



NORFOLK SOUTHERN

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

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Senior General Attorney

Writer's Direct Dial Number

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June 8, 1993

RECORDATION NO. 11926-P FILED 1425

JUN 10 1993 9.15 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 June 8, 1993. The primary document to which this is connected is recorded under Recordation No. 11926.

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

TRUSTEE/LESSOR: Chemical Bank (as successor by merger to Manufacturers Hanover Trust Company)
450 W. 33rd Street
New York, New York 10001

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>
1	70-ton Box Car	XM	SOU 532323

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 June 8, 1993, with respect to Equipment Trust Agreement with Recordation No. 11926, dated July 1, 1980, covering one box car numbered SOU 532323, changed to NS 412514.

Very truly yours,



J. Gary Lane

JGL/jad

Enclosures

RECORDATION NO. 11926-9 FILED 1425

STATEMENT OF NEW NUMBERS JUN 10 1993 9-15AM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO ONE (1) BOX CAR BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBER SOU 532323, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF JULY 1, 1980, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND MANUFACTURERS HANOVER TRUST COMPANY, AS TRUSTEE

Old Road Number
Assigned

New Road Number
Assigned

SOU 532323

NS 412514

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 8th day of June, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

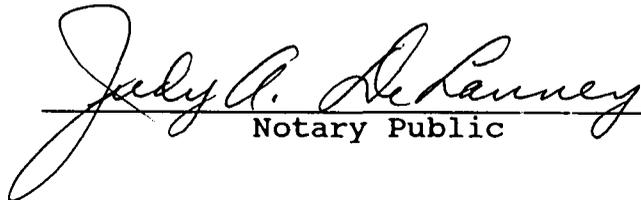
By: [Signature]
Vice President

ATTEST:

[Signature]
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA))
CITY OF NORFOLK) ss:

On this 8th day of June , 1993, before me personally appeared G.C. Durand , 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.



Notary Public

My Commission expires: September 30, 1997