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SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

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 11197.

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

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

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

19 locomotives: CSXT 1551 – CSXT 1558 (formerly within the series CR 1653 – CR 1669) and NS 1426 – NS 1436 (formerly within the series CR 1652 – CR 1670).

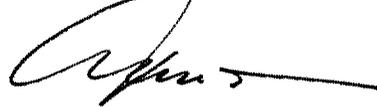
A short summary of the document to appear in the index is:

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,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal stroke extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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

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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 11197 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 V.P. 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

NORFOLK SOUTHERN RAILWAY COMPANY

By: William J. Romie

Title: Vice President & Treasurer

State of VIRGINIA)
CITY)
County of NORFOLK)

SS:

On this 5TH day of February, 2007, before me personally appeared William J. Romie, to me personally known, who being by me duly sworn, says that (s)he is a VP & TREASURER of NORFOLK SOUTHERN RAILWAY COMPANY 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.

Rebecca P. Fagan
NOTARY PUBLIC

(Notarial Seal)
My Commission expires: MARCH 31, 2007

REBECCA P. FAGAN
NOTARY PUBLIC

CSX TRANSPORTATION, INC.

By: P.K. Mills

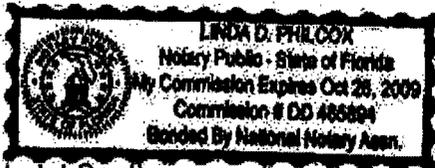
Title: VP FINANCE

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.



Linda D. Philcox
NOTARY PUBLIC

(Notarial Seal)

My Commission expires: 10/26/2009

SCHEDULE A

GP15-1 LOCOS

<u>Original Unit Number</u>	<u>Current Unit Number</u>	<u>Original Unit Number</u>	<u>Current Unit Number</u>
CR 1653	CSXT 1551	CR 1652	NS 1426
CR 1655	CSXT 1552	CR 1654	NS 1427
CR 1657	CSXT 1553	CR 1656	NS 1428
CR 1658	CSXT 1554	CR 1660	NS 1429
CR 1659	CSXT 1555	CR 1661	NS 1430
CR 1664	CSXT 1556	CR 1662	NS 1431
CR 1667	CSXT 1557	CR 1663	NS 1432
CR 1669	CSXT 1558	CR 1665	NS 1433
		CR 1666	NS 1434
		CR 1668	NS 1435
		CR 1670	NS 1436

Note: Locomotives currently marked CSXT were previously marked NYC.

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