

APR 14 1994 - 11 20 AM

INTERSTATE COMMERCE COMMISSION



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

April 11, 1994

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

RECEIVED
 OFFICE OF THE
 SECRETARY
 APR 14 11 15 AM '94
 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 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 March 31, 1994. The primary document to which this is connected is recorded under Recordation No. 12231.

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

- TRUSTEE/LESSOR:** Morgan Guaranty Trust Company
 of New York
 30 West Broadway
 New York, New York 10015
- 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:

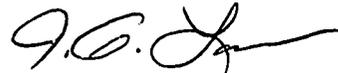
<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
1	100-ton Covered Hopper Car	LO	SOU 88124

A fee of \$18.00 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 March 31, 1994, with respect to Equipment Trust Agreement with Recordation No. 12231, dated October 15, 1980, covering one (1) covered hopper car, numbered SOU 88124, changed to NS 257025.

Very truly yours,



J. Gary Lane

Enclosures

cc: Morgan Guaranty Trust Company
of New York
30 West Broadway
New York, New York 10015

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INTERSTATE COMMERCE COMMISSION

No. 5 of 1980

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO ONE (1) COVERED HOPPER CAR BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBER SOU 88124, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF OCTOBER 15, 1980, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND MORGAN GUARANTY TRUST COMPANY OF NEW YORK, AS TRUSTEE

Old Road Number
Assigned

SOU 88124

New Road Number
Assigned

NS 257025

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 31st day of March, 1994.

NORFOLK SOUTHERN RAILWAY COMPANY

By: William R. [Signature]

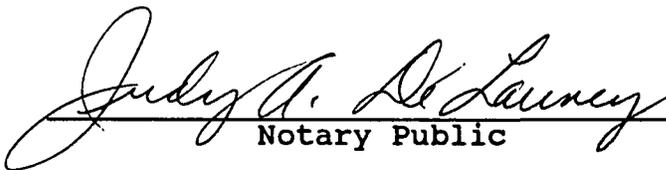
Vice President

ATTEST:

Sandra J. Peirce
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)
) ss:
CITY OF NORFOLK)

On this 31st day of March, 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.



Notary Public

My Commission expires: September 30, 1997