



Norfolk Southern Corporation
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2-157A003

June 3, 1992

10642-N
RECORDED AND INDEXED

JUN 5 1992 10 20 AM

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

INTERSTATE COMMERCE COMMISSION
MAY 5 10 31 AM '92
NOTION 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 June 2, 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>
13	100-ton Covered Hopper Cars	LO	SOU 85326, 85444 85231, 85064 85234, 85214 85174, 85276 85296, 85300 85188, 85367 85287

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 June 2, 1992, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering thirteen covered hopper cars, formerly numbered SOU 85326, 85444, 85231, 85064, 85234, 85214, 85174, 85276, 85296, 85300, 85188, 85367 and 85287, changed to NS 245078, 245079, 245080, 245081, 245082, 245083, 245084, 245085, 245086, 245087, 245088, 245089 and 245090, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

10642-N

JUN 5 1992 10:43 AM MCSA 6/15/79

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO THIRTEEN (13) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85326, 85444, 85231, 85064, 85234, 85214, 85174, 85276, 85296, 85300, 85188, 85367 AND 85287 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

<u>Old Road Number</u> <u>Assigned</u>	<u>New Road Number</u> <u>Assigned</u>
SOU 85326	NS 245078
SOU 85444	NS 245079
SOU 85231	NS 245080
SOU 85064	NS 245081
SOU 85234	NS 245082
SOU 85214	NS 245083
SOU 85174	NS 245084
SOU 85276	NS 245085
SOU 85296	NS 245086
SOU 85300	NS 245087
SOU 85188	NS 245088
SOU 85367	NS 245089
SOU 85287	NS 245090

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 2nd day of June, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: W. W. [Signature]
Vice President

ATTEST:

[Signature]
Assistant Corporate Secretary

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

On this *2nd* day of *June*, 1992, before me personally appeared *H. E. Votz*, 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.

Karen H. Sublett

Notary Public

My Commission expires: *January 31, 1995*