



NORFOLK SOUTHERN

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

J. Gary Lane
General Solicitor

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

November 4, 1993

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

RECORDED 10258

NOV 8 1993 - 11 25 AM

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 October 22, 1993. 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:

Number of Units	General Description	AAR Symbol	Railroad's Road Numbers (old numbers)
6	70-ton boxcars	XPI	SOU 586200, 586227, 586212, 586220, 586222, 586236

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
50	coal hopper cars	HT	SOU 351446, 351454, 351455, 351460, 351615, 351616, 351621, 351627, 351636, 351637, 351645, 351648, 351654, 351665, 351666, 351669, 351670, 351672, 351674, 351676, 351677, 351695, 351699, 351701, 351702, 351705, 351706, 351716, 351720, 351722, 351723, 351729, 351736, 351739, 351757, 351765, 351772, 351781, 351782, 351784, 351790, 351791, 351794, 351797, 351803, 351810, 351812, 351813, 351819, 351827

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 Equipment Trust Agreement with Recordation No. 10258, dated April 15, 1979, covering six (6) box cars, formerly numbered SOU 586200, 586227, 586212, 586220, 586222, and 586236 and changed to NS 458200-NS 458205 respectively, and fifty (50) coal hopper cars from the series SOU 351400 through SOU 351899 and changed by substituting the road initials to NS.

Very truly yours,



J. Gary Lane

JGL/fms
Enclosures

cc: Citibank, N.A.

10258-2

STATEMENT OF NEW NUMBERS

NOV 8 1993-11 25 AM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO SIX (6) BOXCARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 586200, 586227, 586212, 586220, 586222, 586236, AND FIFTY (50) COAL HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 351446, 351454, 351455, 351460, 351615, 351616, 351621, 351627, 351636, 351637, 351645, 351648, 351654, 351665, 351666, 351669, 351670, 351672, 351674, 351676, 351677, 351695, 351699, 351701, 351702, 351705, 351706, 351716, 351720, 351722, 351723, 351729, 351736, 351739, 351757, 351765, 351772, 351781, 351782, 351784, 351790, 351791, 351794, 351797, 351803, 351810, 351812, 351813, 351819, AND 351827, 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 586200
SOU 586227
SOU 586212
SOU 586220
SOU 586222
SOU 586236
SOU 351446
SOU 351454
SOU 351455
SOU 351460
SOU 351615
SOU 351616
SOU 351621
SOU 351627
SOU 351636
SOU 351637
SOU 351645
SOU 351648
SOU 351654
SOU 351665
SOU 351666
SOU 351669
SOU 351670
SOU 351672
SOU 351674
SOU 351676
SOU 351677
SOU 351695

NS 458200
NS 458201
NS 458202
NS 458203
NS 458204
NS 458205
NS 351446
NS 351454
NS 351455
NS 351460
NS 351615
NS 351616
NS 351621
NS 351627
NS 351636
NS 351637
NS 351645
NS 351648
NS 351654
NS 351665
NS 351666
NS 351669
NS 351670
NS 351672
NS 351674
NS 351676
NS 351677
NS 351695

Old Road Number
Assigned

New Road Number
Assigned

SOU 351699
SOU 351701
SOU 351702
SOU 351705
SOU 351706
SOU 351716
SOU 351720
SOU 351722
SOU 351723
SOU 351729
SOU 351736
SOU 351739
SOU 351757
SOU 351765
SOU 351772
SOU 351781
SOU 351782
SOU 351784
SOU 351790
SOU 351791
SOU 351794
SOU 351797
SOU 351803
SOU 351810
SOU 351812
SOU 351813
SOU 351819
SOU 351827

NS 351699
NS 351701
NS 351702
NS 351705
NS 351706
NS 351716
NS 351720
NS 351722
NS 351723
NS 351729
NS 351736
NS 351739
NS 351757
NS 351765
NS 351772
NS 351781
NS 351782
NS 351784
NS 351790
NS 351791
NS 351794
NS 351797
NS 351803
NS 351810
NS 351812
NS 351813
NS 351819
NS 351827

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 02nd day of October, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

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

ATTEST:

[Signature]
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA))
CITY OF NORFOLK)) ss:

On this *2nd* 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.

Doris B. Heltsou
Notary Public

My Commission expires: AUGUST 31, 1994