



NORFOLK SOUTHERN

2-128A045

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

J. Gary Lane
Senior General Attorney

Writer's Direct Dial Number
(804) 629-2818

May 6, 1992

RECORDATION NO. 10113-2
FILED 1992

MAY 7 1992 4 03 PM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney Strickland
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 four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of May 5, 1992. The primary document to which this is connected is recorded under Recordation No. 10113.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

VENDOR/ASSIGNEE: Metropolitan Life Insurance Company
One Madison Avenue
New York, New York 10010

VENDEE: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment 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 (old numbers)</u>
7	70-ton CUF Box Car	XPI	SOU 585389, 585209 585350, 585373 585395, 585479 585520

MAY 7 3 54 PM '92
MOTOR OPERATING UNIT

A fee of \$16.00 is enclosed. Please return three 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:

Statement of New Numbers dated as of May 5, 1992, with respect to Conditional Sale Agreement with Recordation No. 10113, dated September 1, 1978, covering seven box cars, numbered SOU 585389, 585209, 585350, 585373, 585395, 585479 and 585520, changed to NS 441502, 441503, 441504, 441505, 441506, 441507 and 441508, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

Interstate Commerce Commission
Washington, D.C. 20423

5/8/92

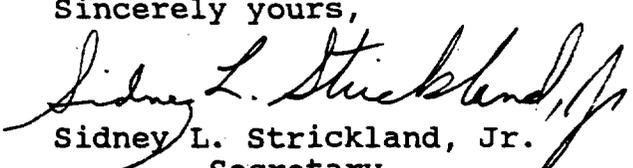
OFFICE OF THE SECRETARY

J Gary Lane
Senior General Attorney
Northern Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 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 5/7/92 at 4:05pm, and assigned recordation number(s). 10642-L, 11926-J, 10703-I, 9316-E, 11437-F, 12231-I 11754-B, 10258-D, 10113-D

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

RECORDED NO 1013-D FILED 1425STATEMENT OF NEW NUMBERS MAY 7 1992 -4 05 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO SEVEN (7) 70-TON BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 585389, 585209, 585350, 585373, 585395, 585479 AND 585520, SUBJECT TO A CONDITIONAL SALE AGREEMENT DATED AS OF SEPTEMBER 1, 1978, AMONG NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), FRUIT GROWERS EXPRESS COMPANY AND GREENVILLE STEEL CAR COMPANY, AND AN AGREEMENT AND ASSIGNMENT DATED AS OF SEPTEMBER 1, 1978, AMONG PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), FRUIT GROWERS EXPRESS COMPANY, GREENVILLE STEEL CAR COMPANY AND METROPOLITAN LIFE INSURANCE COMPANY

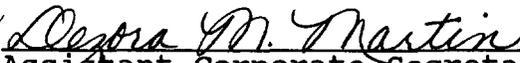
<u>Old Road Number</u> <u>Assigned</u>	<u>New Road Number</u> <u>Assigned</u>
SOU 585389	NS 441502
SOU 585209	NS 441503
SOU 585350	NS 441504
SOU 585373	NS 441505
SOU 585395	NS 441506
SOU 585479	NS 441507
SOU 585520	NS 441508

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 5th day of May, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: 
Vice President

ATTEST:


Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

CITY OF NORFOLK)

SS:

On this *5th* day of *May*, 1992, before me personally appeared *C. M. Irwin*, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk 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 by him on this date was the free act and deed of said corporation.

Doris G. Whittman

Notary Public

My Commission expires: AUGUST 31, 1994