

RECORDATION NO. 10877-M FILED

FEB 09 '07 -9 45 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

February 9, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release of Security Interests and Termination of Leases, dated as of February 2, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document releases the interests of each party under any and all leases, subleases, assignments, amendments and any other document previously filed under Recordation Number 10877.

The names and addresses of the parties to the enclosed document are:

Sub-lessor: Consolidated Rail Corporation
1000 Howard Blvd., 4th Floor
Mount Laurel, NJ 08054

Sub-lessees: Norfolk Southern Railway Company (for
itself and as successor to PRR Newco, Inc.)
Three Commercial Place
Norfolk, VA 23510

CSX Transportation, Inc. (for
itself and as successor to NYC Newco, Inc.)
500 Water Street
Jacksonville, FL 32202

Mr. Vernon A. Williams
February 9, 2007
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A description of the railroad equipment covered by the enclosed document is:

51 locomotives: CSXT 1534 – CSXT 1563 (formerly within the series CR 1616 – CR 1683) and NS 1406 – NS 1425 and NS 1437 – NS 1445 (formerly within the series CR 1615 – CR 1684).

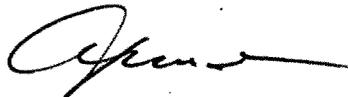
A short summary of the document to appear in the index is:

Release of Security Interests and Termination of Leases.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO. 10877-M FILED

**RELEASE OF SECURITY INTERESTS
AND
TERMINATION OF LEASES**

**FEB 09 '07 -9 45 AM
SURFACE TRANSPORTATION BOARD**

Each of the undersigned, CONSOLIDATED RAIL CORPORATION, NORFOLK SOUTHERN RAILWAY COMPANY (on its own behalf and as successor to PRR NEWCO, INC.) and CSX TRANSPORTATION, INC. (on its own behalf and as successor to NYC NEWCO, INC.), as a party to certain agreements relating to the locomotives listed in Surface Transportation Board Recordation Numbers 10877 and on Schedule A attached hereto, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby terminates, releases and discharges all of its recorded interests in and to all locomotives and all leases, subleases, assignments, amendments, and each and every other document filed under the aforesaid Recordation Numbers.

Dated this 2ND day of FEBRUARY, 2007.

[signature pages follow]

CONSOLIDATED RAIL CORPORATION

By: Joseph W. Rogers

Title: VICE PRESIDENT FINANCE

State of New Jersey)
County of Burlington)

ss:

On this 2nd day of February, 2007, before me personally appeared Joseph W. Rogers, to me personally known, who being by me duly sworn, says that (s)he is a VP Finance, of CONSOLIDATED RAIL CORPORATION and that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kathleen M. Pitt
NOTARY PUBLIC

(Notarial Seal)
My Commission expires:

Kathleen M. Pitt
Notary Public
State of New Jersey
My Commission Expires July 20, 2010

CSX TRANSPORTATION, INC.

By: Peter K. Mills

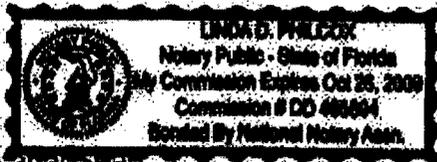
Title: VP FINANCE

State of FLORIDA)

County of DUVAL)

ss:

On this 8th day of February, 2007, before me personally appeared Peter K. Mills, to me personally known, who being by me duly sworn, says that (s)he is a VICE PRESIDENT, of CSX TRANSPORTATION, INC. and that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



(Notarial Seal)

My Commission expires: 10/26/2009

Linda D. Piteck
NOTARY PUBLIC

SCHEDULE A

GP15-1 LOCOS

<u>Original</u>	<u>Unit Number</u>	<u>Current</u>	<u>Unit Number</u>	<u>Original</u>	<u>Unit Number</u>	<u>Current</u>	<u>Unit Number</u>
CR	1616	CSXT	1534	CR	1615	NS	1406
CR	1617	CSXT	1535	CR	1619	NS	1407
CR	1618	CSXT	1536	CR	1621	NS	1408
CR	1620	CSXT	1537	CR	1623	NS	1409
CR	1622	CSXT	1538	CR	1624	NS	1410
CR	1628	CSXT	1539	CR	1625	NS	1411
CR	1629	CSXT	1540	CR	1626	NS	1412
CR	1630	CSXT	1541	CR	1627	NS	1413
CR	1631	CSXT	1542	CR	1634	NS	1414
CR	1632	CSXT	1543	CR	1635	NS	1415
CR	1633	CSXT	1544	CR	1636	NS	1416
CR	1637	CSXT	1545	CR	1638	NS	1417
CR	1639	CSXT	1546	CR	1640	NS	1418
CR	1641	CSXT	1547	CR	1642	NS	1419
CR	1644	CSXT	1548	CR	1643	NS	1420
CR	1645	CSXT	1549	CR	1646	NS	1421
CR	1647	CSXT	1550	CR	1648	NS	1422
CR	1672	CSXT	1559	CR	1649	NS	1423
CR	1673	CSXT	1560	CR	1650	NS	1424
CR	1675	CSXT	1561	CR	1651	NS	1425
CR	1678	CSXT	1562	CR	1671	NS	1437
CR	1683	CSXT	1563	CR	1674	NS	1438
				CR	1676	NS	1439
				CR	1677	NS	1440
				CR	1679	NS	1441
				CR	1680	NS	1442
				CR	1681	NS	1443
				CR	1682	NS	1444
				CR	1684	NS	1445

Note: Locomotives currently marked NS were previously marked PRR.

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

2/9/07



Robert W. Alvord