now progressing joint studies

which we are hopeful will lead to agreement upon terms and the presentation of a case to the Commission in support of such inclusion.

The railroads of the West must recognize that Rock Island is an important part of our industry and cannot be allowed to become a derelict. It must also be recognized that not everything can be accomplished in one proceeding. We are willing to face the problem by first attempting through our own efforts to find a realignment for the Milwaukee.

Further, to break the log jam in implementing an absolutely necessary rationalization of the nation's rail system, the Milwaukee supports a Union Pacific-Rock Island merger as proposed with the sale of the South half to the Southern Pacific subject to standard traffic conditions and the following minimal but important specific conditions:

1. That Milwaukee's petition for inclusion with Union Pacific and/or Southern Pacific remain pending in this proceeding.

2. That Union Pacific and Southern Pacific not oppose Milwaukee's inclusion in Burlington Northern nor seek delay thereof or any conditions which would nullify or reduce the benefits of such inclusion.
3. That if Milwaukee's request for inclusion with Burlington Northern is abandoned, Union Pacific and Southern Pacific be required, upon request of Milwaukee to cooperate with and provide all necessary information, statistics, documents and make personnel available to enable Milwaukee to complete all necessary studies in support of its inclusion in these proceedings, and to negotiate in good faith with Milwaukee for the terms and conditions for inclusion and failing to reach agreement request the Commission to fix such terms and conditions for inclusion, and that appropriate jurisdiction should be retained by the Commission.

II.

REPLY AND ARGUMENT

The Union Pacific in its exceptions attacks all of the traffic studies of the intervenors, including the Milwaukee's, and asks that the Administrative Law Judge's findings be reversed and that some findings be made concerning the validity of Applicant Union Pacific and Rock Island traffic studies. Most astoundingly, it requests findings of fact in regard to Milwaukee's threatened traffic losses that they not be considered until the further hearings on inclusion. We request

that the findings of the Administrative Law Judge regarding Applicants' traffic study be affirmed at this time based on the record made at the hearings already held in these proceedings.

1. The Estimates Of Traffic Diversions Made By The Milwaukee And The Findings Of The Examiner In Regard Thereto Should Be Affirmed By This Commission.

The Milwaukee presented in these proceedings detailed traffic diversion studies representing the losses which an independent Milwaukee would expect to incur as a result of a Union Pacific-Rock Island merger (Exhibit No. 660). In our brief we described how the Milwaukee's traffic study was constructed and the estimates arrived at (pp. 95-98). In our reply brief we again set forth in detail the methods used for our traffic study (pp. 52-62) and we specifically answered the criticisms of the Union Pacific in our reply brief (pp. 64-110). We went to great lengths to do so as we felt that applicants had utilized quotations from the record out of context, erroneous transcript references, and statements completely unsupported by anything in the record. (Milw. Reply Brief, pp. 65-110).

The Administrative Law Judge considered

applicants' criticism of our study and our detailed reply in a lengthy discussion in his report on pp. 1064-1073. As an example of some of the findings made by the Administrative Law Judge, we cite the following:

"Applicants refer the Commission to a block of about 1,300 pages of transcript of testimony, between pages 34379 - 35651. The Milwaukee in its reply sets out in detail its recitation of such evidence, and which the examiner finds to be correct in essential detail, in contravention of applicants' charges." (Rep., pp. 1067-1068)

"A close examination of the record as cited in the briefs by both the applicants and the Milwaukee reveals clearly that applicants' criticisms of the Milwaukee's application of "speed and single-line service" criteria can be afforded no weight, and that Milwaukee is correct in its reply to those criticisms." (Rep., pp. 1068-1069)

"Milwaukee claims that an estimate of diversion was appropriate for this traffic because of the described outbound transit provisions. Milwaukee's reply to applicants' arguments is correct." (Rep., p. 1071)

"Milwaukee replies to this criticism by saying that the only one who believed that transit was involved was the cross-examiner: The witness flatly denied that transit privileges applied to the shipment of cans. Milwaukee's replies to this and a similar movement cited by applicants are well taken. Applicants' criticisms of Milwaukee without foundation." (Rep., p. 1071)

"Milwaukee's reply, quoting applicants' transcript citations, accurately points out that the Milwaukee evaluator was thoroughly cognizant of the car supply factors to the

extent necessary for grouping the movements for analysis." (Rep., p. 1072)

"Milwaukee refers to applicants' citation (transcript p. 35132), and points out that the cars involved in the transcript reference were not mechanical refrigerators, and that the cross-examiner had merely assumed that they were such cars. Milwaukee's reply is correct." (Rep., p. 1072)

These are a sample of the findings regarding applicants' criticism of the Milwaukee study. The Applicant Union Pacific again raises these same criticisms of our study using the same erroneous transcript references (U. P. Excep., pp. 88-89). We will not dignify applicants' exceptions concerning our traffic study by making any detailed reply in this proceeding as we have previously gone through this laborious task in our reply brief.

