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RECORDATION NO. 18834-A FILED

NOV 13 '09

10-24 AM

SURFACE TRANSPORTATION BOARD

David A. Shelton  
General Attorney

NOV 12 2009

November 11, 2009  
EQ000002

**VIA UPS**

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
Washington, DC 20423-0001

Dear Sir or Madam:

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

This document is a Release and Satisfaction, a secondary document, dated as of October 15, 2009. The primary document to which this is connected is recorded under Recordation No. 18834.

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

Lessor/Trustee: The Bank of New York Mellon (successor to Mercantile-Safe Deposit and Trust Company)  
101 Barclay Street  
New York, NY 10286

Lessee/Guarantor: Norfolk Southern Railway Company  
Three Commercial Place  
Norfolk, VA 23510

Chief, Section of Administration  
Office of Proceedings  
November 11, 2009  
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The equipment originally covered by the document is generally described as follows:

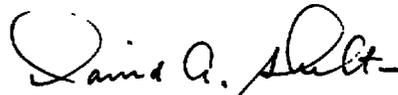
<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Road Numbers (inclusive)</u>
25	4-axle SD70 Diesel-Electric Locomotives	C-C	<b>2532-2556</b>
274	100-ton Aluminum Rapid Discharge Coal Hoppers	HTS	<b>376002-376275</b>
50	100-ton Aluminum Rapid Discharge Coal Hoppers	HTS	<b>376276-376325</b>

A recordation fee of \$41.00 is enclosed 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.

A short summary of the document to appear in the index follows:

Release and Satisfaction dated as of October 15, 2009, to terminate Equipment Trust Agreement with Recordation No. 18834, dated as of June 1, 1994, covering 25 SD70 diesel-electric locomotives numbered 2532-2556, inclusive; 274 100-ton aluminum rapid discharge coal hoppers numbered 376002-376275, inclusive; and 50 100-ton aluminum rapid discharge coal hoppers numbered 376276-376325, inclusive.

Sincerely,



David A. Shelton

Enclosures

SURFACE TRANSPORTATION BOARD

**NORFOLK SOUTHERN RAILWAY EQUIPMENT TRUST  
Series F**

RELEASE AND SATISFACTION

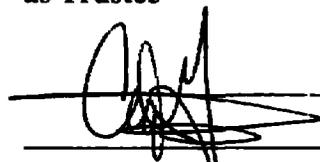
KNOW ALL MEN BY THESE PRESENTS, that The Bank of New York Mellon (as successor to Mercantile-Safe Deposit and Trust Company) (the "Trustee"), as trustee under an Equipment Trust Agreement dated as of June 1, 1994, as -- if at all -- modified or supplemented to the date hereof (the "Agreement"), between the Trustee and Norfolk Southern Railway Company (the "Railroad"), establishing Norfolk Southern Railway Equipment Trust, Series F (the "Equipment Trust"), hereby certifies that all the interest on, and all the principal of, the Equipment Trust Certificates issued under said Agreement have been fully paid or payment duly provided for.

WHEREFORE, the Trustee, pursuant to Section 4.5 of the Agreement, hereby declares the Agreement to be satisfied and canceled, consents that the same be discharged of record, hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Railroad, its successors and assigns, as its and their absolute property, without warranty or guaranty of any kind, whether express or implied, all the Trustee's right, title and interest in and to all the railroad equipment of every kind and character described in the Agreement, without any representation as to the present existence or condition of said equipment or whether it is now in the possession of Railroad.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by one of its corporate officers this 15 day of October, 2009.

**THE BANK OF NEW YORK MELLON,  
as Trustee**

By: \_\_\_\_\_



Name: \_\_\_\_\_

**CHRISTOPHER GREENE  
VICE PRESIDENT**

Title: \_\_\_\_\_

STATE OF NEW YORK    )  
  )  
CITY OF NEW YORK    )

On this 15 day of OCTOBER, 2009, before me, a Notary Public, personally appeared CHRISTOPHER GREENE, to me personally known, who, being by me duly sworn, says he is a VICE PRESIDENT of The Bank of New York Mellon, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said 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.

  
Notary Public

My commission expires:

**CARLOS R. LUCIANO**  
Notary Public, State of New York  
No. 41-4765897  
Qualified in Queens County  
Commission Expires April 30, 2010