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May 15, 2003

207831



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

Re: Engelhard Corporation -- Petition for Declaratory
Order -- Springfield Terminal Railway Co., Inc. and
Consolidated Rail Corporation

STB Docket No. 42075

UPS NEXT DAY

Dear Secretary Williams:

By letter of May 15, 2003, I submitted for filing the original and ten (10) copies of the Opening Statement of Engelhard Corporation and Verified Statement of Thomas Flaherty filed in the above captioned case. The Verified Statement contained in the "original" was a true and correct photocopy instead of a signed original document. Since the filed copies were identical photocopies taken from the original, all copies submitted are true and correct.

I am enclosing the signed original execution and notarized page for the Verified Statement of Thomas G. Flaherty so that you may retain the "original" signature in your files. If you have any questions, do not hesitate to call.

Very truly yours,

WICK, STREIFF, MEYER,
O'BOYLE & SZELIGO, P.C.

Vincent P. Szeligo
Vincent P. Szeligo

Enclosure

vp88745.wpd

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BEFORE THE
SURFACE TRANSPORTATION BOARD

STB DOCKET No. 42075



ENGELHARD CORPORATION -- PETITION FOR DECLARATORY ORDER --
SPRINGFIELD TERMINAL RAILWAY COMPANY AND CONSOLIDATED RAIL
CORPORATION

VERIFIED STATEMENT OF THOMAS G. FLAHERTY

State of Georgia :
County of Wilkinson :
SS: :

Being duly sworn, Thomas G. Flaherty, deposes and says that he has read this statement and the documents referred to herein, knows the facts asserted are true and that the same are true as stated.

1. My name is Thomas G. Flaherty and I am Manager, Rail Logistics, Engelhard Corporation. My responsibilities include overall management of all matters relating to rail transportation, including management of Engelhard owned railcars and contractual arrangements with rail car lessors.
2. Engelhard is the Plaintiff in a matter pending in the United States District Court for the District of Massachusetts, entitled Engelhard Corporation v. Springfield Terminal Railway Co., Inc. and Consolidated Rail Corporation, Civil Action No. C.A. 01-10829 RGS. I have been involved in this litigation since its inception and am familiar with all pleadings, affidavits, exhibits and factual assertions filed with the Court.

3. I have read Engelhard's Amended Complaint filed with the District Court. I am personally familiar with the facts alleged therein and state that the facts as stated are true. A true and correct copy the Amended Complaint filed in District Court by Engelhard on November 14, 2001 has been previously filed with the STB as Exhibit No. 1 of the Petition for Declaratory Judgment and is incorporated herein by reference and identified as Petitioner Exhibit No. 1.

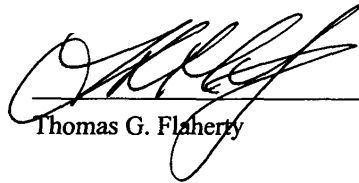
4. Verified factual assertions and exhibits contained in affidavits were also filed with the District Court in connection with motions to dismiss. True and correct copies of the following affidavits of record are attached hereto and identified as follows:

- Affidavit of Patrick Kelly, dated December 21, 2001, filed with the District Court by Engelhard on January 7, 2002 in conjunction with Engelhard's Opposition to Springfield Terminal's Motion to Dismiss Amended Complaint, a true and correct copy of which is attached hereto and identified as Petitioner Exhibit No. 2
- Affidavit of Thomas G. Flaherty, dated January 4, 2002 filed with the District Court by Engelhard on January 7, 2002 in conjunction with Engelhard's Opposition to Springfield Terminal's Motion to Dismiss Amended Complaint, a true and correct copy of which is attached hereto and identified as Petitioner Exhibit No. 3

5. In response to Engelhard's efforts to collect mileage allowances, both Conrail and Springfield Terminal have independently denied responsibility for payment, each asserting that the other railroad was responsible for payment by virtue of an agreement entitled, "Agreement dated as of March 31, 1990 between Consolidated Rail Corporation and the Boston and Maine

Corporation and the Springfield Terminal Railway Company". Assertions relating to this agreement appear through the correspondence and the District Court Pleadings. Engelhard refers to the agreement as the "Haulage Agreement", but Springfield Terminal refers to the document the "Interchange Agreement". Springfield Terminal filed a copy of said agreement with the District Court, which Engelhard now attaches and identified as Petitioner Exhibit No. 4.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief. Executed this 14th day of May, 2003.


Thomas G. Flaherty