There is nothing in applicants' exceptions which should result in any change in the Judge's findings respecting Milwaukee's estimated traffic losses. The conclusionary finding of the Judge was as follows:

"Milwaukee's estimate of losses under the Union Pacific-Rock Island merger, with or without sale to Southern Pacific, is found to be reasonable and acceptable as a maximum limit of such losses." (Rep., p. 1236)

"It has been found that the Milwaukee estimate of \$6.5 million gross revenue loss as a result of the Union Pacific

merger of the northern Rock Island line is reasonable and acceptable." (Rep., p. 1275)

These findings must be affirmed as certainly nothing has been offered by way of exceptions which would require the change in any one of the Judge's findings of fact regarding the Milwaukee's traffic study or the conclusions reached therefrom.

2. Applicants' Requested Finding That The Commission Postpone Any Findings On Milwaukee's Traffic Study Until After Hearings On The Petition For Inclusion Is Without Merit And Should Be Rejected.

We frankly are at a loss to understand the Union Pacific's request in this regard. The Milwaukee submitted a traffic study estimating its losses as an independent carrier as a result of a Union Pacific-Rock Island merger. Certainly the Commission at this time must make findings on that basis and evaluate the impact on the Milwaukee of such a merger. That is one of the issues in this proceeding.

Findings on this record can be made as to the extent of Milwaukee's traffic losses. Indeed the necessary findings have been made and as we have previously asserted, they should be affirmed. We also submitted details concerning the service curtailments and eliminations

which would most likely result by reason of these losses

(Ex. No. 691, p. 7-8). In response to this evidence

the Judge made appropriate findings:

"By reason of the adverse impacts, financially and servicewise, upon the Milwaukee and coupled with service at important points in common with the proposed merged lines of the Rock Island, the unified operations of the Union Pacific will make additional inroads upon the traffic and revenues of the Milwaukee in its interline forwarded, interline received and local traffic. One could not meet a challenge to come up with a reasonably precise estimate of such additional losses, but such is entirely beside the point. The additional losses are almost certain to occur under the circumstances described, and, in whatever amount they may be, when thrown upon such losses already proved likely to occur, the Milwaukee faces a burden it cannot carry and at the same time retain its present position in the nation's system of railroads." (Rep., p. 1275)

Because we have filed a petition for inclusion should not require postponement of all findings concerning the Milwaukee. The necessary findings regarding Milwaukee's traffic losses and impact upon an independent Milwaukee are necessary to any disposition of this case and that can be made now and affirmed by this Commission. This Commission can and should affirm the finding of the Judge which requires inclusion of the Milwaukee into some financially strong system if there is to be a Union Pacific-Rock Island merger. Such finding was made

by the Judge at p. 1319 of his report and order in the following language:

"However, at this time it is proper and appropriate to make the finding that the evidence adduced establishes that the Milwaukee would suffer such a serious impact as a result of the approved acquisitions of portions of the Rock Island and Santa Fe as to require the inclusion of the Milwaukee into one of the surviving rail systems." (Rep., p. 1319)

Based on this conclusionary finding the Commission can then consider our petition for inclusion first in the Burlington Northern case and if no inclusion is forthcoming as a result of that proceeding, then consider our petition in this proceeding. We agree with Applicant Union Pacific in its contentions regarding inclusion of other carriers that no inclusion can be required without a petition for inclusion and that a finding of consistency with the public interest requires hearings on such a petition. The issues in such a proceeding would not, of course, include the losses of traffic to be suffered by the carrier nor the impact of merger on such carrier when such issues have already been determined. The issues involved in the future hearing to be heard on petition for inclusion would be the benefits that such inclusion could be expected to bring, the adverse impact on other carriers that the inclusion might bring about and the terms and conditions of inclusion including the

method of inclusion, exchange ratios and long-term debt that would result from inclusion.

