



NORFOLK SOUTHERN

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

J. Gary Lane
Senior General Attorney

Writer's Direct Dial Number

(804) 629-2818

May 10, 1993

RECORDATION NO. 10642-AA
FILED 1422

MAY 17 1993 9:50 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 May 7, 1993. 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>
10	100-ton Covered Hopper Cars	LO	SOU 85414, 85484 85182, 85146 85233, 85179 85241, 85221 85354, 85438

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 May 7, 1993, with respect to Conditional Sale Agreement with Recordation No. 10642, dated June 15, 1979, covering ten covered hopper cars, formerly numbered SOU 85414, 85484, 85182, 85146, 85233, 85179, 85241, 85221, 85354 and 85438, changed to NS 245176-245185, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

RECORDATION NO. 10642-AA
FILED 1993

MAY 17 1993 9-50 AM

CSA 6/15/79

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO TEN (10) 100-TON COVERED HOPPER CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 85414, 85484, 85182, 85146, 85233, 85179, 85241, 85221, 85354 AND 85438, 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 85414
SOU 85484
SOU 85182
SOU 85146
SOU 85233
SOU 85179
SOU 85241
SOU 85221
SOU 85354
SOU 85438

NS 245176
NS 245177
NS 245178
NS 245179
NS 245180
NS 245181
NS 245182
NS 245183
NS 245184
NS 245185

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 May, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

By: John P. Rathbone
Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

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

On this 7th day of May, 1993, before me personally appeared John P. Rattliff 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.

Charles R. Collier
Notary Public

My Commission expires: AUGUST 31, 1994