



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

J. Gary Lane
General Solicitor

—
Writer's Direct Dial Number

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RECORDATION NO. 11754-L FILED 1425
OCT 7 1994 - 3 25 PM
INTERSTATE COMMERCE COMMISSION

October 5, 1994

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 September 16, 1994. The primary document to which this is connected is recorded under Recordation No. 11754.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

TRUSTEE/LESSOR: Citibank, N.A.
5 Hanover Square
New York, New York 10043

LESSEE/GUARANTOR: 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	Insulated Box Cars	XM	SOU 532134 532266 532117 532122 532227 532125 532250 532216 532246 532174

A fee of \$21.00 is enclosed. Please return three (3) 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 September 16, 1994, with respect to Equipment Trust Agreement with Recordation No. 11754, dated April 15, 1980, covering ten (10) box cars, numbered SOU 532134, 532266, 532117, 532122, 532227, 532125, 532250, 532216, 532246 and 532174, changed to NS 412523, 412524, 412527, 412529, 412530, 412532, 412533, 412534, 412535, and 412536, respectively.

Very truly yours,



J. Gary Lane

Enclosures

cc: Citibank, N.A.
5 Hanover Square
New York, New York 10043

RECORDATION NO. 11754-L FILED 1994

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INTERSTATE COMMERCE COMMISSION

No. 2 of 1980

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO TEN (10) BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 532134, 532266, 532117, 532122, 532227, 532125, 532250, 532216, 532246 AND 532174, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF APRIL 15, 1980, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND CITIBANK, N.A., AS TRUSTEE

Old Road Number Assigned

New Road Number Assigned

SOU 532134
SOU 532266
SOU 532117
SOU 532122
SOU 532227
SOU 532125
SOU 532250
SOU 532216
SOU 532246
SOU 532174

NS 412523
NS 412524
NS 412527
NS 412529
NS 412530
NS 412532
NS 412533
NS 412534
NS 412535
NS 412536

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 16th day of September, 1994.

NORFOLK SOUTHERN RAILWAY COMPANY

By: W. H. R.
Vice President

ATTEST
Cynthia M. Martin
Assistant Corporate Secretary

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

On this *16th* day of September, 1994, before me personally appeared William J. Romig, 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**