

NATIONAL FUEL GAS CO

FORM 35-CERT

(Certificate by Public Utility Company)

Filed 01/25/94

Address 6363 MAIN STREET

WILLIAMSVILLE, NY 14221-5887

Telephone 716-857-7000

CIK 0000070145

Symbol NFG

SIC Code 4924 - Natural Gas Distribution

Industry Natural Gas Utilities

Sector Utilities

Fiscal Year 09/30



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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

TWENTY-EIGHTH CERTIFICATE OF NOTIFICATION PURSUANT TO RULE 24 UNDER THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

National Fuel Gas Company

30 Rockefeller Plaza New York, New York 10112

(Name of company or companies filing this statement and addresses of principal executive offices)

NATIONAL FUEL GAS COMPANY

(Name of top registered holding company)

R.M. DiValerio Secretary National Fuel Gas Company 10 Lafayette Square Buffalo, New York 14203 P.C. Ackerman Sr. Vice President National Fuel Gas Company 10 Lafayette Square Buffalo, New York 14203

(Names and addresses of agents for service)

The Commission is requested to send copies of all notices, orders and communications in connection with this declaration to:

E. Ellsworth McMeen, III, Esq.

LeBoeuf, Lamb, Leiby & MacRae 125 West 55th Street New York, New York 10022

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Applicant, National Fuel Gas Company (the "Company"), filed an Application-Declaration on Form U-1 under the Public Utility Holding Company Act of 1935 (the "Act") relating to the issuance and sale from time to time by the Company, through October 31, 1995, of up to 1,000,000 shares of its authorized but unissued common stock, no par value (the "Additional Common Stock"), pursuant to a Customer Stock Purchase Plan (the "Plan").

On December 12, 1990, the Securities and Exchange Commission issued an Order, granting and permitting the Application-Declaration to become effective. In accordance with that Order, the terms and conditions pre-scribed in Rule 24, promulgated under the Act, are to be complied with.

The Company hereby certifies that 14,371 shares of the Additional Common Stock were issued and sold under the Plan on January 17, 1994, in accordance with the terms and conditions and for the purposes represented by the Application-Declaration, and in accordance with the aforesaid Order of the Securities and Exchange Commission with respect thereto.

The "past tense" opinion of counsel, required by the Act to be filed as Exhibit F(2) to Form U-1, will be filed at the conclusion of the issuance and sale of the Additional Common Stock.

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SIGNATURE

Pursuant to the requirements of the Act, the Company has duly caused this certificate to be signed on its behalf in the City of New York and State of New York on the 25th day of January 1994.

NATIONAL FUEL GAS COMPANY

By: Thomas E. Burns Assistant Vice President

End of Filing



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