

AUG 29 '08

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LAW OFFICES OF
LOUIS E. GITOMER

SURFACE TRANSPORTATION BOARD

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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. 22604. We request that this document be recorded under Recordation No. 22604-B.

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 50 SD-70MAC locomotives numbered CSX 725-774, inclusive, being renumbered to CSX 4525-4574, inclusive, respectively.

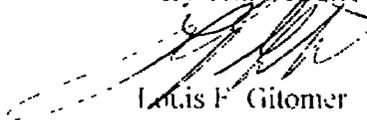
Honorable Anne K. Quinlan
August 29, 2008
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A fee of \$ 41.00 is enclosed. Please return a copy by email to:

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 50 SD-70MAC locomotives numbered CSXT 725-774, inclusive, being renumbered to CSX 4525-4574, inclusive, respectively.

Very Truly Yours,



Louis E. Gitomer

Enclosure

SURFACE TRANSPORTATION BOARD

NOTICE OF RAILCAR RENUMBERING

WHEREAS, CSX Transportation, Inc. ("CSXT"), as borrower, and Allfirst Bank ("Allfirst"), as security trustee, entered a Memorandum of Mortgage and Security Agreement dated as of December 15, 1999, which was recorded at the Board at 9:05 am on December 15, 1999 under Recordation No. 22604 for 25 SD-70MAC locomotives numbered CSXT 725-746, inclusive, 748, 751, and 752 (the "First Locomotives"); and

WHEREAS, CSXT, as borrower, and Allfirst, as security trustee, entered a Mortgage Supplement No. 2 (CSXT 1999) dated as of April 12, 1999, which was recorded at the Board at 8:32 am on April 12, 2000 under Recordation No. 22604-A for 25 SD-70MAC locomotives numbered CSXT 747, 749, 750, and 753-774, inclusive (the "Second Locomotives").

NOW THEREFORE, TAKE NOTICE THAT CSXT has renumbered the First Locomotives and the Second Locomotives as set forth on Schedule A attached hereto.

IN WITNESS WHEREOF, this Notice of Railcar Renumbering has been executed by an authorized signatory of CSXT, as of August 27, 2008.

CSX TRANSPORTATION, INC.
as Borrower

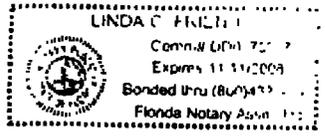
By: [Signature] [SEAL]
Name: THOMAS R. SMITH
Title: DIRECTOR LOCOMOTIVE PLANNING

STATE OF FLORIDA)
) ss.
COUNTY OF DUVALL)

On this 27TH day of August, 2008, before me appeared THOMAS R. SMITH the person who signed this instrument, who acknowledged that (s)he is the DIRECTOR LOCOMOTIVE PLAN of CSX TRANSPORTATION, INC. and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Signature]
Notary Public

My commission expires:
11-11, 08



SCHEDULE A-RENUMBERED LOCOMOTIVES

OLD NUMBER	NEW NUMBER
CSXT 725	CSXT 4525
CSXT 726	CSXT 4526
CSXT 727	CSXT 4527
CSXT 728	CSXT 4528
CSXT 729	CSXT 4529
CSXT 730	CSXT 4530
CSXT 731	CSXT 4531
CSXT 732	CSXT 4532
CSXT 733	CSXT 4533
CSXT 734	CSXT 4534
CSXT 735	CSXT 4535
CSXT 736	CSXT 4536
CSXT 737	CSXT 4537
CSXT 738	CSXT 4538
CSXT 739	CSXT 4539
CSXT 740	CSXT 4540
CSXT 741	CSXT 4541
CSXT 742	CSXT 4542
CSXT 743	CSXT 4543
CSXT 744	CSXT 4544
CSXT 745	CSXT 4545
CSXT 746	CSXT 4546
CSXT 747	CSXT 4547
CSXT 748	CSXT 4548
CSXT 749	CSXT 4549
CSXT 750	CSXT 4550
CSXT 751	CSXT 4551
CSXT 752	CSXT 4552
CSXT 753	CSXT 4553
CSXT 754	CSXT 4554
CSXT 755	CSXT 4555
CSXT 756	CSXT 4556
CSXT 757	CSXT 4557
CSXT 758	CSXT 4558
CSXT 759	CSXT 4559
CSXT 760	CSXT 4560
CSXT 761	CSXT 4561
CSXT 762	CSXT 4562
CSXT 763	CSXT 4563
CSXT 764	CSXT 4564
CSXT 765	CSXT 4565
CSXT 766	CSXT 4566
CSXT 767	CSXT 4567

CSXT 768
CSXT 769
CSXT 770
CSXT 771
CSXT 772
CSXT 773
CSXT 774

CSXT 4568
CSXT 4569
CSXT 4570
CSXT 4571
CSXT 4572
CSXT 4573
CSXT 4574