



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

J. Gary Lane
 Senior General Attorney

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

July 15, 1993

RECORDATION NO. 10703- A A
 FILED 1425

JUL 16 1993 10:55 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 July 15, 1993. 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: 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>
8	Box Cars	XP, XPI	SOU 565340, 565583 565508, 565352 565403, 565386 565468, 565411

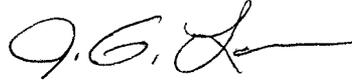
A fee of \$16.00 is enclosed. Please return three of the original counterparts of the document, stamped with the Commission's

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 July 15, 1993, with
respect to Equipment Trust Agreement with Recordation No.
10703, dated August 1, 1979, covering eight box cars,
numbered SOU 565340, 565583, 565508, 565352, 565403,
565386, 565468 and 565411, changed to NS 463439-463441,
463443-463444, and 463446-463448, respectively.

Very truly yours,



J. Gary Lane

jgl
encl.

JUL 19 1993 10:55 AM

INTERSTATE COMMERCE COMMISSION
STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO EIGHT (8) BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 565340, 565583, 565508, 565352, 565403, 565386, 565468 AND 565411, 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 565340
SOU 565583
SOU 565508
SOU 565352
SOU 565403
SOU 565386
SOU 565468
SOU 565411

NS 463439
NS 463440
NS 463441
NS 463443
NS 463444
NS 463446
NS 463447
NS 463448

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 15th day of July, 1993.

NORFOLK SOUTHERN RAILWAY COMPANY

By: William R. [Signature]
Vice President

ATTEST:

[Signature]
Assistant Corporate Secretary

