



Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

8084-E
RECORDATION NO. FILED 1425

OCT 24 1990 -2 40 PM

J. Gary Lane
Senior General Attorney

INTERSTATE COMMERCE COMMISSION

Writer's Direct Dial Number

(804) 629-2818

October 22, 1990

0-297A028

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission three (3) counterparts, properly executed and acknowledged, of the document described below.

This document is a Release and Satisfaction and Bill of Sale, a secondary document, dated as of October 10, 1990. The primary document to which this is connected is recorded under Recordation No. 8084.

The names and addresses of the parties to the secondary document are as follows:

LESSOR/TRUSTEE: First Pennsylvania Bank N.A.
30 South 30th Street
Philadelphia, PA 19104

LESSEE/GUARANTOR: Norfolk and Western Railway Company
Three Commercial Place
Norfolk, VA 23510

OCT 24 2 37 PM '90
MAIL OPERATING UNIT

The equipment originally covered by the document is generally described as follows:

| <u>Number of Units</u> | <u>General Description</u> | <u>AAR Symbol</u> | <u>Railroad's Road Numbers (both inclusive)</u> |
|------------------------|------------------------------|-------------------|---|
| 880 | 100-ton Open Top Hopper Cars | HT | 139121-140000 |
| 292 | 70-ton Boxcars | XM | 57708-57999 |

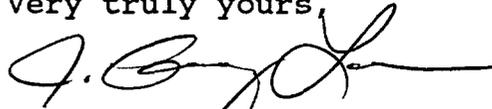
Sammy M. Dawson
Clayton

A fee of \$15.00 is enclosed. Please return two of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Release and Satisfaction and Bill of Sale dated as of October 10, 1990, to terminate Equipment Trust Agreement with Recordation No. 8084, dated October 1, 1975, and covering 880 open top hopper cars numbered NW 139121-140000, and 292 boxcars numbered NW 57708-57999.

Very truly yours,

A handwritten signature in black ink, appearing to read "J. Gary Lane", with a long horizontal flourish extending to the right.

J. Gary Lane

JGL/jad

Enclosures

10/24/90

Interstate Commerce Commission
Washington, D.C. 20423

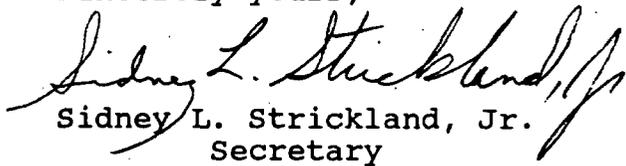
OFFICE OF THE SECRETARY

J. Gary Lane
Norfolk Southern Corp.
Three Commercial Place
Norfolk, VA. 23510-2191

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/24/90 at 2:40pm, and assigned recordation number(s). 8084-E

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

NORFOLK AND WESTERN RAILWAY EQUIPMENT TRUST
Series No. 2

RECORDATION NO. 8084-E
FILED 1990
OCT 24 1990 - 2 40 PM
INTERSTATE COMMERCE COMMISSION

RELEASE AND SATISFACTION AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that First Pennsylvania Bank N. A. (the "Trustee"), Trustee under an Equipment Trust Agreement dated as of October 1, 1975, as supplemented (the "Agreement"), between the Trustee and Norfolk and Western Railway Company (the "Railroad"), providing for the formation of Norfolk and Western Railway Equipment Trust, Series No. 2 (the "Equipment Trust"), hereby certifies that all of the principal of the Trust Certificates and dividend warrants attached thereto issued under the Equipment Trust have been fully paid and that all of the obligations of the Railroad under the Agreement have been fully complied with and performed.

WHEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Trustee hereby declares the Agreement to be satisfied and canceled, consents that the same be discharged of record, hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Railroad, its successors and assigns, as its and their absolute property, all of the Trustee's right, title and interest in and to the railroad equipment subject to the Equipment Trust and releases the Railroad, its successors and assigns, from any and all obligations of the Agreement.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by one of its Vice Presidents under its corporate seal attested by one of its Assistant Secretaries, this 10th day of October, 1990.

FIRST PENNSYLVANIA BANK N.A.,
as Trustee

By: *R. A. [Signature]*
ASSISTANT Vice President

ATTEST:

C. [Signature]
Assistant Secretary

COMMONWEALTH OF *Pennsylvania*)
COUNTY OF *Philadelphia*) ss.:

On this *10th* day of *October*, 1990, before me,
a Notary Public, personally appeared *BRIAN A. BUCHANAN*,
to me personally known, who, being by me duly sworn, says he is a
ASSISTANT VICE PRESIDENT of *First Pennsylvania Bank N.A.*,
that the seal 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.

Lynne N. Collins

Notary Public

My commission expires:

NOTARIAL SEAL
LYNNE N. COLLINS, Notary Public
City of Philadelphia, Phila. County
My Commission Expires July 4, 1994