

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

0100218033

J. Gary Lane
 General Solicitor

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RECORDATION NO. 10258 FILED 142
 MAY 10 1994 - 2 25 PM
 INTERSTATE COMMERCE COMMISSION

LICENSING BRANCH

MAY 10 2 19 PM '94

RECEIVED
 OFFICE OF THE
 SECRETARY

Mr. Sidney L. Strickland, Jr.
 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 three (3) counterparts, properly executed and acknowledged, of the document described below.

This document is a Release and Satisfaction and Bill of Sale, a secondary document, dated as of April 29, 1994. The primary document to which this is connected is recorded under Recordation No. 10258.

The names and addresses of the parties to the secondary document are as follows:

LESSOR/TRUSTEE: Citibank, N.A.
 120 Wall Street
 New York, NY 10043

LESSEE/GUARANTOR: Norfolk Southern Railway Company
 (formerly Southern Railway Company)
 Three Commercial Place
 Norfolk, VA 23510

The equipment originally 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 (both inclusive)</u>
238	Open Top Hopper Cars	HT	351445-351463, 351614-351832
117	70-ton CUF Box Cars	XPI	585550-585666

Handwritten signature

100	EOC Box Cars	XL	582250-582349
50	EOC Box Cars	XL	586200-586249

A fee of \$18.00 is enclosed. Please return two of the original counterparts, 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:

Release and Satisfaction and Bill of Sale dated April 29, 1994, to terminate Equipment Trust Agreement with Recordation No. 10258, dated April 15, 1979, and covering 238 open top hopper cars numbered 351445-351463 and 351614-351832, 117 box cars numbered 585550-585666, 100 box cars numbered 582250-582349, and 50 box cars numbered 586200-586249, all inclusive.

Very truly yours,



J. Gary Lane

jgl
encl.

Interstate Commerce Commission
Washington, D.C. 20423

5/10/94

OFFICE OF THE SECRETARY

J Gary Lane
General Solicitor
Norfolk Southern Corporation
Three Commercial Place
Norfolk VA. 23510-2191

Dear sir:

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on 5/10/94 at 2:25pm , and assigned
recordation number(s). 10258-N

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SOUTHERN RAILWAY EQUIPMENT TRUST
No. 2 of 1979

RECORDATION NO. 10258-N FILED 1425

MAY 10 1994 - 2 23 PM

INTERSTATE COMMERCE COMMISSION

RELEASE AND SATISFACTION AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that Citibank, N. A. (the "Trustee"), Trustee under an Equipment Trust Agreement dated as of April 15, 1979, as supplemented (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (formerly named Southern Railway Company) (the "Railroad"), providing for the formation of Southern Railway Equipment Trust No. 2 of 1979 (the "Equipment Trust"), hereby certifies that all of the principal of the Trust Certificates and dividend warrants attached thereto issued under the Equipment Trust have been fully paid and that all of the obligations of the Railroad under the Agreement have been fully complied with and performed.

WHEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Trustee hereby declares the Agreement to be satisfied and canceled, consents that the same be discharged of record, hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Railroad and its subsidiary companies as their interests may appear, and its or their successors and assigns, as its and their absolute property, all of the Trustee's right, title and interest in and to the railroad equipment subject to the Equipment Trust and releases the Railroad, its successors and assigns, from any and all obligations of the Agreement.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by one of its authorized officers under its corporate seal attested by one of its Senior Trust Officers, this 29th day of APRIL, 1994.

CITIBANK, N. A.

By: 
Title: **P. DeFELICE**
Vice President

ATTEST:


Senior Trust Officer

STATE OF NEW YORK)
COUNTY OF NEW YORK)

On this 29th day of APRIL, 1994, before me,
a Notary Public, personally appeared P. DeFELICE,
to me personally known, who, being by me duly sworn, says he is a
VICE PRESIDENT of Citibank, N. A., that the seal
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
was the free act and deed of said corporation.

Jeffrey Berger
Notary Public

My commission expires:

JEFFRY BERGER
Notary Public, State of New York
No. 01BE5015814
Qualified in Kings County
Commission Expires July 26, 1995

