



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

J. Gary Lane
General Solicitor

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

RECORDATION NO. 11966-P FILED 1425

JAN 10 1994 -3 10 PM

INTERSTATE COMMERCE COMMISSION

January 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 three (3) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of January 4, 1994. The primary document to which this is connected is recorded under Recordation No. 11966.

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

TRUSTEE/LESSOR: CoreStates Bank, N.A.
(successor to First Pennsylvania Bank)
510 Walnut Street
Philadelphia, Pennsylvania 19106

LESSEE/GUARANTOR: Norfolk and Western Railway Company
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

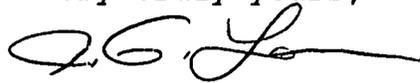
<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
10	Covered Hopper Cars	LO	NW 178883 178977 178899 178963 178924 178850 178649 178852 178921 178922

A fee of \$18.00 is enclosed. Please return two (2) 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 January 4, 1994, with respect to Equipment Trust Agreement with Recordation No. 11966, dated July 1, 1980, covering ten covered hopper cars, numbered NW 178883, 178977, 178899, 178963, 178924, 178850, 178649, 178852, 178921, and 178922, changed to NS 255536, 255538, 255540, 255542, 255543, 255544, 255546, 255548, 255549, and 255550.

Very truly yours,



J. Gary Lane

JGL/fms
Enclosures

cc: CoreStates Bank, N.A.
510 Walnut Street
Philadelphia, Pennsylvania 19106

Mr. R. W. Donald Affleck
Macdonald, Affleck, Cooligan
Suite 1100
200 Elgin Street
Ottawa, Ontario
Canada K2P 1L5

Interstate Commerce Commission
Washington, D.C. 20423

1/12/94

OFFICE OF THE SECRETARY

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

Dear Sir:

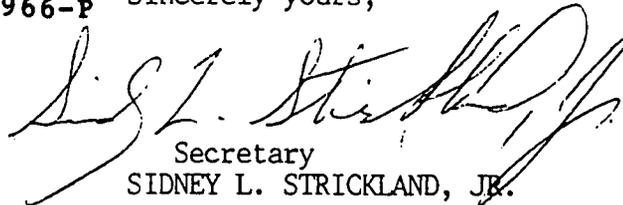
The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,

on 1/10/94 at 3:10pm, and assigned

recordation number(s).

11754-K, 10113-Z, 10058-N, 10258-J 10642-G

11966-P Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

JAN 10 1994 -3 10 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO TEN (10) COVERED HOPPER CARS BEARING THE NORFOLK AND WESTERN RAILWAY COMPANY ROAD NUMBERS NW 178883, 178977, 178899, 178963, 178924, 178850, 178649, 178852, 178921, AND 178922, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF JULY 1, 1980, BETWEEN NORFOLK AND WESTERN RAILWAY COMPANY AND CORESTATES BANK, N.A. (SUCCESSOR TO FIRST PENNSYLVANIA BANK N.A.), AS TRUSTEE

<u>Old Road Number</u> <u>Assigned</u>	<u>New Road Number</u> <u>Assigned</u>
NW 178883	NS 255536
NW 178977	NS 255538
NW 178899	NS 255540
NW 178963	NS 255542
NW 178924	NS 255543
NW 178850	NS 255544
NW 178649	NS 255546
NW 178852	NS 255548
NW 178921	NS 255549
NW 178922	NS 255550

IN WITNESS WHEREOF, Norfolk and Western 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 10th day of January, 1994.

NORFOLK AND WESTERN RAILWAY COMPANY

By: William R. [Signature]
Vice President

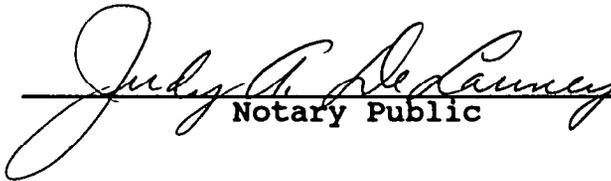
ATTEST:
Sandra J. Lewis
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)

CITY OF NORFOLK)

) ss:
)

On this 4th day of January, 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 and Western 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