We not only recognize that further hearings may become necessary on our petition for inclusion, but, in anticipation thereof, request that the Commission in any order approving a Union Pacific-Rock Island merger include as a condition the requirement that Union Pacific and Southern Pacific agree to provide the Milwaukee with all necessary information and cooperation to make the required studies in support of its petition for inclusion and that the parties be required to negotiate terms for inclusion.

3. The Rejection Of Applicants'
Traffic Studies Union Pacific
And Rock Island Was Proper.

The Union Pacific seeks approval and acceptance of its traffic study and a reversal of the Judge's findings rejecting it. Union Pacific in its specifically numbered exceptions does not take issue with the findings concerning its traffic study. Instead, it surfaces only in Appendix A wherein the traffic study is sought to be included in the economic results of merger (U.P. Excep., pp. 23-28). The brief in support of Union Pacific's exceptions contains a short discussion of applicants'

traffic studies (U.P. Brief on Excep., pp. 88-91).

Union Pacific's own argument destroys the validity of its traffic study. Savings of only \$48,000,000 over a five-year period are alleged to result with Union Pacific's traffic studies included (U.P. Brief Excep., p. 29). Savings of this scale do not even equal bank interest rates on the money Union Pacific would today invest in Rock Island or be called upon to spend annually for equipment and upgrading of Rock Island (Milw. Brief, pp. 65-67, Table I and II).

As we proved in our Brief, the merger did not make good economic sense without substantial diversions of traffic (Milw. Brief, pp. 58-68). If the Union Pacific is really interested in proving the economic benefits of this merger, they should accept the findings that diversions of traffic would be substantial and would justify the planned expenditure of Union Pacific funds on the purchase and upgrading of Rock Island.

We, together with other intervenors, showed that Union Pacific and Rock Island traffic studies did not merit consideration (Milw. Reply Brief, pp. 33-52). Our contentions along with other carriers were considered by the Administrative Law Judge in his discussions of applicants' traffic study and formed the basis for his

conclusion to reject the studies (Rep., pp. 1224-1225).

The Judge's rejection of the studies was well reasoned and should be affirmed.

4. The Exceptions Of KCS-LA To The Administrative Law Judge's Finding Denying The Proposed Extension Of KCS-LA To Peoria, Pekin And Chicago Are Without Merit.

As affirmative relief the KCS-LA sought as a condition of merger entry to Chicago, Illinois. We as a carrier serving between Chicago and Kansas City opposed this condition. In attempting to show how the Administrative Law Judge erred in his findings the KCS-LA never came to grips with the real reasoning expressed for the denial of the condition. The KCS merely argues the great benefit it would be to them and the shippers they serve to have this new single line service available. This overlooks entirely the valid conclusions reached from the facts found and the reasons advanced for denial of the condition sought.

The findings and underlying factual basis to which the KCS-LA did not take exceptions are as follows:

"The proposed extension of operations from Kansas City to Chicago not only would make KCS a tenant of, but a competitor to Union Pacific. Such extension would put KCS straight through the northern Central States, which as

already discussed at length, are host to the most redundant railroad routes in the Western District. In short, Kansas City Southern here is asking this Commission to permit the KCS system to invade an area where existing rail carriers, namely, North Western, Rock Island and Milwaukee are already struggling to survive and where extension of the Union Pacific through merger with Rock Island will by itself spell out the demise of North Western and Milwaukee as viable operations in such territory. KCS-L&A would find itself competing not only against its 'landlord', Union Pacific, at Chicago, Peoria and Pekin, but also the Burlington Northern, the Santa Fe, the MoPac-C&EI-T&P system, and the newly-formed Illinois Central Gulf Railroad Company." (1301-1302)

The addition of KCS-LA as a carrier in the Midwest, a region already burdened with weak marginal railroads and excess rail capacity, would be the height of folly. The Union Pacific-Rock Island merger itself does nothing to help the declining fortunes of the Midwestern carriers and the condition advanced by KCS-LA would further aggravate the matter.

The Judge further found that the condition sought far outweighed the damage to be suffered.

"In the instant proceeding, KCS would be invading territory not only of the unified carriers but also of intervenors. KCS-L&A anticipated revenues from its affirmative relief, already found to be understated, are also far in excess of its estimated losses to the extent such loss estimates have been found to be acceptable." (1303)

p. 147. The Milwaukee advanced in its previous pleading adequate reasons for denial of the condition the most compelling of which was the fact that existing joint service of Milwaukee-KCS-LA over Kansas City provides a better and more frequent service to the public than that proposed by KCS-LA (Milw. Brief, pp. 126-128).

