



Norfolk Southern Corporation  
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June 26, 2001  
 EQ84-78

Hand Delivery

Mr. Vernon A. Williams  
 Secretary  
 Surface Transportation Board  
 1925 K Street, N.W.  
 Washington, D. C. 20423-0001

RECORDATION NO. 14912-A  
 JUN 28 '01 9-25 AM  
 TS  
 SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

In accordance with 49 U.S.C. § 11301 and the Board's Rules, I submit herewith for recording with the Board four (4) 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 April 16, 2001. The primary document to which this is connected is recorded under Recordation No. 14912.

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

LESSOR/TRUSTEE: The Bank of New York (successor to Mercantile-Safe Deposit and Trust Company)  
 101 Barclay Street  
 New York, NY 10286

LESSEE/GUARANTOR: Norfolk Southern Railway Company  
 (formerly Southern Railway Company, the name used in the original filing)  
 Three Commercial Place  
 Norfolk, VA 23510

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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 (inclusive)</u>
25	SD60 Diesel-Electric Locomotives General Motors Corporation (Electro-Motive Division)		<b>6604-6628</b>
10	C39-8 Diesel-Electric Locomotives General Electric Company		<b>8614-8623</b>

A recordation fee of \$28.00 will be paid by the person hand-delivering the counterparts, to whom the three extra stamped counterparts are to be returned.

A short summary of the document to appear in the index follows:

Release and Satisfaction and Bill of Sale dated as of April 16, 2001, to terminate Equipment Trust Agreement with Recordation No. 14912, dated as of March 15, 1985, covering 25 diesel-electric locomotives numbered 6604-6628, and 10 diesel-electric locomotives numbered 8614-8623, both inclusive.

Sincerely,

  
James A. Squires

**SOUTHERN RAILWAY EQUIPMENT TRUST  
No. 1 of 1986**

RELEASE AND SATISFACTION AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that The Bank of New York (as successor to Mercantile-Safe Deposit and Trust Company) (the "Trustee"), as trustee under an Equipment Trust Agreement dated as of March 15, 1986, as -- if at all -- modified or supplemented to the date hereof (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (formerly incorporated and doing business under the name of Southern Railway Company) (the "Railroad"), establishing Southern Railway Equipment Trust No. 1 of 1986 (the "Equipment Trust"), hereby certifies that all the interest on, and all the principal of, the Equipment Trust Certificates issued under said Agreement have been fully paid or payment duly provided for, and that all 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 hereby are 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, without warranty or guaranty of any kind, whether express or implied, all the Trustee's right, title and interest in and to all the railroad equipment of every kind and character described in the Agreement, without any representation as to the present existence or condition of said equipment or whether it is now in the possession of Railroad.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by one of its corporate officers under its corporate seal, this 16 day of April, 2001.

**THE BANK OF NEW YORK, as Trustee**

By: Thomas B. Zakrzewski  
Title: \_\_\_\_\_

THOMAS B. ZAKRZEWSKI  
VICE PRESIDENT

ATTEST:

UaM  
Title: \_\_\_\_\_

VICE PRESIDENT

RECORDING NO. 14912-A FILED

JUN 28 '01 9-25 AM

SURFACE TRANSPORTATION BOARD

STATE OF NEW YORK )  
 )  
CITY OF NEW YORK )

On this            day of            2001, before me,  
a Notary Public, personally appeared **THOMAS B. ZAKRZEWSKI**,  
to me personally known, who, being by me duly sworn, says he is a  
**VICE PRESIDENT** of The Bank of New York, 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:

WILLIAM J. CASSELLS  
Notary Public, State of New York  
No. 01CA5027729  
Qualified in Bronx County  
Commission Expires May 16, 2002