

AUG 29 '08

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LAW OFFICES OF
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August 29, 2008

Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
Washington, DC 20423

Dear Acting Secretary Quinlan:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Notice of Railcar Renumbering, a secondary document, dated as of August 29, 2008. The primary document to which this is connected is recorded under Recordation No. 20035. We request that this document be recorded under Recordation No. 20035-M.

The name and address of the party to the Notice of Railcar Renumbering is:

Borrower:

CSX Transportation, Inc.
500 Water Street
Jacksonville, FL 32202

A description of the equipment covered by the Notice of Railcar Renumbering consists of 12 SD-80MAC locomotives numbered CSXT 800-811, inclusive, being renumbered to CSXT 4590-4601, inclusive, respectively.

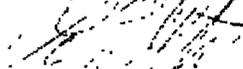
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A fee of \$ 41.00 is enclosed. Please return a copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: a Notice of Railcar Renumbering by CSX Transportation, Inc., 500 Water Street, Jacksonville, FL 32202, covering 12 SD-80MAC locomotives numbered CSXT 800-811, inclusive, being renumbered to CSXT 4590-4601, inclusive, respectively.

Very Truly Yours,



Louis E. Gitomer

Enclosure

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SURFACE TRANSPORTATION BOARD

NOTICE OF RAILCAR RENUMBERING

WHEREAS, CSX Transportation, Inc. ("CSXT"), assignee of Consolidated Rail Corporation, as lessee, and Silver Locomotive Lease Co., Ltd ("Silver"), as lessor, entered a Memorandum of Lease Agreement (Conrail 1996A-Y) dated as of April 30, 1996, which was recorded at the Surface Transportation Board (the "Board") at 10:30 am on April 30, 1996 under Recordation No. 20035 for 14 SD80 MAC locomotives numbered CR 4114-4127, inclusive (the "14 Locomotives"), including five SD80 MAC locomotives numbered CR 4116, 4121, 4122, 4124, and 4125, which were renumbered CSXT 807-811, inclusive, respectively (the "Five Locomotives"); and

WHEREAS, CSXT, as lessee, Silver, as lessor, and Wilmington Trust Company ("WTC"), as indenture trustee, entered a Memorandum of Trust Indenture and Security Agreement (Conrail 1996A-Y) dated as of April 30, 1996, which was recorded at the Board at 10:30 am on April 30, 1996 under Recordation No. 20035-A for the 14 Locomotives; and

WHEREAS, CSXT, as lessee, and Silver, as lessor, entered a Memorandum of Lease Supplement No. 1 (Conrail 1996A-Y) dated as of April 30, 1996, which was recorded at the Board at 10:30 am on April 30, 1996 under Recordation No. 20035-B for the 14 Locomotives; and

WHEREAS, CSXT, as lessee, Silver, as lessor, and WTC, as indenture trustee, entered a Memorandum of Trust Indenture Supplement No. 1 (Conrail 1996A-Y) dated as of April 30, 1996, which was recorded at the Board at 10:30 am on April 30, 1996 under Recordation No. 20035-C for the 14 Locomotives; and

WHEREAS, CSXT, as lessee, and Silver, as lessor, entered a Memorandum of Lessor Security Agreement (Conrail 1996A-Y) dated as of April 30, 1996, which was recorded at the Board at 10:30 am on April 30, 1996 under Recordation No. 20035-D for the 14 Locomotives; and

WHEREAS, CSXT, as assignor, and Silver, as assignee, entered a Memorandum of Assignment Agreement (Conrail 1996A-Y) dated as of April 30, 1996, which was recorded at the Board at 10:30 am on April 30, 1996 under Recordation No. 20035-E for the 14 Locomotives; and

WHEREAS, a Statement of New Reporting Marks dated as of October 6, 1998 by CSXT was recorded at the Board at 1:15 pm on October 8, 1998 under Recordation No. 20035-G for five SD80MAC locomotives numbered CSXT 807-811, inclusive, formerly numbered CR 4116, 4121, 4122, 4124, and 4125, respectively (the "Five Locomotives"); and

WHEREAS, a CSXT and NYC Newco, Inc. entered a Memorandum of Sublease and Assignment NYC-L196Y, which was recorded at the Board at 3:40 pm on August 17, 2004 under Recordation No. 20035-J for seven SD80MAC locomotives numbered CSXT 800-806, inclusive, formerly numbered CR 4100, 4104, 4107, 4108, 4110, 4112, and 4113, respectively (the "Seven Locomotives").

SCHEDULE A-RENUMBERED LOCOMOTIVES

OLD NUMBER	NEW NUMBER
CSXT 800	CSXT 4590
CSXT 801	CSXT 4591
CSXT 802	CSXT 4592
CSXT 803	CSXT 4593
CSXT 804	CSXT 4594
CSXT 805	CSXT 4595
CSXT 806	CSXT 4596
CSXT 807	CSXT 4597
CSXT 808	CSXT 4598
CSXT 809	CSXT 4599
CSXT 810	CSXT 4600
CSXT 811	CSXT 4601