2-111A051

NORFOLK SOUTHERN

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

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

RECORDATION NO 10703-H FILED 1425

APR 20 1992 -3 15 PM

INTERSTATE COMMERCE COMMISSION

J. Gary Lane
Senior General Attorney

April 16, 1992

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

APR 20 3 09 PM '92
MOTOR CARRIER UNIT

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 April 8, 1992. The primary document to which this is connected is recorded under Recordation No. 10703.

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

TRUSTEE/LESSOR: Manufacturers Hanover Trust Company
600 Fifth Avenue
New York, New York 10020

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:

Number of Units	General Description	AAR Symbol	Railroad's Road Numbers (old numbers)
1	100-ton Box Car	XP	SOU 565380

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 April 8, 1992, with respect to Equipment Trust Agreement with Recordation No. 10703, dated August 1, 1979, covering one box car, numbered SOU 565380, changed to NS 463400.

Very truly yours,

J. Gary Lane

jgl
encl.

10703-H

RECORDATION NO. _____ FILED 1425

APR 20 1992 -3 15 PM

INTERSTATE COMMERCE COMMISSION

No. 3 of 1979

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO ONE (1) 100-TON BOX CAR BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBER SOU 565380 SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF AUGUST 1, 1979, 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 565380	NS 463400

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 April, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

By: _____
Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)
) ss:
CITY OF NORFOLK)

On this 8th day of April, 1992, before me personally appeared S. C. Tobias, 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.

Alaris L. Whitson
Notary Public

My Commission expires: AUGUST 31, 1994