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SURFACE TRANSPORTATION BOARD

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

**David A. Shelton**  
General Attorney

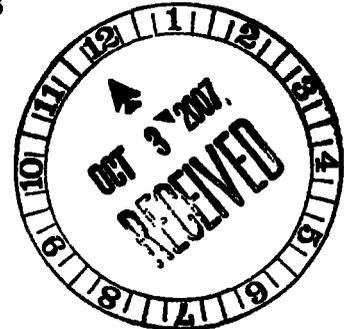
**Writer's Direct Dial Number**

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(757) 823-5781 (fax)  
E-mail: David.Shelton@nscorp.com

September 28, 2007  
EQ000003

**VIA DHL EXPRESS**

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



Dear Mr. Williams:

Enclosed please find two (2) counterparts, properly executed and acknowledged, of each of the documents described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

These documents are: (1) a Termination of Lease Agreement, a secondary document, dated as of August 31, 2007 ("Document #1"); (2) a Release of Lien of Chattel Mortgage and Security Agreement, a secondary document, dated as of August 31, 2007 ("Document #2"); and (3) a Release of Lessor Security Agreement, a secondary document, dated as of August 31, 2007 ("Document #3"). The primary documents to which these secondary documents are connected are recorded under Recordation Nos. 19271, 19272 and 19273, respectively.

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

**Document #1:**

Lessor: SN Locomotive Lease Co., Ltd.  
c/o Sanwa Business Credit Co., Ltd.  
6-1, Nishi-shinjuku 1-chome, Shinjuku-ku  
Tokyo, Japan

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**Lessee:** Norfolk Southern Railway Company  
Three Commercial Place  
Norfolk, Virginia 23510

**Document #2:**

**Security Agent:** The Bank of Tokyo-Mitsubishi UFJ, Ltd., New York  
Branch  
(as successor to The Sanwa Bank Limited, Atlanta  
Agency, the name used in the original filing)  
1251 Avenue of the Americas  
New York, New York 10020-1104

**Document #3:**

**Secured Party:** Norfolk Southern Railway Company  
Three Commercial Place  
Norfolk, Virginia 23510

The equipment originally covered by the documents is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Road Numbers (inclusive)</u>
22	6-Axle Diesel-Electric Locomotives	C-C	8849- 8870

A check in the amount of \$105.00 is enclosed to cover the recordation fee of \$35.00 for each of the documents pursuant to 49 CFR § 1002.2(f)(83). Please return any counterparts not needed by the Board for recordation to me at the above address.

Short summaries of each of the documents to appear in the index follow:

**Document #1:**

Termination of Lease Agreement dated as of August 31, 2007, to terminate the Lease Agreement with Recordation No. 19271 dated as

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of March 2, 1995, covering 22 six-axle diesel-electric locomotives numbered 8849-8870, inclusive.

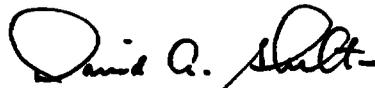
Document #2:

Release of Lien of Chattel Mortgage and Security Agreement dated as of August 31, 2007, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 19272 dated as of March 2, 1995, covering 22 six-axle diesel-electric locomotives numbered 8849-8870, inclusive.

Document #3:

Release of Lessor Security Agreement dated as of August 31, 2007, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 19273 dated as of March 2, 1995, covering 22 six-axle diesel-electric locomotives numbered 8849-8870, inclusive.

Sincerely,

A handwritten signature in black ink, appearing to read "David A. Shelton". The signature is written in a cursive style with a large initial "D" and a long horizontal stroke at the end.

David A. Shelton

Enclosures

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RELEASE OF LESSOR SECURITY AGREEMENT

SURFACE TRANSPORTATION BOARD

KNOW ALL MEN BY THESE PRESENTS, that Norfolk Southern Railway Company (the "Railroad"), as mortgagee under that certain Chattel Mortgage and Security Agreement dated as of March 2, 1995, as - if at all - modified or supplemented to the date hereof (the "Agreement"), by SN Locomotive Lease Co., Ltd. (the "Mortgagor") in favor of the Railroad, hereby certifies that the Agreement has been terminated pursuant to Section 1.4 thereof, to wit: the Railroad has exercised its right to purchase the Items of Equipment (as defined in the Agreement) pursuant to Section 19 of the Lease (as defined in the Agreement), and Mortgagor has delivered to the Railroad a bill of sale with respect to the Items of Equipment.

WHEREFORE, the Railroad, pursuant to Section 1.4 of the Agreement, hereby declares the Agreement to be satisfied and cancelled and consents that the same be discharged of record.

IN WITNESS WHEREOF, the Railroad has caused its name to be signed hereto by one of its corporate officers this 31<sup>ST</sup> day of August, 2007.

NORFOLK SOUTHERN  
RAILWAY COMPANY

By: William J. Romig  
Name: William J. Romig  
Title: Vice President and Treasurer

COMMONWEALTH OF VIRGINIA )  
 )  
CITY OF NORFOLK )

On this 31<sup>ST</sup> day of August, 2007, before me, a Notary Public, personally appeared William J. Romig, to me personally known, who, being by me duly sworn, says he is Vice President and Treasurer of Norfolk Southern Railway Company, that the foregoing 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.

Shelia R. Voorheis  
Notary Public

My commission expires:

My Registration No. 7038212

My Commission Expires October 31, 2010



COMMONWEALTH OF VIRGINIA )  
 )  
CITY OF NORFOLK )

On this 31<sup>ST</sup> day of August, 2007, before me, a Notary Public, personally appeared William J. Romig, to me personally known, who, being by me duly sworn, says he is Vice President and Treasurer of Norfolk Southern Railway Company, that the foregoing 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.

*Shelia R. Soarhis*  
\_\_\_\_\_  
Notary Public

My commission expires:

**My Commission Expires October 31, 2010**

(My Registration No. 7038212



I, the undersigned NOTARY, do hereby certify that \_\_\_\_\_  
\_\_\_\_\_ of SN Locomotive Lease Co., Ltd. (the "Company"), who has been duly authorized to execute and deliver the foregoing instrument for and on behalf of the Company, being legally established and existing under the laws of Japan and having its registered office at \_\_\_\_\_ has executed in my very presence the foregoing instrument.

Dated this \_\_\_ day of \_\_\_\_\_, 2007.

\_\_\_\_\_  
Notary

Tokyo Legal Affairs Bureau, Japan