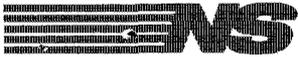


2-052A001



NORFOLK SOUTHERN

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

10642

FEB 21 1992 - 10 20 AM

J. Gary Lane
Senior General Attorney

INTERSTATE COMMERCE COMMISSION

Writer's Direct Dial Number

(804) 629-2818

February 19, 1992

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

FEB 21 10 19 AM '92
NOTOR OPERATIONS UNIT

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 February 19, 1992. The primary document to which this is connected is recorded under Recordation No. 10642.

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

VENDOR/ASSIGNEE: United States Trust Company of New York
114 W. 47th Street
New York, New York 10036

VENDEE: 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>
9	100-ton Covered Hopper Cars	LO	SOU 85387, 85365 85196, 85097 85043, 85261 85291, 85147 85079

Melinda Castello
A. Randolph

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 February 19, 1992, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering nine covered hopper cars, formerly numbered SOU 85387, 85365, 85196, 85097, 85043, 85261, 85291, 85147 and 85079, changed to NS 245040, 245041, 245042, 245043, 245044, 245045, 245046, 245047 and 245048, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

Interstate Commerce Commission
Washington, D.C. 20423

2/21/92

OFFICE OF THE SECRETARY

J. Gary Lane

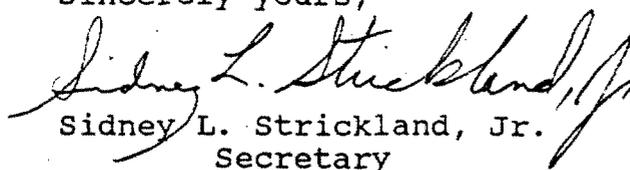
Three Commercial Place

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 2/21/92 at ^{10:30 AM}~~8:30 pm~~, and assigned recordation number(s). 10642-G & 12451-J

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

10642-4

FEB 21 1992 -10 20 AM

CSA 6/15/79

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO NINE (9) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85387, 85365, 85196, 85097, 85043, 85261, 85291, 85147 AND 85079 SUBJECT TO A CONDITIONAL SALE AGREEMENT DATED AS OF JUNE 15, 1979, AMONG NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION) AND ORTNER FREIGHT CAR COMPANY, AND AN AGREEMENT AND ASSIGNMENT DATED AS OF JUNE 15, 1979, AMONG PULLMAN INCORPORATED (PULLMAN STANDARD DIVISION), ORTNER FREIGHT CAR COMPANY, AND UNITED STATES TRUST COMPANY OF NEW YORK, AS AGENT

Old Road Number
Assigned

New Road Number
Assigned

SOU 85387
SOU 85365
SOU 85196
SOU 85097
SOU 85043
SOU 85261
SOU 85291
SOU 85147
SOU 85079

NS 245040
NS 245041
NS 245042
NS 245043
NS 245044
NS 245045
NS 245046
NS 245047
NS 245048

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 19th day of February, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: Henry C. Gray
Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

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

On this *19th* day of *February*, 1992, before me personally appeared *Henry C. Hoff*, 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*