



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

J. Gary Lane  
 Senior General Attorney

Writer's Direct Dial Number  
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July 9, 1992

2-196A012

RECORDATION NO. 10642 FILED 1425

JUL 14 1992 - 10 10 AM

INTERSTATE COMMERCE COMMISSION

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 July 6, 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>
8	100-ton Covered Hopper Cars	LO	SOU 85423, 85202 85333, 85038 85115, 85152 85493, 85445

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 July 6, 1992, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering eight covered hopper cars, formerly numbered SOU 85423, 85202, 85333, 85038, 85115, 85152, 85493 and 85445, changed to NS 245101, 245102, 245103, 245104, 245105, 245106, 245107 and 245108, respectively.

Very truly yours,



J. Gary Lane

jgl  
encl.

JUL 14 1992 - 10 10 AM

CSA 6/15/79  
INTERSTATE COMMERCE COMMISSIONSTATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO EIGHT (8) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85423, 85202, 85333, 85038, 85115, 85152, 85493 AND 85445, 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 85423	NS 245101
SOU 85202	NS 245102
SOU 85333	NS 245103
SOU 85038	NS 245104
SOU 85115	NS 245105
SOU 85152	NS 245106
SOU 85493	NS 245107
SOU 85445	NS 245108

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 6th day of July, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: Henry C. Stoe  
Vice President

ATTEST:

Debra M. Martin  
Assistant Corporate Secretary

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

On this 6th day of July, 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.

Joanie B. Davis  
Notary Public

My Commission expires: MAY 29, 1995

RECORDATION NO. 10642-9  
FILED 1425

JUL 14 1992 - 10 10 AM

INTERSTATE COMMERCE COMMISSION CSA 6/15/79

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO EIGHT (8) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85423, 85202, 85333, 85038, 85115, 85152, 85493 AND 85445, 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 85423  
SOU 85202  
SOU 85333  
SOU 85038  
SOU 85115  
SOU 85152  
SOU 85493  
SOU 85445

NS 245101  
NS 245102  
NS 245103  
NS 245104  
NS 245105  
NS 245106  
NS 245107  
NS 245108

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 6th day of July, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: [Signature]  
Vice President

ATTEST:

[Signature]  
Assistant Corporate Secretary

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

On this *6th* day of *July*, 1992, before me personally appeared *Henry C. Stolf*, 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**