



NORFOLK SOUTHERN

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

3-011A039

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RECORDATION NO 9120-F FILED 1/25

January 6, 1993 JAN 11 1993 - 1 20 PM

INTERSTATE COMMERCE COMMISSION

JAN 11 1 26 PM '93
NOTARY PUBLIC

Counter parts - Melinda Castello

Mr. Sidney L. Strickland, Jr.
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 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 December 17, 1992. The primary document to which this is connected is recorded under Recordation No. 9120.

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

LESSOR/TRUSTEE: CoreStates Bank, N.A. (formerly
First Pennsylvania Bank N.A.)
510 Walnut Street
Philadelphia, PA 19106

LESSEE/GUARANTOR: Norfolk and Western Railway Company
Three Commercial Place
Norfolk, VA 23510

The equipment originally covered by the primary 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>
46	High Cube Boxcars	XP	861604-861649
267	High Cube Boxcars	XP	861287-861553

72	Open Top Hopper Cars	HT	142206-142277
198	Open Top Hopper Cars	HT	142278-142475

A fee of \$16.00 is enclosed. Please return two 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:

Release and Satisfaction and Bill of Sale dated as of December 17, 1992, to terminate Equipment Trust Agreement with Recordation No. 9120, dated December 1, 1977, and covering 46 boxcars numbered 861604-861649, 267 boxcars numbered 861287-861553, 72 open top hopper cars numbered 142206-142277, and 198 open top hopper cars numbered 142278-142475, all inclusive.

Very truly yours,



J. Gary Lane

jgl
encl.

NORFOLK AND WESTERN RAILWAY EQUIPMENT TRUST
Series No. 6

RECORDATION NO 9120-F FILED 143

JAN 11 1993 - 1 20 PM

RELEASE AND SATISFACTION AND BILL OF SALE
INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that CoreStates Bank, N. A. (successor by merger to First Pennsylvania Bank N.A.) (the "Trustee"), Trustee under an Equipment Trust Agreement dated as of December 1, 1977, as supplemented (the "Agreement"), between the Trustee and Norfolk and Western Railway Company (the "Railroad"), providing for the formation of Norfolk and Western Railway Equipment Trust, Series No. 6 (the "Equipment Trust"), hereby certifies that all of the principal of the Trust Certificates and any 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 (a) declares the Agreement to be satisfied and canceled, (b) consents that the same be discharged of record, (c) hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims (i) unto Pocahontas Development Corporation (an affiliate of the Railroad), its successors and assigns ("Pocahontas"), as its and their absolute property, all of the Trustee's right, title and interest in and to the open-top hopper rail cars numbered CR 486801-486968 (originally numbered NW 142308-142475) subject to the Equipment Trust, and (ii) 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 all other railroad equipment subject to the Equipment Trust, and (d) releases the Railroad and Pocahontas, and their 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 duly authorized officers under its corporate seal attested by one of its Assistant Secretaries, this 17th day of December, 1992.

CORESTATES BANK, N.A.,
as Trustee

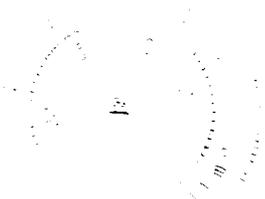
By: J. Bruce Herd
Title: Vice President

ATTEST:

[Signature]
Assistant Secretary
Assistant Vice President

COMMONWEALTH OF PENNSYLVANIA)
) ss.:
COUNTY OF PHILADELPHIA)

On this 17th day of December , 1992, before me,
a Notary Public, personally appeared J. Bruce Herd ,
to me personally known, who, being by me duly sworn, says he is a
Vice President of CoreStates Bank, 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.



Debra S. Butler

Notary Public

My commission expires:

NOTARIAL SEAL
DEBRA S. BUTLER Notary Public
PHILADELPHIA PHILADELPHIA COUNTY
My Commision Expires November 15, 1993