



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

J. Gary Lane
 General Solicitor

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Writer's Direct Dial Number

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RECORDATION NO. 11437-N FILED 1425

OCT 7 1994 - 3 25 PM

INTERSTATE COMMERCE COMMISSION

October 6, 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 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 September 16, 1994. The primary document to which this is connected is recorded under Recordation No. 11437.

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
 60 Wall Street
 New York, New York 10260

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>
2	70-ton Box Cars	XM	SOU 532030 532072

RECEIVED
 OFFICE OF THE
 SECRETARY
 Oct 7 3 20 PM '94
 FORTSMITH BRANCH

A fee of \$21.00 is enclosed. Please return three (3) 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 September 16, 1994, with respect to Equipment Trust Agreement with Recordation No. 11437, dated February 15, 1980, covering two (2) box cars, numbered SOU 532030 and 532072, changed to NS 412526 and 412531, respectively.

Very truly yours,



J. Gary Lane

Enclosures

cc: Morgan Guaranty Trust Company
of New York
60 Wall Street
New York, New York 10260

Interstate Commerce Commission

Washington, D.C. 20423

10/11/94

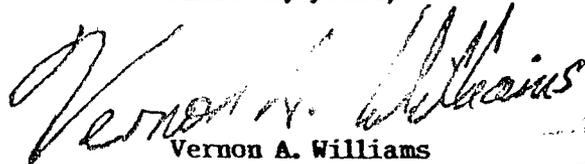
OFFICE OF THE SECRETARY

J. Gary Lane
General Solicitor
Norfolk Southern Corporation
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 10/7/94 at 3:25PM, and assigned recordation number(s). 11437-N, 11754-L, 11926-R, 11966-R, 12231-R, 12451-P, 12784-L and 13099-I.

Sincerely yours,



Vernon A. Williams
Acting Secretary

Enclosure(s)

\$ 168.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



REGISTRATION NO. 11437-N

OCT 7 1994

STATEMENT OF NEW NUMBERS

STATEMENT OF NEW NUMBERS ASSIGNED TO TWO (2) BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 532030 AND 532072, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF FEBRUARY 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

New Road Number Assigned

SOU 532030
SOU 532072

NS 412526
NS 412531

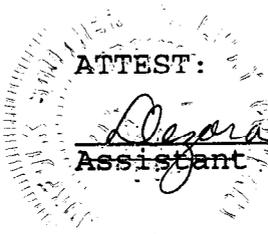
IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 16th day of September, 1994.

NORFOLK SOUTHERN RAILWAY COMPANY

By: William R. King
Vice President

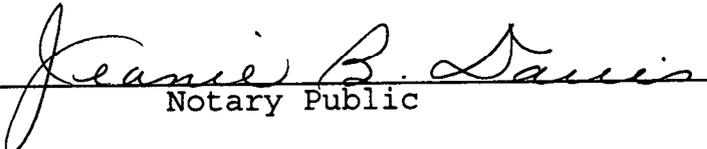
ATTEST:

Dezora M. Martin
Assistant Corporate Secretary



COMMONWEALTH OF VIRGINIA))
CITY OF NORFOLK)) ss:

On this *16th* day of September, 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: **MAY 29, 1995**