



NORFOLK SOUTHERN

0100011017

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

9578-F
FILED

J. Gary Lane
Senior General Attorney

OCT 12 1993 - 10 35 AM

Writer's Direct Dial Number
(804) 629-2818

INTERSTATE COMMERCE COMMISSION

October 5, 1993

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

RECEIVED
OFFICE OF THE
SECRETARY
OCT 12 10 30 AM '93
LICENSING BRANCH

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission three (3) counterparts, properly executed and acknowledged, of the document described below.

This document is a Release and Satisfaction and Bill of Sale, a secondary document, dated as of August 17, 1993. The primary document to which this is connected is recorded under Recordation No. 9578.

The names and addresses of the parties to the secondary document are as follows:

LESSOR/TRUSTEE: Chemical Bank
55 Water Street
New York, NY 10041

LESSEE/GUARANTOR: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, VA 23510

The equipment originally 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 (both inclusive)</u>
10	B23-7 Diesel-Electric Locomotives	0440	3970-3979
200	Automatic Bottom Dump Hoppers	HTS	390000-390199

Copy sent Sarah [unclear]

SOUTHERN RAILWAY EQUIPMENT TRUST
No. 4 of 1978

9578-E
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INTERSTATE COMMERCE COMMISSION

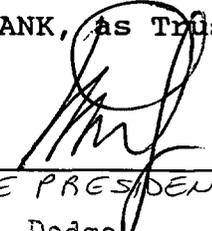
RELEASE AND SATISFACTION AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that Chemical Bank (the "Trustee"), Trustee under an Equipment Trust Agreement dated as of August 1, 1978, as supplemented (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (formerly named Southern Railway Company) (the "Railroad"), providing for the formation of Southern Railway Equipment Trust No. 4 of 1978 (the "Equipment Trust"), hereby certifies that all of the principal of the Trust Certificates and the dividends due thereon or dividend warrants attached thereto, if any, issued under the Equipment Trust have been fully paid and that all of the obligations of the Railroad under the Agreement have been fully complied with and performed.

WHEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Trustee hereby declares the Agreement to be satisfied and canceled, consents that the same be discharged of record, hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Railroad, its successors and assigns, as its and their absolute property, all of the Trustee's right, title and interest in and to the Trust Equipment (as therein defined) subject to the Agreement and releases the Railroad, its successors and assigns, from any and all obligations of the Agreement.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto and its corporate seal to be affixed and attested by its duly authorized officers, this 17th day of August, 1993.

CHEMICAL BANK, as Trustee

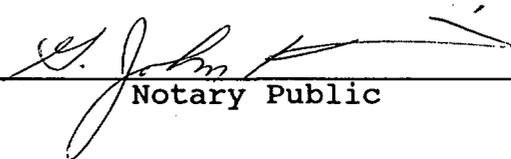
By: 
Title: VICE PRESIDENT
W.B. Dodge

ATTEST:


Assistant Secretary

STATE OF *N.Y.*)
)
COUNTY OF *N.Y.*)

On this *17th* day of *August*, 1993, before me,
a Notary Public, personally appeared *W.B. Dodge*,
to me personally known, who, being by me duly sworn, says he is a
VICE PRESIDENT of Chemical Bank, that the seal
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
was the free act and deed of said corporation.



Notary Public

My commission expires:

G. JOHN KIRSCH
NOTARY PUBLIC, State of New York
No. 4964966
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires April 16, 1994

50	70-ton Box Cars	XL	582200-582249
50	100-ton Box Cars	XL	587000-587049

A fee of \$18.00 is enclosed. Please return two of the original counterparts, 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:

Release and Satisfaction and Bill of Sale dated August 17, 1993, to terminate Equipment Trust Agreement with Recordation No. 9578, dated August 1, 1978, and covering 10 diesel-electric locomotives numbered 3970-3979, 200 bottom dump hopper cars numbered 390000-390199, 50 box cars numbered 582200-582249, and 50 box cars numbered 587000-587049, all inclusive.

Very truly yours,


J. Gary Lane

jgl
encl.