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LOUIS G. RECHER  
Assistant General Counsel

April 5, 1995 6100589045

Vernon A. Williams, Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423

RECORDATION NO. 11664-A

APR 10 1995 12 05 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Williams:

On behalf of CSX Transportation, Inc. ("CSXT"), enclosed for filing and recordation under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four (4) counterparts of a Release and Satisfaction and Bill of Sale, dated as of March 1, 1995, executed by The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company, as Trustee under a certain Equipment Trust Agreement, dated as of March 1, 1980, between Mercantile-Safe Deposit and Trust Company and The Chesapeake and Ohio Railway Company, predecessor to CSXT. The Equipment Trust Agreement was filed with the Interstate Commerce Commission on April 11, 1980, and assigned Recordation No. 11664.

The names and addresses of the parties are as follows:

Trustee: The Bank of New York  
101 Barclay Street  
21st Floor  
New York, New York 10286

CSXT: CSX Transportation, Inc.  
500 Water Street  
Jacksonville, Florida 32202

Enclosed is a check in the amount of \$21.00 in payment of the filing fee.

Once this filing has been made, please return to the undersigned time-stamped copies of the Release not needed for your files, together with a time-stamped copy of this letter of transmittal (which is attached for your convenience), the fee receipt and a copy of the letter from the Interstate Commerce Commission acknowledging the filing.

Thanking you in advance for your assistance, I am

Very truly yours,

LGR/dlf

Copy - John C. Eccleston

Counterpart No. 4  
Of 4 Counterparts

REGISTRATION NO. 11664-A

APR 10 1985 12 05 PM

RELEASE AND SATISFACTION AND BILL OF SALE

THE CHESAPEAKE AND OHIO RAILWAY EQUIPMENT TRUST OF 1980

DATED AS OF MARCH 1, 1980

KNOW ALL MEN BY THESE PRESENTS that The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company, Trustee, under a certain Equipment Trust Agreement dated as of March 1, 1980 between Mercantile-Safe Deposit and Trust Company, Trustee, and The Chesapeake and Ohio Railway Company, said Agreement establishing Chesapeake and Ohio Railway Equipment Trust of 1980, hereby certifies that all of the \$14,685,000.00 principal amount of 11.75% Equipment Trust certificates and dividend warrants appertaining thereto issued under said Equipment Trust, have been fully paid or payment duly provided for, and all of the obligations under said Equipment Trust, have been fully complied with and performed.

WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company does hereby declare said Equipment Trust Agreement dated as of March 1, 1980 to be satisfied and canceled and does consent that the same be discharged of record, and further The Bank of New York does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (successor by merger to The Chesapeake and Ohio Railway Company) all of its rights, title, and interest in and to all of the railroad equipment of every character included in the Equipment Trust Agreement dated as of March 1, 1980 and now held by The Bank of New York.

IN WITNESS WHEREOF, The Bank of New York, has caused these presents to be executed in its name by one of its Vice Presidents thereunto duly authorized and its corporate seal to be hereunto affixed and attested by one of its ~~Corporate Trust Officer~~ as of this 1st day of March, 1985.

*Assv. Vice Presidents*