331 ICC 128 212 the Commission's language at page 283.
A reading
announced
the Milwaukee
slight loss

5. The Condition Which Burlington Northern Seeks To Impose On A Union Pacific-Rock Island Merger To Reach Tukwila-Andover-Kent Industrial Areas Is Not In The Public Interest And Should Be Denied.

The Burlington Northern seeks to impose as a condition to a Union Pacific-Rock Island merger a request for trackage rights to reach the industrial area of Tukwila, Andover, and Kent, south of Seattle. This area is jointly served by the Union Pacific and Milwaukee.

of traffic The Milwaukee, a carrier upon whom the impact of a Union Pacific-Rock Island merger will fall most heavily, should not be required to have its joint industrial areas with Union Pacific opened to the competition of other strong railroad systems, such as the Burlington Northern. The Burlington Northern should not be allowed to profit at the expense of the Milwaukee when a grant of the condition requested would only serve to increase the adverse impact of the merger on the Milwaukee (Milw. 657,

p. 14).

The Burlington Northern seeks to use as a justification for this condition, which would extend Burlington Northern service to the area described, the Commission's second report and order in Great Northern Pacific and Burlington Northern Lines, Inc. Merger, Etc., 331 ICC 228, and the Commission's language at page 283. A reading of the language reveals that the principle announced is not applicable in this case. In that case the Milwaukee's access to Portland would cause only a slight loss of Union Pacific traffic which would not have a deleterious effect upon service to the public nor outweigh the substantial benefit of the condition. In this proceeding there are no great benefits of extending Burlington Northern's service to the area and any diversion of traffic from Milwaukee seriously affects its service rendered to the public.

We would like to point out that a paramount reason for denying the request is that the Milwaukee has a pending petition for inclusion with the Burlington Northern. If Milwaukee is included with Burlington Northern, the latter will derive all the benefits it seeks as a condition in this proceeding by a merger or consolidation with Milwaukee. If for some reason a

Burlington Northern-Milwaukee consolidation does not become a fact, the Burlington Northern could more properly seek this condition when Milwaukee pursues its inclusion with Union Pacific or Southern Pacific.

The imposition of such a condition in this proceeding would not be in the public interest because it would divert traffic from an independent Milwaukee and it would provide no public benefit through improved service.

III.

REQUESTED FINDINGS

The Milwaukee Railroad hereby requests that the Commission affirm the following findings:

"Further, applicants' criticisms of Milwaukee's traffic evaluations and Milwaukee's replies thereto have been discussed at great length and appropriate findings made in section (5) of this part. Milwaukee's estimate of losses under the Union Pacific-Rock Island merger with or without sale to Southern Pacific is found to be reasonable and acceptable as a maximum limit of such losses." (Rep., p. 1236)

"It has been found that the Milwaukee estimate of a \$6.5 million gross revenue loss as a result of the Union Pacific merger of the northern Rock Island line is reasonable and acceptable." (Rep., p. 1275)

"By reason of the adverse impacts, financially and servicewise, upon the

Milwaukee and coupled with service at important points in common with the proposed merged lines of the Rock Island, the unified operations of the Union Pacific will make additional inroads upon the traffic and revenues of the Milwaukee in its interline forwarded, interline received and local traffic. One could not meet a challenge to come up with a reasonably precise estimate of such additional losses, but such is entirely the point. The additional losses are almost certain to occur under the circumstances described, and, in whatever amount they may be, when thrown upon such losses already proved likely to occur, the Milwaukee faces a burden it cannot carry and at the same time retain its present position in the nation's system of railroads." (Rep., p. 1275)

"However, at this time it is proper and appropriate to make the finding that the evidence adduced establishes that the Milwaukee would suffer such a serious impact as a result of the approved acquisitions of portions of the Rock Island by Union Pacific, Southern Pacific and Santa Fe as to require the inclusion of the Milwaukee into one of the surviving rail systems." (Rep., p. 1319)

"KCS-L&A has failed to show that its proposed extended services to Chicago, Peoria, Pekin, Ft. Worth, and Houston through acquisition of the lines described are either necessary or desirable in the public interest." (Rep., p. 1303)

