

SEP 03 '09

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

SURFACE TRANSPORTATION BOARD

David A. Shelton  
General Attorney

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September 2, 2009  
EQ000003

**VIA UPS**

Ms. Anne K. Quinlan  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20024

Dear Ms. Quinlan:

Enclosed please find for recordation pursuant to Section 11301 of Title 49 of the U.S. Code one properly executed and acknowledged original and one certified copy of each of Document #1 and Document #3 and two (2) counterparts, properly executed and acknowledged, of Document #2.

These documents are: (1) a Release of Lien of Chattel Mortgage and Security Agreement, a secondary document, dated as of July 31, 2009 ("Document #1"); (2) a Release of Lessor Security Agreement, a secondary document, dated as of July 31, 2009 ("Document #2"); and (3) a Termination of Lease Agreement, a secondary document, dated as of July 31, 2009 ("Document #3"). The primary documents to which these secondary documents are connected are recorded under Recordation Nos. 20002, 20003 and 20004, respectively.

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

**Document #1:**

**Mortgagee:** Deutsche Bank AG, London Branch (as assignee of The Asahi Bank, Ltd., the name used in the original filing)  
Winchester House  
1 Great Winchester Street  
London EC2N 2DB

Ms. Anne K. Quinlan  
September 2, 2009  
Page 2

Document #2:

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

Document #3:

Lessor: SL Robin Ltd.  
c/o Showa Leasing Co., Ltd.  
1-7-12 Shinonome  
Koto-ku, Tokyo, Japan

Lessee: 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>
37	General Electric Dash 9-40CW Locomotives	C-C	8972 - 9008

A check in the amount of \$123.00 is enclosed to cover the recordation fee of \$41.00 for each of the documents pursuant to 49 CFR § 1002.2(f)(83). Please return any counterparts/copies 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:

Ms. Anne K. Quinlan  
September 2, 2009  
Page 3

Document #1:

Release of Lien of Chattel Mortgage and Security Agreement dated as of July 31, 2009, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 20002 dated as of April 1, 1996, covering 37 General Electric Dash 9-40CW diesel-electric locomotives numbered 8972-9008, inclusive.

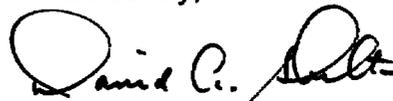
Document #2:

Release of Lessor Security Agreement dated as of July 31, 2009, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 20003 dated as of April 1, 1996, covering 37 General Electric Dash 9-40CW diesel-electric locomotives numbered 8972-9008, inclusive.

Document #3:

Termination of Lease Agreement dated as of July 31, 2009, to terminate the Lease Agreement with Recordation No. 20004 dated as of April 1, 1996, covering 37 General Electric Dash 9-40CW diesel-electric locomotives numbered 8972-9008, inclusive.

Sincerely,

A handwritten signature in black ink, appearing to read "David A. Shelton". The signature is stylized with a large initial "D" and a long horizontal stroke.

David A. Shelton

Enclosures

**Release of Lien of Chattel Mortgage and Security Agreement**

KNOW ALL MEN BY THESE PRESENTS, that Deutsche Bank AG, London Branch (as assignee of The Asahi Bank, Ltd.) (the "**Bank**"), under that certain Chattel Mortgage and Security Agreement dated as of April 1, 1996 (as supplemented by that certain Chattel Mortgage Supplement dated as of April 30, 1996 among the parties, and as may have been further supplemented, amended or otherwise modified from time to time, the "**Agreement**"), by SL Robin Ltd., as Borrower, in favor of the Bank, as Security Agent, hereby certifies that the Lien (as defined in the Agreement) has been terminated as contemplated by Section 11.1 of the Agreement.

WHEREFORE, the Bank, pursuant to Section 11.1 of the Agreement, hereby declares the Lien to be satisfied and released and consents that the same be discharged of record.

RECORDATION NO. 20002-7 FILED

SEP 03 '09

4:16 PM

SURFACE TRANSPORTATION BOARD

IN WITNESS WHEREOF, the Bank has caused its name to be signed hereto by two of its authorised signatories this 31 day of July, 2009.

DEUTSCHE BANK AG, LONDON BRANCH

By:



Name:

Title:

DAVID MOFFAT  
LEGAL COUNSEL

By:



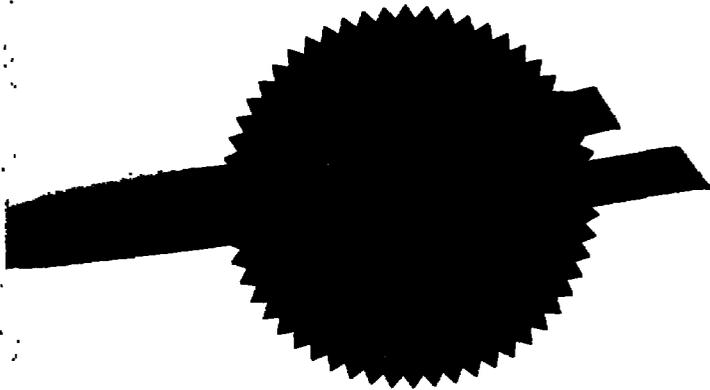
Name:

Title:

ADAM KLIMEŠ  
LEGAL COUNSEL

England and Wales )  
City of London )

On this 31<sup>st</sup> day of July, 2009, before me, a Notary Public of England and Wales, personally appeared David James Moffat and Adam Martin Klimes, to me personally known, who, being by me duly sworn, say they are Authorized Signatories of Deutsche Bank AG, London Branch, the corporation described in and which executed the foregoing Release of Lien of Chattel Mortgage and Security Agreement; and that they signed their names thereto pursuant to the authority granted to them by the Board of Directors of said corporation.



  
\_\_\_\_\_  
Notary Public London, England  
(Nigel P. Ready)  
(My commission expires with Life)

**Certificate of Filer**

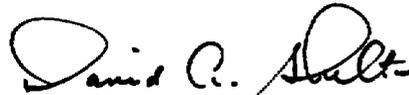
September 2, 2009

I, David A. Shelton, as filer of that certain Release of Lien of Chattel Mortgage and Security Agreement dated as of July 31, 2009 (the "Document"), with the U.S. Surface Transportation Board, do hereby certify as follows pursuant to 49 C.F.R. § 1177.3(b):

1. I have compared the copy of the Document attached hereto with the original Document and found the copy to be complete and identical in all respects to the original Document.

2. I declare under penalty of perjury that the foregoing is true and correct.

WITNESS my hand as of the date first above written.

A handwritten signature in black ink, appearing to read "David A. Shelton", written over a horizontal line.

David A. Shelton