

AUG 28 '07

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SURFACE TRANSPORTATION BOARD

Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-9241

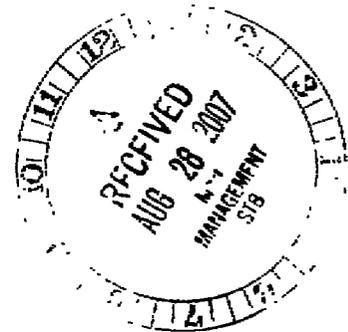
David A. Shelton
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August 23, 2007
EQ000002

VIA DHL EXPRESS

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



Dear Mr. Williams:

Enclosed please find four (4) counterparts, properly executed and acknowledged, of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is a Release and Satisfaction, a secondary document, dated as of August 21, 2007. The primary document to which this is connected is recorded under Recordation No. 17889.

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
Three Commercial Place
Norfolk, VA 23510

Mr. Vernon A. Williams
August 23, 2007
Page 2

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>Road Numbers (inclusive)</u>
50	Dash 8-40C Diesel-Electric Locomotives (General Electric Company)	C-C	8714-8763
30	5,000 cubic ft. Pressure Differential Covered Hoppers	LO	292000-292029
308	120-ton Aluminum Coal Gondola Cars	GT	10323-10630
60	100-ton Coil Steel Gondola Cars	CS15	168800-168859
45	100-ton Coil Steel Gondola Cars	CS14	168300-168344
160	110-ton Coil Steel Rapid Discharge Coal Cars (Thrall Car Manufacturing Co.)	CS-17	167040-167199

A recordation fee of \$35.00 is enclosed pursuant to 49 CFR § 1002.2(f)(83). Please return the two extra counterparts and any others not needed by the Board for recordation to me at the above address.

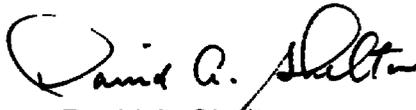
A short summary of the document to appear in the index follows:

Release and Satisfaction dated as of August 21, 2007, to terminate Equipment Trust Agreement with Recordation No. 17889, dated as of August 1, 1992, as supplemented, covering 50 Dash 8-40C diesel-electric locomotives numbered 8714-8763, inclusive; 30 5,000 cubic ft. pressure differential covered hoppers numbered 292000-292029, inclusive; 308 120-ton aluminum coal gondola cars numbered 10323-10630, inclusive; 60 100-ton coil steel gondola cars numbered 168800-168859, inclusive; 45 100-ton coil steel gondola cars numbered

Mr. Vernon A. Williams
August 23, 2007
Page 3

168300-168344, inclusive; and 160 110-ton coil steel rapid discharge cars numbered 167040-167199, inclusive.

Sincerely,



David A. Shelton

Enclosures

**NORFOLK SOUTHERN RAILWAY EQUIPMENT TRUST
Series D**

RELEASE AND SATISFACTION

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 August 1, 1992, as -- if at all -- modified or supplemented to the date hereof (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (the "Railroad"), establishing Norfolk Southern Railway Equipment Trust, Series D (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.

WHEREFORE, the Trustee, pursuant to Section 4.5 of the Agreement, 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 this 21 day of AUG, 2007.

THE BANK OF NEW YORK, as Trustee

By: 

Name: REMO J. REALE
VICE PRESIDENT

Title: _____

STATE OF NEW YORK)
)
CITY OF NEW YORK)

On this 21 day of AUG., 2007, before me, a Notary Public,
personally appeared REMO J. REALE, 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.

Carlos R. Luciano
Notary Public

My commission expires:

CARLOS R. LUCIANO
Notary Public, State of New York
No. 41-4765067
Qualified in Queens County
Commission Expires 4/30/2010