"For the reasons clearly detailed several times earlier, there is no sound basis for concluding that the Burlington Northern would suffer any serious impacts as a result of the described tripartite allocation of the Rock Island." (Rep., p. 1280)

The Milwaukee hereby requests that the following findings be made:

1. That Milwaukee's petition for inclusion with Union Pacific and/or Southern Pacific remain pending in this proceeding.
2. That Union Pacific and Southern Pacific not oppose Milwaukee's inclusion in Burlington Northern nor seek delay thereof or any conditions which would nullify or reduce the benefits of such inclusion.
3. That if Milwaukee's request for inclusion with Burlington Northern is abandoned, Union Pacific and Southern Pacific be required, upon request of Milwaukee to cooperate with and provide all necessary information, statistics, documents and make personnel available to enable Milwaukee to complete all necessary studies in support of its inclusion in these proceedings, and to negotiate in good faith with Milwaukee for the terms and conditions for inclusion and failing to reach agreement request the Commission to fix such terms and conditions for inclusion, and that appropriate jurisdiction should be retained by the Commission.

IV.

CONCLUSION

The Milwaukee supports the merger of Union Pacific-Rock Island, as proposed, with sale of the South half to Southern Pacific, all subject to reasonable conditions. We take this step with full awareness of the economic impact such merger will have on Milwaukee,

but also with recognition that merger into strong, healthy systems is the salvation of Rock Island, and other marginal carriers. The minimal conditions requested in the prayer hereof, are reasonable, and could not conceivably prevent or frustrate the merger.

WHEREFORE, for the reasons contained therein and for the reasons of record, the Milwaukee prays that the findings of the Administrative Law Judge set forth in Section III above, be affirmed and that merger of Union Pacific with Rock Island be approved as proposed by Applicants with sale of the South half to Southern Pacific, subject to the standard traffic conditions for the protection of connecting lines, and the following specific conditions for protection of the Milwaukee:

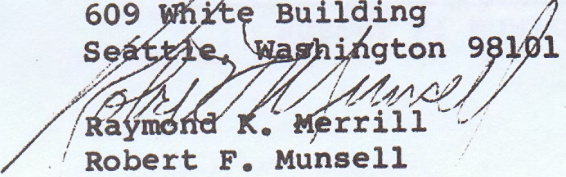
1. That Milwaukee's petition for inclusion with Union Pacific and/or Southern Pacific remain pending in this proceeding.
2. That Union Pacific and Southern Pacific not oppose Milwaukee's inclusion in Burlington Northern nor seek delay thereof or any conditions which would nullify or reduce the benefits of such inclusion.
3. That if Milwaukee's request for inclusion with Burlington Northern is abandoned, Union Pacific and Southern Pacific be required, upon request of Milwaukee to cooperate with and provide all necessary information, statistics, documents and make personnel available to enable

Milwaukee to complete all necessary studies in support of its inclusion in these proceedings, and to negotiate in good faith with Milwaukee for the terms and conditions for inclusion and failing to reach agreement, request the Commission to fix such terms and conditions for inclusion, and that appropriate jurisdiction should be retained by the Commission.

Further, Milwaukee prays that the conditions sought by KCS-LS and Burlington Northern above discussed be denied.

Respectfully submitted,

Warren H. Ploeger
609 White Building
Seattle, Washington 98101


Raymond K. Merrill
Robert F. Munsell
516 West Jackson Boulevard
Chicago, Illinois 60606

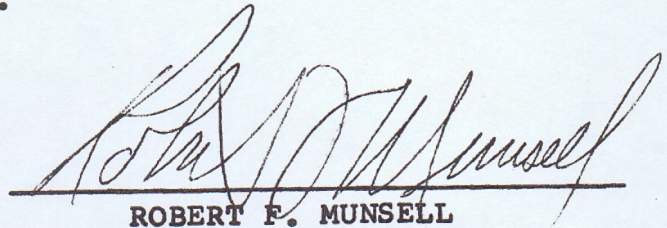
Attorneys for Chicago, Milwaukee,
St. Paul and Pacific Railroad Company

Dated this 18th day of October, 1973.

CERTIFICATE OF SERVICE

I, ROBERT F. MUNSELL, hereby certify that
I have this day served a copy of the foregoing document
upon all parties of record, by mailing a copy thereof,
by first-class mail, postage paid properly addressed to
each such party.

Dated at Chicago, Illinois, this 18th day
of October, 1973.


ROBERT F. MUNSELL