

# SECURITIES AND EXCHANGE COMMISSION

## FORM 35-CERT

Certificate of compliance with terms by public utility company under Rule 24

Filing Date: **1994-05-13**  
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### FILER

#### **NATIONAL FUEL GAS CO**

CIK: **70145** | IRS No.: **131086010** | State of Incorporation: **NJ** | Fiscal Year End: **0930**  
Type: **35-CERT** | Act: **35** | File No.: **070-08297** | Film No.: **94528006**  
SIC: **4924** Natural gas distribution

Business Address  
30 ROCKEFELLER PLZ  
NEW YORK NY 10112  
2125417533

PAGE 1 OF 10  
UNITED STATES OF AMERICA  
Before the  
SECURITIES AND EXCHANGE COMMISSION

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In the Matter of

NATIONAL FUEL GAS COMPANY  
NATIONAL FUEL GAS DISTRIBUTION CORPORATION  
NATIONAL FUEL GAS SUPPLY CORPORATION  
PENN-YORK ENERGY CORPORATION  
SENECA RESOURCES CORPORATION  
EMPIRE EXPLORATION, INC.  
UTILITY CONSTRUCTORS, INC.  
HIGHLAND LAND & MINERALS, INC.  
LEIDY HUB, INC.  
DATA-TRACK ACCOUNT SERVICES, INC.  
NATIONAL FUEL RESOURCES, INC.

FIRST  
CERTIFICATE  
PURSUANT TO  
RULE 24

File No. 70-8297  
(Public Utility Holding Company Act of 1935)

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THIS IS TO CERTIFY, pursuant to Rule 24, that certain transactions proposed by National Fuel Gas Company ("National") and its subsidiaries, National Fuel Gas Distribution Corporation ("Distribution Corporation"), National Fuel Gas Supply Corporation ("Supply Corporation"), Penn-York Energy Corporation ("Penn-York"), Seneca Resources Corporation ("Seneca"), Empire Exploration, Inc. ("Empire"), Utility Constructors, Inc. ("UCI"), Highland Land & Minerals, Inc. ("Highland"), Leidy Hub, Inc. ("Leidy"), Data-Track Account Services, Inc. ("Data-Track") and National Fuel Resources, Inc. ("NFR") in Form U-1, Application-Declaration, File No. 70-8297, as amended, have been carried out in accordance with the terms and conditions, and for the purposes as represented by said Application-Declaration, and the Order of the Securities and Exchange Commission (HCAR No. 35-25964 dated December 29, 1993) with respect thereto, in that, during the quarter ended March 31, 1994:

1. Sales and resales of commercial paper for the quarter are shown on the attached certificates of Merrill Lynch Money Markets, Inc. and Chase Securities, Inc.
2. National increased its outstanding borrowings by issuing and selling short-term notes in the following amounts to Chase Manhattan Bank, N.A., or other banks or financial institutions as listed in the Application-Declaration on the dates and at the rates

indicated below. The proceeds from the sales of these notes were either used by National for its own corporate purposes or transferred by National to the System Money Pool to be utilized by National's subsidiaries. This schedule also reflects renewals at different rates.

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DATE	AMOUNT	RATE
1/3/94	\$11,600,000	3.46%
1/3/94	5,000,000	3.34
1/4/94	5,800,000	3.27
1/10/94	5,100,000	3.15
1/14/94	6,400,000	3.08
1/14/94	10,000,000	3.25
1/18/94	7,500,000	3.30
1/18/94	8,600,000	3.20
1/19/94	2,900,000	3.50
1/20/94	2,600,000	3.15
1/21/94	630,000	3.00
1/21/94	10,000,000	3.28
1/24/94	5,500,000	3.08
1/25/94	7,700,000	3.08
1/25/94	10,000,000	3.18
1/25/94	10,000,000	3.32
1/26/94	6,600,000	3.13
1/27/94	10,700,000	3.12
1/28/94	7,900,000	3.32
1/31/94	7,500,000	3.30
1/31/94	15,000,000	3.27
2/1/94	5,600,000	3.35
2/2/94	5,100,000	3.55
2/4/94	300,000	3.16
2/7/94	6,300,000	3.41
2/17/94	1,900,000	3.41
2/25/94	7,000,000	3.58
2/25/94	7,000,000	3.53
2/25/94	7,000,000	3.53
2/28/94	16,000,000	3.65
2/28/94	15,000,000	3.60
3/1/94	6,000,000	3.59
3/7/94	7,700,000	3.4125
3/8/94	9,200,000	3.35
3/9/94	1,300,000	3.31
3/11/94	1,700,000	3.40
3/14/94	9,600,000	3.43
3/14/94	10,000,000	3.40
3/15/94	8,800,000	3.50

