

NATIONAL FUEL GAS CO
Form U-9C-3
December 16, 2004

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM U-9C-3
QUARTERLY REPORT PURSUANT TO RULE 58
For the Quarterly Period Ending September 30, 2004

National Fuel Gas Company
(Name of Registered Holding Company)

6363 Main Street
Williamsville, New York 14221
(Address of Principal Executive Offices)

Inquiries concerning this Form U-9C-3 may be directed to:

James R. Peterson
Assistant Secretary
National Fuel Gas Company
6363 Main Street
Williamsville, New York 14221
(716) 857-7702

ITEM 1 ORGANIZATION CHART

| Name of Reporting Co. | Energy or Gas Related | Date of Organization | State of Organization | Percentage of Voting Securities | Nature of Business Held |
|--|------------------------------|-----------------------------|------------------------------|--|--------------------------------|
| Omitted for the fourth fiscal quarter pursuant to Instructions for Item 1. | | | | | |

ITEM 2 ISSUANCE OF SECURITIES AND CAPITAL CONTRIBUTIONS

| Company Issuing Stock | Type of Security Issued | Principal Amount of Security | Issue or Renewal | Cost of Capital | Person to Whom Security Was Issued | Collateral Given With Security | Consideration Received for Each Security |
|------------------------------|--------------------------------|-------------------------------------|-------------------------|------------------------|---|---------------------------------------|---|
| No transactions this quarter | | | | | | | |

| Company Contributing Capital | Company Receiving Capital | Amount of Capital Contribution |
|-------------------------------------|----------------------------------|---------------------------------------|
| None. | | |

ITEM 3 -ASSOCIATE TRANSACTIONS

PART 1 TRANSACTIONS PERFORMED BY REPORTING COMPANY ON BEHALF OF ASSOCIATE COMPANIES

| Reporting Co. Rendering Services | Associate Co. Receiving Services | Types of Services Rendered | Direct Costs Charged | Indirect Costs Charged | Cost of Capital | Total Amount Billed |
|----------------------------------|----------------------------------|----------------------------|----------------------|------------------------|-----------------|---------------------|
| Roystone | Seneca Resources | Natural gas processing | \$0 | \$0 | \$0 | \$0 |
| Kane | Supply | Natural gas processing | \$10,535 | \$0 | \$0 | \$10,535 |

Empire provided regulated natural gas transportation services to its associate companies, National Fuel Gas Distribution Corporation (Distribution) and National Fuel Resources, Inc., pursuant to Empire's NYPSC tariff, but such services are exempted transactions pursuant to Rule 81 under the Public Utility Holding Company Act of 1935 (17 CFR Sec. 250.81).

PART 2 TRANSACTIONS PERFORMED BY ASSOCIATE COMPANIES ON BEHALF OF REPORTING COMPANY

| Associate Co. Rendering Services | Reporting Co. Receiving Services | Types of Services Rendered | Direct Costs Charged | Indirect Costs Charged | Cost of Capital | Total Amount Billed |
|----------------------------------|----------------------------------|--|----------------------|------------------------|-----------------|---------------------|
| Supply | Empire | Managerial, financial, legal and other similar services. | \$2,150 | \$0 | \$0 | \$2,150 |
| Supply | Empire | Operational, maintenance, administrative and similar services. | \$146,798 | \$0 | \$0 | \$146,798 |
| Supply | Toro | Accounting and administrative services. | \$1,504 | \$0 | \$0 | \$1,504 |
| Supply | Horizon LFG | Accounting and administrative services. | \$580 | \$0 | \$0 | \$580 |
| Distribution | Empire | Operational, administrative and similar services. | \$231,648 | \$0 | \$0 | \$231,648 |
| Distribution | Toro | Accounting and administrative services. | \$25,197 | \$0 | \$0 | \$25,197 |
| Distribution | Horizon LFG | Accounting and administrative services. | \$3,568 | \$0 | \$0 | \$3,568 |

ITEM 4 SUMMARY OF AGGREGATE INVESTMENT

Investments in Energy-Related Companies:

Confidential Treatment requested pursuant to Rule 104(b)

Investments in Gas-Related Companies:

Confidential Treatment requested pursuant to Rule 104(b)

ITEM 5 OTHER INVESTMENTS

| Major Line of Energy- Related Business | Other Investment in last U-9C-3 Report | Other Investment in This U-9C-3 Report | Reason For Difference in Other Investment |
|---|---|---|--|
| NONE | | | |

ITEM 6- FINANCIAL STATEMENTS AND EXHIBITS

A. FINANCIAL STATEMENTS:

| | |
|------------------------------------|--|
| Balance Sheet for Horizon LFG | Confidential treatment requested pursuant to Rule 104(b) |
| Income Statement for Horizon LFG | Confidential treatment requested pursuant to Rule 104(b) |
| Balance Sheet for Roystone | Confidential treatment requested pursuant to Rule 104(b) |
| Income Statement for Roystone | Confidential treatment requested pursuant to Rule 104(b) |
| Balance Sheet for Seneca Energy | Confidential treatment requested pursuant to Rule 104(b) |
| Income Statement for Seneca Energy | Confidential treatment requested pursuant to Rule 104(b) |
| Balance Sheet for Model City | Confidential treatment requested pursuant to Rule 104(b) |
| Income Statement for Model City | Confidential treatment requested pursuant to Rule 104(b) |
| Balance Sheet for Empire | Confidential treatment requested pursuant to Rule 104(b) |
| Income Statement for Empire | Confidential treatment requested pursuant to Rule 104(b) |
| Balance Sheet for Kane | Confidential treatment requested pursuant to Rule 104(b) |
| Income Statement for Kane | Confidential treatment requested pursuant to Rule 104(b) |

B. EXHIBITS:

Certificate stating that a copy of the report for the previous quarter has been filed with interested state commissions: EXHIBIT A

SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, National Fuel Gas Company has duly caused this report to be signed and authorized on its behalf by the undersigned.

Dated: December 14, 2004

NATIONAL FUEL GAS COMPANY

By: /s/ James R. Peterson
James R. Peterson
Assistant Secretary

EXHIBIT A

NATIONAL FUEL GAS COMPANY

CERTIFICATE

The undersigned certifies that he is the duly designated and acting Assistant Secretary of National Fuel Gas Company, a New Jersey Corporation, and that the report on Form U-9C-3 for the previous quarter was filed with National Fuel Gas Company's interested State Commissions whose names and addresses are listed below:

State of New York Public Service Commission
3 Empire State Plaza
Albany, New York 12223-1350

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Pennsylvania Public Utility Commission
P.O. Box 3265
North Office Building
Harrisburg, Pennsylvania 17120

IN WITNESS WHEREOF, I have hereunto set my hand as of the 14th day of December, 2004.

/s/ James R. Peterson
James R. Peterson
Assistant Secretary