



Norfolk Southern Corporation
 Law Department
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 Norfolk, Virginia 23510-2191

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August 12, 1992

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

RECORDATION NO 10642 FILED 1423

AUG 13 1992 -2 45 PM

INTERSTATE COMMERCE COMMISSION

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 August 7, 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>
3	100-ton Covered Hopper Cars	LO	SOU 85294, 85480 85118

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 August 7, 1992, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering three covered hopper cars, formerly numbered SOU 85294, 85480 and 85118, changed to NS 245129-245131, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO THREE (3) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85294, 85480 AND 85118, 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

SOU 85294
 SOU 85480
 SOU 85118

RECORDATION NO. 10602 FILED IN 1065

AUG 13 1992 - 2:45 PM

INTERSTATE COMMERCE COMMISSION

New Road Number Assigned

NS 245129
 NS 245130
 NS 245131

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 7th day of August, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: *R. J. Williams*
 Vice President

ATTEST:

Debra D. Martin
 Assistant Corporate Secretary

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

On this *7th* day of *August*, 1992, before me personally appeared *L. J. Prillaman*, 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**