3/15/94	10,000,000	3.50
3/16/94	2,500,000	3.46
3/17/94	4,300,000	3.40
3/18/94	4,100,000	3.34
3/21/94	5,400,000	3.53
3/21/94	3,000,000	3.68
3/21/94	12,000,000	3.70
3/22/94	11,500,000	3.65

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3/23/94	6,600,000	3.62
3/23/94	8,000,000	3.77
3/24/94	1,600,000	3.62
3/25/94	15,000,000	3.79
3/25/94	15,000,000	3.85
3/25/94	4,400,000	3.62
3/28/94	12,800,000	3.82
3/29/94	1,600,000	3.65
3/31/94	8,000,000	3.70
3/31/94	10,400,000	3.77

National's credit facility with Fleet Bank of New York, N.A. was increased from \$20,000,000 to \$35,000,000 on March 30, 1994. Borrowings under such facility will be made in accordance with the Application-Declaration and the Commission's Order.

- Supply Corporation transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

None.

- Supply Corporation borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below.

DATE	AMOUNT	RATE
1/4/94	\$ 200,000	3.465%
1/5/94	200,000	3.468
1/10/94	100,000	3.452
1/11/94	100,000	3.460
1/12/94	400,000	3.462
1/13/94	300,000	3.463

1/14/94	5,200,000	3.415
1/18/94	400,000	3.389
1/20/94	200,000	3.387
1/21/94	700,000	3.369
1/25/94	800,000	3.346
1/31/94	13,300,000	3.327
2/4/94	400,000	3.304
2/7/94	1,200,000	3.309
2/8/94	300,000	3.309
2/9/94	300,000	3.315
2/10/94	100,000	3.315

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2/14/94	600,000	3.417
2/15/94	200,000	3.316
2/16/94	300,000	3.317
2/18/94	300,000	3.318
2/22/94	600,000	3.322
2/23/94	300,000	3.322
2/24/94	100,000	3.330
2/25/94	1,200,000	3.352
2/28/94	800,000	3.389
3/2/94	100,000	3.386
3/7/94	100,000	3.399
3/8/94	500,000	3.395
3/10/94	300,000	3.394
3/11/94	100,000	3.401
3/14/94	1,400,000	3.407
3/15/94	700,000	3.417
3/16/94	600,000	3.414
3/21/94	800,000	3.437
3/22/94	300,000	3.454
3/30/94	200,000	3.535
3/31/94	12,100,000	3.555

5. Distribution Corporation transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

DATE	AMOUNT	RATE
3/11/94	\$1,600,000	3.60%
3/17/94	4,400,000	3.62
3/18/94	1,200,000	3.60
3/22/94	3,300,000	3.87
3/24/94	4,700,000	3.66

6. Distribution Corporation borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

DATE	AMOUNT	RATE
1/3/94	\$ 3,200,000	3.471%
1/14/94	6,900,000	3.415
1/18/94	1,600,000	3.389
1/20/94	600,000	3.387
1/21/94	1,900,000	3.369
1/25/94	20,800,000	3.346

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1/27/94	3,900,000	3.344
2/17/94	10,100,000	3.319
2/25/94	19,800,000	3.352
2/28/94	6,900,000	3.389
3/14/94	7,100,000	3.407
3/15/94	500,000	3.417
3/25/94	25,700,000	3.512
3/31/94	4,600,000	3.555

7. Penn-York transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding system borrowings and/or commercial paper or utilized by National's other subsidiaries.

None.

