



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

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RECORDATION NO. 12784-A FILED 1425

March 13, 1993

MAR 17 1993 10:40 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 March 12, 1993. The primary document to which this is connected is recorded under Recordation No. 12784.

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

TRUSTEE/LESSOR: Chemical Bank
55 Water Street
New York, New York 10041

LESSEE/GUARANTOR: 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:

Number of Units	General Description	AAR Symbol	Railroad's Road Numbers (old numbers)
2	100-ton Covered Hopper Cars	LO	SOU 88836, 88541

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 March 12, 1993, with respect to Equipment Trust Agreement with Recordation No. 12784, dated February 1, 1981, covering two covered hopper cars, numbered SOU 88836 and 88541, changed to NS 257506 and 257507, respectively.

Very truly yours,



J. Gary Lane

JGL/jad

Enclosures

RECORDATION NO. 12784-H FILED 1426

MAR 17 1993 10:40 AM

No. 1 of 1981

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO TWO (2) COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 88836 AND 88541, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF FEBRUARY 1, 1981, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND CHEMICAL BANK, AS TRUSTEE

Old Road Number
Assigned

SOU 88836
SOU 88541

New Road Number
Assigned

NS 257506
NS 257507

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 12th day of March, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

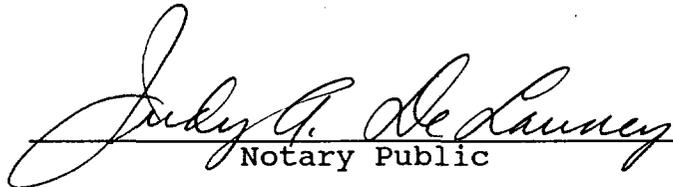
By: John P. Rathbone
Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA))
CITY OF NORFOLK)) SS:

On this 12th day of March, 1993, before me personally appeared John P. Rathbone, 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: My Commission Expires September 30, 1997