



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

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July 29, 1992

RECORDATION NO. 10258-14
 FILED 1425

JUL 31 1992 - 10 05 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 July 28, 1992. The primary document to which this is connected is recorded under Recordation No. 10258.

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

TRUSTEE/LESSOR: Citibank, N.A.
 5 Hanover Square
 New York, New York 10043

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:

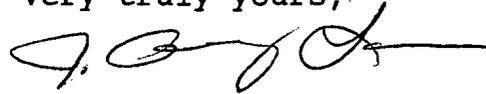
| <u>Number of Units</u> | <u>General Description</u> | <u>AAR Symbol</u> | <u>Railroad's Road Numbers (old numbers)</u> |
|------------------------|----------------------------|-------------------|--|
| 6 | 70-ton Boxcars | XPI | SOU 585573, 585593 585627, 585665 585622, 585632 |

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 July 28, 1992, with respect to Equipment Trust Agreement with Recordation No. 10258, dated April 15, 1979, covering six box cars, numbered SOU 585573, 585593, 585627, 585665, 585622 and 585632, changed to NS 441558, 441559, 441562, 441564, 441566 and 441568, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

RECORDATION NO. 10258 FILED 1425

JUL 31 1992 - 10 05 AM

No. 2 of 1979

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO SIX (6) BOXCARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 585573, 585593, 585627, 585665, 585622 AND 585632, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF APRIL 15, 1979, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND CITIBANK, N.A., AS TRUSTEE

Old Road Number
Assigned

New Road Number
Assigned

| | |
|------------|-----------|
| SOU 585573 | NS 441558 |
| SOU 585593 | NS 441559 |
| SOU 585627 | NS 441562 |
| SOU 585665 | NS 441564 |
| SOU 585622 | NS 441566 |
| SOU 585632 | NS 441568 |

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 28th day of July, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: PA Blugin
Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

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

On this *28th* day of *July*, 1992, before me personally appeared *R. A. Brogan*, 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.

Jeanie B. Davis

Notary Public

My Commission expires: **MAY 29, 1995**