



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

November 4, 1993

10113-4

NOV 8 1993 11:42 AM

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 October 22, 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>
80	Cars	HT	SOU 351072, 351078, 351079, 351081, 351082, 351085, 351113, 351116,

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
80	Cars	HT	351117, 351128, 351135, 351136, 351137, 351139, 351141, 351142, 351143, 351149, 351153, 351155, 351157, 351162, 351164, 351170, 351180, 351184, 351188, 351189, 351190, 351193, 351194, 351195, 351198, 351210, 351214, 351216, 351218, 351224, 351227, 351237, 351239, 351240, 351241, 351248, 351250, 351259, 351278, 351281, 351283, 351287, 351297, 351298, 351299, 351302, 351303, 351305, 351308, 351309, 351314, 351317, 351322, 351329, 351333, 351336, 351338, 351340, 351348, 351350, 351359, 351384, 351385, 351398, 351399, 351409, 351412, 351420, 351423, 351429, 351431, and 351444

A fee of \$18.00 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 October 22, 1993, with respect to Conditional Sale Agreement with Recordation No. 10113, dated September 1, 1978,

covering eighty (80) cars, numbered from the series
SOU 351000 through SOU 351499, and changed by
substituting the road initials to NS.

Very truly yours,



J. Gary Lane

Enclosures

cc: Metropolitan Life Insurance Company
One Madison Avenue
New York, New York 10010

10/13/78
NOV 8 1983-11 25

INTERSTATE COMMERCE COMMISSION CSA 9/1/78

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO EIGHTY (80) CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 351072, 351078, 351079, 351081, 351082, 351085, 351113, 351116, 351117, 351128, 351135, 351136, 351137, 351139, 351141, 351142, 351143, 351149, 351153, 351155, 351157, 351162, 351164, 351170, 351180, 351184, 351188, 351189, 351190, 351193, 351194, 351195, 351198, 351210, 351214, 351216, 351218, 351224, 351227, 351237, 351239, 351240, 351241, 351248, 351250, 351259, 351278, 351281, 351283, 351287, 351297, 351298, 351299, 351302, 351303, 351305, 351308, 351309, 351314, 351317, 351322, 351329, 351333, 351336, 351338, 351340, 351348, 351350, 351359, 351384, 351385, 351398, 351399, 351409, 351412, 351420, 351423, 351429, 351431, AND 351444, 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

New Road Number
Assigned

SOU 351072
SOU 351078
SOU 351079
SOU 351081
SOU 351082
SOU 351085
SOU 351113
SOU 351116
SOU 351117
SOU 351128
SOU 351135
SOU 351136
SOU 351137
SOU 351139
SOU 351141
SOU 351142
SOU 351143
SOU 351149
SOU 351153
SOU 351155
SOU 351157
SOU 351162
SOU 351164
SOU 351170
SOU 351180
SOU 351184

NS 351072
NS 351078
NS 351079
NS 351081
NS 351082
NS 351085
NS 351113
NS 351116
NS 351117
NS 351128
NS 351135
NS 351136
NS 351137
NS 351139
NS 351141
NS 351142
NS 351143
NS 351149
NS 351153
NS 351155
NS 351157
NS 351162
NS 351164
NS 351170
NS 351180
NS 351184

Old Road Number
Assigned

New Road Number
Assigned

SOU 351188
SOU 351189
SOU 351190
SOU 351193
SOU 351194
SOU 351195
SOU 351198
SOU 351210
SOU 351214
SOU 351216
SOU 351218
SOU 351224
SOU 351227
SOU 351237
SOU 351239
SOU 351240
SOU 351241
SOU 351248
SOU 351250
SOU 351259
SOU 351278
SOU 351281
SOU 351283
SOU 351287
SOU 351297
SOU 351298
SOU 351299
SOU 351302
SOU 351303
SOU 351305
SOU 351308
SOU 351309
SOU 351314
SOU 351317
SOU 351322
SOU 351329
SOU 351333
SOU 351336
SOU 351338
SOU 351340
SOU 351348
SOU 351350
SOU 351359
SOU 351384
SOU 351385
SOU 351398
SOU 351399
SOU 351409
SOU 351412

NS 351188
NS 351189
NS 351190
NS 351193
NS 351194
NS 351195
NS 351198
NS 351210
NS 351214
NS 351216
NS 351218
NS 351224
NS 351227
NS 351237
NS 351239
NS 351240
NS 351241
NS 351248
NS 351250
NS 351259
NS 351278
NS 351281
NS 351283
NS 351287
NS 351297
NS 351298
NS 351299
NS 351302
NS 351303
NS 351305
NS 351308
NS 351309
NS 351314
NS 351317
NS 351322
NS 351329
NS 351333
NS 351336
NS 351338
NS 351340
NS 351348
NS 351350
NS 351359
NS 351384
NS 351385
NS 351398
NS 351399
NS 351409
NS 351412

Old Road Number
Assigned

SOU 351420
SOU 351423
SOU 351429
SOU 351431
SOU 351444

New Road Number
Assigned

NS 351420
NS 351423
NS 351429
NS 351431
NS 351444

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 22nd day of October, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

By: William R. [Signature]
Vice President

ATTEST:

Dandra J. Pierce
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA))
CITY OF NORFOLK) ss:

On this ~~27th~~ day of October, 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.

Claris G. Whitson
Notary Public

My Commission expires: AUGUST 31, 1994