



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

2-057A013

February 19, 1992

RECORDATION NO. 8652-7 FILED 1425

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

FEB 26 1992 -1 30 PM

INTERSTATE COMMERCE COMMISSION

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 Release and Satisfaction and Bill of Sale, a secondary document, dated as of January 28, 1992. The primary document to which this is connected is recorded under Recordation No. 8652.

The names and addresses of the parties to the secondary document are as follows:

LESSOR/TRUSTEE: Citibank, N.A.  
 120 Wall Street  
 New York, NY 10043

LESSEE/GUARANTOR: Norfolk Southern Railway Company  
 (formerly Southern Railway Company)  
 Three Commercial Place  
 Norfolk, VA 23510

The equipment originally 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 (both inclusive)</u>
300	70-ton Pulpwood Cars	LP	141000-141299
125	Automatic Bottom Dump Hoppers	HTS	79525-79649

FEB 26 1 28 PM '92  
 NO. OF COPIES OF THIS DOCUMENT

125	Woodchip Gondola Cars	GTS	139875-139999
100	Woodchip Hopper Cars	HTS	134225-134324
100	EOC Box Cars	XL	565200-565299
65	RUF Box Cars	XM/XP	530140-530204
2	Depressed Center Flat Cars	FD	50020-50021

A fee of \$16.00 is enclosed. Please return two of the original counterparts, 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:

Release and Satisfaction and Bill of Sale dated January 28, 1992, to terminate Equipment Trust Agreement with Recordation No. 8652, dated January 15, 1977, and covering 300 pulpwood cars numbered 141000-141299, 125 bottom dump hopper cars numbered 79525-79649, 125 woodchip gondola cars numbered 139875-139999, 100 woodchip hopper cars numbered 134225-134324, 100 box cars numbered 565200-565299, 65 box cars numbered 530140-530204, and 2 depressed center flat cars numbered 50020-50021, all inclusive.

Very truly yours,



J. Gary Lane

jgl  
encl.

# Interstate Commerce Commission

Washington, D.C. 20423

2/26/92

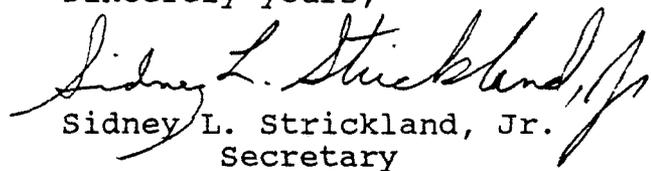
OFFICE OF THE SECRETARY

J. Gary Lane-  
Senior General Attorney  
Norfolk Southern Corporation  
Law Department  
Three Commercial Place  
Norfolk, Virginia 23510-2191

Dear      Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/26/92 at 1:30PM , and assigned recordation number(s). 8652-L.

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

SOUTHERN RAILWAY EQUIPMENT TRUST  
No. 1 of 1977

8652-7  
RECORDED BY FILED IN

FEB 26 1992 -1 30 PM

RELEASE AND SATISFACTION AND BILL OF SALE FEDERAL RESERVE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that Citibank, N. A. (the "Trustee"), Trustee under an Equipment Trust Agreement dated as of January 15, 1977, as supplemented (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (formerly named Southern Railway Company) (the "Railroad"), providing for the formation of Southern Railway Equipment Trust No. 1 of 1977 (the "Equipment Trust"), hereby certifies that all of the principal of the Trust Certificates and dividend warrants attached thereto issued under the Equipment Trust have been fully paid and that all of the obligations of the Railroad under the Agreement have been fully complied with and performed.

WHEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Trustee hereby declares the Agreement to be satisfied and canceled, consents that the same be discharged of record, hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Railroad, its successors and assigns, as its and their absolute property, all of the Trustee's right, title and interest in and to the railroad equipment subject to the Equipment Trust and releases the Railroad, its successors and assigns, from any and all obligations of the Agreement.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by one of its authorized officers under its corporate seal attested by one of its Senior Trust Officers this 28<sup>th</sup> day of JANUARY, 1992.

CITIBANK, N. A.

By: [Signature]  
Title: VICE PRESIDENT

ATTEST:

[Signature]  
Senior Trust Officer

STATE OF NEW YORK )  
 )  
COUNTY OF NEW YORK )

On this 28<sup>th</sup> day of JANUARY, 1992, before me,  
a Notary Public, personally appeared E. DeFELICE  
to me personally known, who, being by me duly sworn, says he is a  
VICE PRESIDENT of Citibank, N. A., that the seal  
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  
was the free act and deed of said corporation.

  
Notary Public

My commission expires:

**NANCY H. FORTE**  
Notary Public, State of New York  
No. 41-4902389  
Qualified in Queens County  
Certificate Filed in New York County  
Commission Expires August 3, 1993