8. Penn-York borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

DATE	AMOUNT	RATE
1/5/94	\$ 100,000	3.468%
1/20/94	100,000	3.387
1/24/94	1,300,000	3.364
1/28/94	300,000	3.354
1/31/94	100,000	3.327
2/2/94	100,000	3.324
2/8/94	500,000	3.309
2/28/94	100,000	3.389
3/3/94	1,400,000	3.385
3/14/94	100,000	3.407

3/18/94	2,200,000	3.423
3/23/94	100,000	3.462
3/24/94	1,800,000	3.463
3/29/94	100,000	3.537
3/30/94	300,000	3.535
3/31/94	500,000	3.555

9. National transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

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DATE	AMOUNT	RATE
1/3/94	\$3,200,000	3.34%
1/4/94	700,000	3.25
1/5/94	700,000	3.23
1/7/94	900,000	3.19
1/14/94	5,400,000	3.11
1/20/94	600,000	3.30
1/28/94	400,000	3.10
2/1/94	100,000	3.10
2/2/94	600,000	3.12
2/2/94	400,000	3.12
2/4/94	2,000,000	3.16
2/7/94	300,000	3.16
2/10/94	3,000,000	3.42
2/14/94	300,000	3.42
2/16/94	200,000	3.49
2/17/94	400,000	3.48
2/22/94	9,600,000	3.42
2/25/94	200,000	3.48
3/1/94	500,000	3.68
3/4/94	6,900,000	3.59
3/7/94	1,200,000	3.62
3/9/94	200,000	3.61
3/11/94	5,200,000	3.60
3/16/94	600,000	3.62

10. Seneca transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

None.

11. Seneca borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

DATE	AMOUNT	RATE
1/3/94	\$ 400,000	3.471%
1/5/94	100,000	3.468
1/10/94	900,000	3.452
1/13/94	100,000	3.463
1/14/94	100,000	3.415
1/18/94	1,500,000	3.389
1/20/94	100,000	3.387
1/21/94	100,000	3.369

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1/24/94	2,000,000	3.364
1/31/94	2,100,000	3.327
2/3/94	100,000	3.320
2/4/94	100,000	3.304
2/9/94	100,000	3.315
2/11/94	100,000	3.313
2/17/94	100,000	3.319
2/18/94	100,000	3.318
2/22/94	500,000	3.322
2/24/94	300,000	3.330
2/28/94	600,000	3.389
3/4/94	100,000	3.396
3/8/94	200,000	3.395
3/14/94	100,000	3.407
3/16/94	100,000	3.414
3/18/94	500,000	3.423
3/22/94	100,000	3.454
3/30/94	100,000	3.535
3/31/94	1,300,000	3.555

In accordance with the terms of the Application-Declaration (Item 5) and the Order of the Commission in this proceeding dated December 29, 1993 (HCAR No. 35-25964), attached as Exhibit A is a copy of Seneca's Income Statement for the Six and Twelve Months Ended March 31, 1994 and attached as Exhibit B is a copy of Seneca's Balance Sheet at March 31, 1994.

12. Empire transferred the following amounts to the System Money Pool on the dates and at the rates indicated



below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

None.

13. Empire borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

DATE	AMOUNT	RATE
1/3/94	\$8,900,000	3.471%
1/18/94	100,000	3.389
1/28/94	200,000	3.354
2/25/94	300,000	3.352
3/17/94	100,000	3.424
3/28/94	100,000	3.538
3/31/94	100,000	3.555

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14. UCI transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

None.

15. UCI borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

DATE	AMOUNT	RATE
2/25/94	\$200,000	3.352%
3/1/94	100,000	3.392
3/3/94	200,000	3.385
3/14/94	200,000	3.407

16. Highland transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

DATE	AMOUNT	RATE
------	--------	------

1/5/94	\$ 500,000	3.23%
1/14/94	1,100,000	3.11
1/18/94	100,000	3.11
1/24/94	100,000	3.12
2/4/94	500,000	3.16
2/14/94	1,200,000	3.42
2/24/94	100,000	3.44
3/7/94	500,000	3.62
3/14/94	1,200,000	3.59
3/31/94	300,000	3.68

17. Highland borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

None.

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18. Leidy transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

None.

19. Leidy borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

None.

20. Data-Track transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

DATE	AMOUNT	RATE
1/18/94	\$500,000	3.11%
2/17/94	500,000	3.48
3/21/94	500,000	3.62

21. Data-Track borrowed the following amounts from the

System Money Pool on the dates and at the rates indicated below:

None.

