

DEC 29 '00 10:59 AM

**SURFACE TRANSPORTATION BOARD**

Mr. Vernon A. Williams

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**Michael J. Baughman, Esq.  
General Electric Company  
2901 East Lake Road  
Building 14-500  
Erie, PA 16531**

December 29, 2000

**VIA HAND DELIVERY**

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001

**Subject: Recordation of Memorandum of  
Temporary User Agreement**

Dear Mr. Williams:

Enclosed for recordation, under the provisions of 49 U.S.C. §11301 and the regulations thereunder, are duplicate originals of a Memorandum of Temporary User Agreement, dated as of November 13, 2000 between General Electric Company ("Lessor") and Norfolk Southern Railway Company ("Lessee"). This is a Primary filing.

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

LESSOR: General Electric Company  
2901 East Lake Road  
Building 14-500  
Erie, Pennsylvania 16531

LESSEE: Norfolk Southern Railway Company  
Three Commercial Place  
Norfolk, Virginia 23510

A general description of the locomotives covered by the enclosed documents is attached hereto as Schedule I. Also enclosed is a remittance in the amount of \$26.00 for the required recording fee.

The undersigned is Counsel to General Electric Company. Please return one original of the enclosed document, stamped to evidence filing, to the party making this filing today.

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

PRIMARY DOCUMENT

Memorandum of Temporary User Agreement dated as of November 13, 2000 between General Electric Company and Norfolk Southern Railway Company relating to twenty-five (25) General Electric Company Model Dash 9-40CW Diesel Electric Locomotives, bearing road numbers NS 9560-NS 9584, inclusive.

Respectfully submitted,

*Michael J. Bangman*

Enclosure

STB Cover Letter

**SCHEDULE I**

**Description of Locomotives**

<u>Number of Locomotives</u>	<u>Type of Equipment</u>	<u>Road Numbers</u>
25	General Electric Model Dash 9-40CW Diesel Electric Locomotives	NS 9560 - NS 9584 (inclusive)

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**MEMORANDUM OF TEMPORARY USER AGREEMENT**

As of the 13th day of November, 2000, General Electric Company, a New York corporation acting through its Transportation Systems Business Operations ("Lessor"), and Norfolk Southern Railway Company, a Virginia corporation ("Lessee"), entered into a Temporary User Agreement by which the twenty-five (25) General Electric Diesel Electric Locomotives described below were leased from Lessor to Lessee.

**Road Numbers**

**Model**

9560-9584, inclusive

Model Dash 9-40CW

In witness whereof, the parties have executed this Memorandum of Temporary User Agreement as of the day and year first above written.

Attest:

**NORFOLK SOUTHERN  
RAILWAY COMPANY**

Larry D. Tyree  
Assistant Secretary

By: William A. Neill, Jr.  
Name WILLIAM A. NEILL, JR.  
Title COUNSEL

Attest:

**GENERAL ELECTRIC COMPANY**

M. J. Baughman  
M. J. Baughman, Attesting Secretary

By: Clifton Anderson  
Clifton Anderson, Manager Global  
Commercial Finance

State of Virginia }  
City of Norfolk }

On this 28th day of December, 2000, before me personally appeared William A. Noel, Jr. to me personally known, who, being by me duly sworn, says that he/she is Counsel of Norfolk Southern Railway Company, that the foregoing instrument was executed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARIAL SEAL]

Edna M. Hobbs  
Notary Public

My Commission expires: 2-28-02

Commonwealth of Pennsylvania }  
County of Erie }

On this 27th day of December, 2000, before me personally appeared Clifton Anderson, to me personally known, who, being by me duly sworn, says that he is Manager, Global Commercial Finance of General Electric Company, that the foregoing instrument was executed 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.

[NOTARIAL SEAL]

Deborah A. Kuhns  
Notary Public

My Commission expires:

Notarial Seal  
Deborah A. Kuhns, Notary Public  
Erie, Erie County  
My Commission Expires Oct. 6, 2003