

SEP 03 '09

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SURFACE TRANSPORTATION BOARD

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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

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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:

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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.

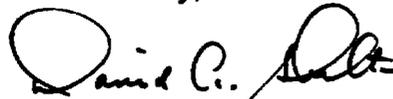
Document #2:

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 extending to the right.

David A. Shelton

Enclosures

Termination of Lease Agreement

KNOW ALL MEN BY THESE PRESENTS, that Norfolk Southern Railway Company (the "Railroad"), as lessee, and SL Robin Ltd. (the "Lessor"), as lessor, under that certain Lease Agreement dated as of April 1, 1996 (as supplemented by the lease supplement dated as of April 30, 1996) (the "Agreement"), hereby certify that the Agreement has been terminated pursuant to Sections 3 and 19 thereof, to wit: the Lease Expiry Date (as defined in the Agreement) has occurred, the Railroad has exercised its right to purchase the Items of Equipment (as defined in the Agreement), and the Lessor has delivered to the Railroad a bill of sale with respect to the Items of Equipment.

This instrument may be executed by the parties hereto in two or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument.

WHEREFORE, the Railroad and the Lessor, pursuant to Section 3 of the Agreement, hereby declare the Agreement to be terminated and consent that the same be discharged of record.

RECORDATION NO 20004-B FILED

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SURFACE TRANSPORTATION BOARD

Termination of Lease Agreement

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their representatives duly authorized in that behalf on this 31ST day of July, 2009.

NORFOLK SOUTHERN RAILWAY COMPANY

By: Marta R. Stewart

Name: Marta R. Stewart

Title: Vice President and Treasurer

SL ROBIN LTD.

By: _____

Name: _____

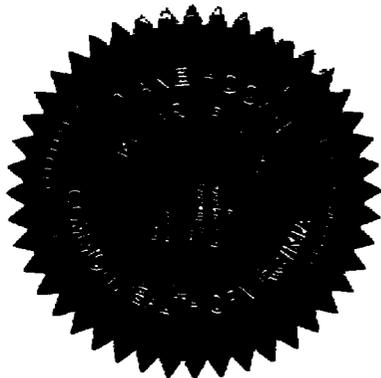
Title: _____

COMMONWEALTH OF VIRGINIA)
)
CITY OF NORFOLK)

On this 31ST day of July, 2009, before me, a Notary Public, personally appeared Marta E. Stewart, to me personally known, who, being by me duly sworn, says she 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 she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Diane Hogan
Notary Public

My commission expires: June 30. 2013



IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed by their representatives duly authorized in that behalf on this 31st day of July, 2009.

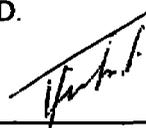
NORFOLK SOUTHERN RAILWAY COMPANY

By: _____

Name: _____

Title: _____

SL ROBIN LTD.

By:  _____

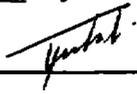
Name: TORU FUKAHORI

Title: Director

I, TORU FUKAHORI, certify that I am the Director of SL Robin Ltd., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that the instrument was signed and sealed on behalf of the corporation by authority of its Board of Directors, and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the corporation. I further certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on this 31st day of July, 2009.

By: _____



Certificate of Filer

September 2, 2009

I, David A. Shelton, as filer of that certain Termination of Lease 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 (excluding the signature and notarization on behalf of Norfolk Southern Railway Company, which are original) 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