22. NFR transferred the following amounts to the System Money Pool on the dates and at the rates indicated below. These amounts were either used to decrease outstanding System borrowings and/or commercial paper or utilized by National's other subsidiaries.

DATE	AMOUNT	RATE
1/4/94	\$ 600,000	3.25%
1/5/94	500,000	3.23
1/18/94	300,000	3.11
1/20/94	100,000	3.30
1/21/94	500,000	3.14
2/2/94	400,000	3.12
2/4/94	600,000	3.16

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2/7/94	500,000	3.16
2/9/94	500,000	3.41
2/11/94	1,000,000	3.42
3/3/94	300,000	3.59
3/4/94	500,000	3.59
3/8/94	300,000	3.62
3/9/94	500,000	3.61
3/11/94	400,000	3.60
3/14/94	1,200,000	3.59
3/15/94	200,000	3.61
3/17/94	100,000	3.62
3/21/94	100,000	3.62
3/22/94	200,000	3.87

23. NFR borrowed the following amounts from the System Money Pool on the dates and at the rates indicated below:

None.

Dated: May 13, 1994

NATIONAL FUEL GAS COMPANY

By:/s/ Gerald T. Wehrlin  
Gerald T. Wehrlin  
Controller

\MONYPOOL\R24-1-94.WP

Money Markets Origination

Debt Markets Group

World Financial Center  
North Tower  
New York, New York 10281-1323  
212 449 1000

MERRILL LYNCH

April 6, 1994

Ms. Donna Cambas  
National Fuel Gas Company  
30 Rockefeller Plaza  
New York, NY 10112

Dear Donna:

This is to advise you that in connection with the distribution of commercial paper of National Fuel Gas Company from January 1, 1994 to March 31, 1994 all sales and resales were made only to those customers included on the Confidential List retained by Merrill Lynch Money Markets Inc. for National Fuel Gas Company's commercial paper program, and the sales thereof were in accordance with the provisions of that program. A summary of all trade activity for the quarter is attached.

Sincerely,

/s/ E. Stewart Johnson

E. Stewart Johnson

Enclosure  
ESJ:gkr

PROGRAM ISSUANCE TRADE DETAIL - CP  
01/01/94 - 03/31/94

Pgm	Fx/F1	Trade Dt	Sett Dt	MTY	DTM	PAR	Rate	Proceeds
N1		01/20/94	01/20/94	03/01/94	40	9,000,000	3.300	8,967,000
N1		01/25/94	01/25/94	04/25/94	90	10,000,000	3.270	9,918,250
N1		01/31/94	01/31/94	03/11/94	39	5,000,000	3.280	4,982,233
N1		03/01/94	03/01/94	04/12/94	42	9,000,000	3.680	8,961,360

TOTALS

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Number of Trans: 4  
Total Par 33,000,000  
Total Proceeds 32,828,844

Dollar Weighted Averages

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Days to Mty: 55.5  
Rate: 3.392

Programs:  
N1 NATIONAL FUEL GAS CO.

Chase Securities, Inc.  
1 Chase Plaza, 35th Floor  
New York, New York 10081

CHASE

April 11, 1994

Ms. Donna Cambas  
National Fuel Gas Company  
30 Rockefeller Plaza - Suite 4545  
New York, New York 10020

Dear Ms. Cambas:

This is to advise you that in connection with the distribution of commercial paper for the National Fuel Gas Company from January 3, 1994 to March 31, 1994 all sales and resales on your behalf by Chase Securities, Inc. were made only to those customers included in the Confidential List retained by the corporation of National Fuel Gas Company's commercial paper program. The issuance of National Fuel Gas Company commercial paper and sales thereof were made in accordance with the provisions of that program. A summary of all trade activity for the quarter is attached.

