



NORFOLK SOUTHERN

RECORDATION NO. 6969 Filed & Recorded

Norfolk Southern Corporation
Law Department
185 Spring Street, S.W.
Atlanta, Georgia 30303-9998

OCT 6 1986 2-30 PM

David R. Willson
Senior General Attorney
404 529-2352

INTERSTATE COMMERCE COMMISSION

September 29, 1986
58391

Date 10/6/86
File # 10.00
DC Washington, D. C.

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Ms. McGee:

I enclose three original counterparts of the document described in paragraph (1) hereof for recordation pursuant to Section 11303 of Title 49 of the U.S. Code and return, together with an original counterpart thereof for retention by the Commission.

In accordance with 49 CFR Part 1177 covering the recordation of documents, I advise you as follows:

- (1) The enclosed document is a Statement of New Numbers dated as of September 3, 1986, relating to railway equipment.
- (2) The enclosed document is a "secondary document" under 49 CFR 1177.1. The "primary document" to which the enclosed document is connected is an Equipment Trust Agreement dated as of April 1, 1973, which was filed and recorded in your office on March 23, 1973, at 10:40 A.M. and was assigned recordation No. 6969.
- (3) The enclosed document is not an assignment and we do not request that it be cross-indexed.
- (4) The enclosed document was executed for the purpose of changing the road numbers on six 100-ton CUF Bulkhead Flat Cars, AAR designation FBS, purchased under the aforesaid primary document, and bearing the original and the new road numbers therein shown.

Phyllis F. Kahan
Clara C. [unclear]

Ms. Noreta R. McGee
September 29, 1986
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The units of Equipment will continue to be marked in letters not less than one-half inch in height with the words:

OWNED BY A BANK OR TRUST COMPANY UNDER A FINANCING AGREEMENT RECORDED WITH THE INTERSTATE COMMERCE COMMISSION UNDER SECTION 20c OF THE INTERSTATE COMMERCE ACT.

- (5) The names and addresses of the parties to the enclosed document are Morgan Guaranty Trust Company of New York, Successor Trustee, 30 West Broadway, New York, New York 10015, and Southern Railway Company, Lessee, 185 Spring Street, S.W., Atlanta, GA 30303.
- (6) After recordation, the three original counterparts of the enclosed document not required by the Commission for recordation should be returned to David R. Willson, Esq., Senior General Attorney, Norfolk Southern Corporation, 185 Spring Street, S.W., Atlanta, GA 30303.
- (7) The recordation fee of \$10 is enclosed.
- (8) A short summary of the enclosed document for index use follows:

This is a Statement of New Numbers dated as of September 3, 1986 and executed by Morgan Guaranty Trust Company of New York, Successor Trustee, and Southern Railway Company, Lessee, changing the road numbers on six 100-ton CUF Bulkhead Flat Cars purchased subject to an Equipment Trust Agreement bearing recordation No. 6969.

Please acknowledge receipt on the enclosed copy of this letter.

Very truly yours,



David R. Willson

Enclosures

Executed in 4 counterparts of which this is counterpart no. 3.

RECORDATION NO. 6969 Filed & Recorded

SOUTHERN RAILWAY COMPANY

OCT 6 1986 2-3 0 PM

STATEMENT OF NEW IDENTIFYING NUMBERS

INTERSTATE COMMERCE COMMISSION

To be Substituted for Original Numbers on

Six 100-ton CUF Bulkhead Flat Cars purchased pursuant to an Equipment Trust Agreement dated as of April 1, 1973 between Chase Manhattan Bank (National Association), Trustee, Morgan Guaranty Trust Company of New York, Successor Trustee, and Southern Railway Company, constituting Southern Railway Equipment Trust No. 2 of 1973, and subject to an Agreement and Assignment dated as of April 26, 1973, between Southern Railway Company and Carolina and Northwestern Railway Company or to an Agreement and Assignment dated as of April 26, 1973, between Southern Railway Company and Georgia Southern and Florida Railway Company.

<u>Original Numbers</u>	<u>New Numbers to be Substituted for Original Numbers:</u>
SOU 116105	116031
116106	116032
116115	116033
116133	116034
116169	116035
116186	116036

I certify the foregoing to be correct as of September 3, 1986.

SOUTHERN RAILWAY COMPANY

By

Vice President

Attest:

Assistant Secretary

The Undersigned, Morgan Guaranty Trust Company of New York, as Successor Trustee under the aforesaid Equipment Trust Agreement, hereby consents to the foregoing Statement of New Numbers.

MORGAN GUARANTY TRUST COMPANY OF NEW YORK

By

Vice President

Attest:

Assistant Secretary

STATE OF NEW YORK)
COUNTY OF NEW YORK)) ss:

On this 19th day of September, 1986, before me personally appeared R.E. Sparrow, to me personally known, who, being by me duly sworn, says that he is a Vice President of MORGAN GUARANTY TRUST COMPANY OF NEW YORK, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My Commission expires: March 30, 1987

(Kam Law)
Notary Public
KAM LAW
Notary Public, State of New York
No. 4823386
Qualified in New York County
Commission Expires Mar. 30, 1987

STATE OF GEORGIA)
COUNTY OF FULTON)) ss:

On this 29th day of September, 1986, before me personally appeared P.R. Rudder, to me personally known, who, being by me duly sworn, says that he is a Vice President of SOUTHERN RAILWAY COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My Commission expires:

Barbara C. Borden
Notary Public
Notary Public, Georgia, State at Large
My Commission Expires Feb. 28, 1988