



NORFOLK SOUTHERN

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

RECORDATION NO. 10113 FILED 1426

April 21, 1993

APR 23 1993 10:05 AM

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

INTERSTATE COMMERCE COMMISSION

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 April 21, 1993. 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>
10	Box Cars	XPI, XM	SOU 585452, 585473 585323, 585363 531915, 531961 531949, 531958 531935, 531714

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 April 21, 1993, with respect to Conditional Sale Agreement with Recordation No. 10113, dated September 1, 1978, covering ten box cars, numbered SOU 585452, 585473, 585323, 585363, 531915, 531961, 531949, 531958, 531935 and 531714, changed to NS 440373, 440374, 440375, 440377, 412031, 412030, 412032, 412033, 412034 and 412035, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

Interstate Commerce Commission
Washington, D.C. 20423

4/23/93

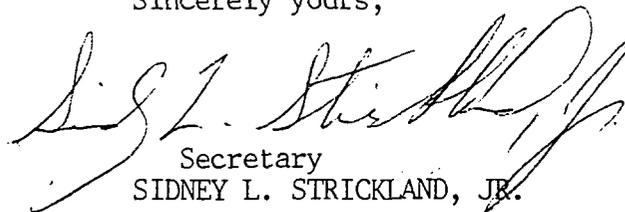
OFFICE OF THE SECRETARY

J. Gary Lane
Norfolk Southern Corporation
Law Dept
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 **4/23/93** at **10:05am**, and assigned
recordation number(s). **10113-S, 10258-K, 10703-X, 11437-M 11544-C & 11926-O**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

2/11/93

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO TEN (10) BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 585452, 585473, 585323, 585363, 531915, 531961, 531949, 531958, 531935 AND 531714, 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

Old Road Number
Assigned

RECORDATION NO. 10113-8 FILED 1425

New Road Number
Assigned

SOU 585452
SOU 585473
SOU 585323
SOU 585363

APR 23 1993 10-08 AM

INTERSTATE COMMERCE COMMISSION

NS 440373
NS 440374
NS 440375
NS 440377

SOU 531915
SOU 531961
SOU 531949
SOU 531958
SOU 531935
SOU 531714

NS 412031
NS 412030
NS 412032
NS 412033
NS 412034
NS 412035

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 21st day of April, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

By: William J. R. [Signature]
Vice President

ATTEST:

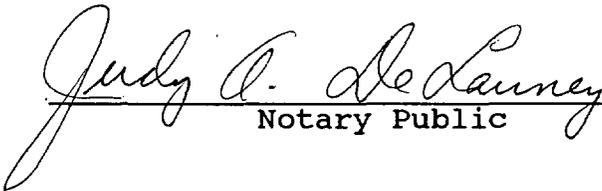
Debra M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

CITY OF NORFOLK)

) ss:
)

On this 21st day of April, 1993, before me personally appeared William J. Romig, 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.



Notary Public

My Commission expires: September 30, 1997