



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

RECORDATION NO. 10258
 FILED 1995

M. Gary Lane
 General Solicitor

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

JAN 10 1994 -3 10 PM

INTERSTATE COMMERCE COMMISSION

January 5, 1994

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 January 4, 1994. 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>
4	70-ton boxcars	XPI	SOU 586201, 586232, 586249, 586246

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
9	coal hopper cars	HT	SOU 351755, 351786, 351644, 351658, 351458, 351631, 351446, 351721, and 351688

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 January 4, 1994, with respect to Equipment Trust Agreement with Recordation No. 10258, dated April 15, 1979, covering four (4) box cars, formerly numbered SOU 586201, 586232, 586249, and 586246, changed to NS 458206-NS 458209 inclusively, and nine (9) coal hopper cars, formerly numbered SOU 351755, 351786, 351644, 351658, 351458, 351631, 351446, 351721, and 351688, changed by substituting the road initials to NS.

Very truly yours,



J. Gary Lane

JGL/fms
Enclosures

cc: Citibank, N.A.
5 Hanover Square
New York, New York 10043

JAN 10 1994 - 3 10 PM

No. 2 of 1979

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO FOUR (4) BOXCARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 586201 586232, 586249, AND 586246 AND NINE (9) COAL HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 351755, 351786, 351644, 351658, 351458, 351631, 351446, 351721, AND 351688, 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 586201
SOU 586232
SOU 586249
SOU 586246
SOU 351755
SOU 351786
SOU 351644
SOU 351658
SOU 351458
SOU 351631
SOU 351446
SOU 351721
SOU 351688

NS 458206
NS 458207
NS 458208
NS 458209
NS 351755
NS 351786
NS 351644
NS 351658
NS 351458
NS 351631
NS 351446
NS 351721
NS 351688

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 4th day of January, 1994.

NORFOLK SOUTHERN RAILWAY COMPANY

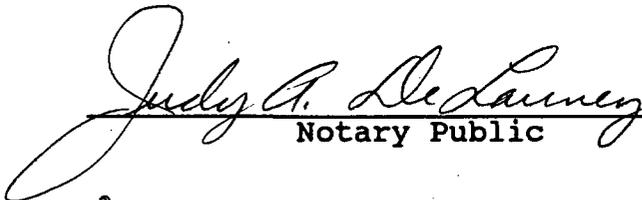
By: William R. [Signature]
Vice President

ATTEST:

Sandra L. Peice
Assistant Corporate Secretary

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

On this 4th day of January, 1994, 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