Sincerely,

/s/ Anton J. Schubert

Anton J. Schubert  
Vice President

Enclosure

cc: Mr. Ron Tanski

Chase Securities, Inc.  
1 Chase Plaza, 35th Floor  
New York, New York 10081

CHASE

April 11, 1994

NATIONAL FUEL GAS COMPANY

First Quarter Performance Report

PAR AMOUNT	ISSUE DATE	MATURITY DATE	RATE	YIELD	TERM	TYPE
10,000,000	01/04/94	04/04/94	3.325	3.3494	80 Days	Discounted
15,000,000	01/18/94	04/04/94	3.32	3.3432	76 Days	Discounted
5,000,000	01/24/94	04/07/94	3.30	3.3222	73 Days	Discounted
6,000,000	01/31/94	03/07/94	3.25	3.2603	35 Days	Discounted

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36,000,000 = TOTAL

/s/ Anton J. Schubert  
Anton J. Schubert, Vice President



## SENECA RESOURCES CORPORATION

## TOTAL COMPANY

## INCOME STATEMENT

(INCLUDES 1986 FULL COST POOL ADJUSTMENT)  
(Unaudited)

	Six Months Ended MARCH 1994	Twelve Months Ended MARCH 1994
	-----	-----
Operating Revenues	\$25,471,064	\$48,654,700
	-----	-----
Operating Expenses:		
Operation and Maintenance	7,224,228	14,487,566
Depletion, Depreciation & Amort.	9,388,263	18,444,662
Other Taxes	643,752	1,489,004
	-----	-----
	17,256,243	34,421,232
	-----	-----
Operating Income	8,214,821	14,233,468
	-----	-----
Other Income	39,248	39,248
Other Deductions	2,968	6,549
	-----	-----
	36,280	32,699
	-----	-----
Interest Income	20,837	48,820
Interest Expense	2,959,308	5,763,223
	-----	-----
	(2,938,471)	(5,714,403)
	-----	-----
Net Income Before Income Taxes	5,312,630	8,551,764
	-----	-----
Income Taxes:		
Federal	(858,312)	(299,011)
Deferred	(241,101)	(1,333,587)
	-----	-----

(1,099,413)

(1,632,598)

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Net Income

\$6,412,043

\$10,184,362

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SENECA RESOURCES CORPORATION

INCLUDES 1986 FULL COST POOL ADJUSTMENT

BALANCE SHEET

AT MARCH 31, 1994  
(Unaudited)

ASSETS	Total
-----	-----
Current Assets	
Cash	\$1,078,528
Accounts Receivable-	
Intercompany	500,953
Other	8,035,166
Allowance for Uncollectible Accounts	(35,152)
Notes Receivable-	
Intercompany	0
Materials and Supplies	50,869
Prepayments	724,161
Other Current Assets	175,000
	-----
Total Current Assets	10,529,525
	-----
Property, Plant and Equipment	341,163,476
Less: Accumulated Depreciation, Depletion and Amortization	127,024,799
	-----
Net Property, Plant and Equipment	214,138,677
	-----
Other Assets	
Other Assets	1,031,976
Deferred Charges	307,891
Notes Receivable	36,300
Long Term Investments	0
	-----
Total Other Assets	1,376,167
	-----
 Total Assets	 \$226,044,369 =====

## SENECA RESOURCES CORPORATION

INCLUDES 1986 FULL COST POOL ADJUSTMENT

## BALANCE SHEET

AT MARCH 31, 1994  
(Unaudited)

LIABILITIES AND STOCKHOLDERS' EQUITY	Total
-----	-----
Current Liabilities:	
Accounts Payable-	
Intercompany	(\$136,897)
Other	3,643,573
Notes Payable-Intercompany	34,900,000
Accrued Liabilities	2,460,645
Federal Income Taxes	(1,917,666)
Other Accrued Taxes	112,894
	-----
Total Current Liabilities	39,062,549
	-----
Other Liabilities:	
Accumulated Deferred Income Taxes	33,737,729
Other Deferred Credits	3,049,881
	-----
Total Other Liabilities	36,787,610
	-----
Stockholders' Equity:	
Common Stock-\$5 Par Value	
Authorized-100,000 Shares; Issued and	
Outstanding-100,000 Shares	500,000
Paid in Capital	92,245,000
Earnings Reinvested in the Business	
(Accumulated Deficit)	(22,550,790)
	-----
	70,194,210
Advances from Associated Companies	80,000,000
Long-Term Debt	0
	-----
Total Capitalization	150,194,210
	-----
 Total Liabilities and Stockholders Equity	 \$226,044,369
	=====