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

J. Gary Lane  
General Solicitor

RECORDATION NO. 11544-A FILED 1425

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SEP 22 1995 - 10 25 AM

INTERSTATE COMMERCE COMMISSION

September 12, 1995

RECEIVED  
OFFICE OF THE  
SECRETARY  
SEP 22 10 17 AM '95  
LICENSING BRANCH

Mr. Sidney L. Strickland, Jr.  
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 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 31, 1995. The primary document to which this is connected is recorded under Recordation No. 11544.

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

VENDOR: FINOVA Capital Corporation (successor to Greyhound Leasing & Financial Corporation)  
P. O. Box 96120  
Chicago, Illinois 60693

VENDEE: Norfolk Southern Railway Company  
(formerly Southern Railway Company)  
Three Commercial Place  
Norfolk, VA 23510

The equipment originally covered by the primary 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>
497	Covered Hopper Cars	LO	from the series 7925-7999 and 8575-8999

99 SD-35 Locomotives C-C from the series  
3000-3099

A fee of \$21.00 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 31, 1995, to terminate Conditional Sale and Security Agreement with Recordation No. 11544, dated February 1, 1980, covering 497 covered hopper cars numbered in the series 7925-7999 and 8575-8999 and 99 locomotives numbered in the series 3000-3099.

Very truly yours,



J. Gary Lane

jgl  
encl.



Interstate Commerce Commission  
Washington, D.C. 20423-0001

9/22/95

Office Of The Secretary

J. Gary Lane  
General Solicitor  
Norfolk Southern Corporation  
Three Commercial Place  
Norfolk, VA., 23510-2191

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/22/95 at 10:25AM, and assigned recordation number(s). 11544-G.

Sincerely yours,

Vernon A. Williams  
Secretary

Enclosure(s)

(0100786018)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

RECORDATION NO. 11544-G  
FILED 1425  
SEP 22 1995 10 25 AM  
INTERSTATE COMMERCE COMMISSION

**SOUTHERN RAILWAY COMPANY  
CONDITIONAL SALE AND SECURITY AGREEMENT  
DATED FEBRUARY 1, 1980**

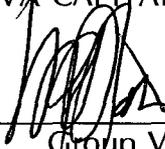
RELEASE AND SATISFACTION AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that FINOVA Capital Corporation successor to Greyhound Leasing & Financial Corporation (the "Seller"), the Seller under a Conditional Sale and Security Agreement dated as of February 1, 1980, as amended (the "Conditional Sale Agreement"), between the Seller and Norfolk Southern Railway Company (formerly named Southern Railway Company) (the "Buyer"), covering certain railroad equipment described in the Conditional Sale Agreement, which Conditional Sale Agreement was recorded with the Interstate Commerce Commission on February 28, 1980 and assigned recordation number 11544, hereby certifies that the Seller has been paid the full indebtedness in respect of the purchase price of the railroad equipment, together with interest and all other payments as provided in the Conditional Sale Agreement, and that all the Buyer's obligations contained in the Conditional Sale 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 Seller hereby declares the Conditional Sale Agreement to be satisfied and canceled, consents that the transfers, sets over, releases and quitclaims unto the Buyer, its successors and assigns, as its and their absolute property, without warranty or guaranty of any kind express or implied, all of the Seller's right, title and interest in and to the railroad equipment of every character described in the Conditional Sale Agreement, without any representation as to the present existence or condition of said equipment or whether it is now in the possession of the Buyer.

IN WITNESS WHEREOF, the Seller has caused its name to be signed hereto by one of its duly authorized officers under its corporate seal, duly attested, this 31 day of August, 1995.

FINOVA CAPITAL CORPORATION

BY: 

Title: Group Vice President



ATTEST:

  
Assistant Secretary

STATE OF ARIZONA     )  
  )  
COUNTY OF MARICOPA )

On this 31 day of August, 1995, before me, a Notary Public,  
personally appeared M. H. Roth, to me personally known, who, being by  
me duly sworn, says he is a Group Vice President of FINOVA Capital Corporation,  
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.

James P. Angel  
Notary Public

My Commission Expires:

2/6/96