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

David A. Shelton
General Attorney

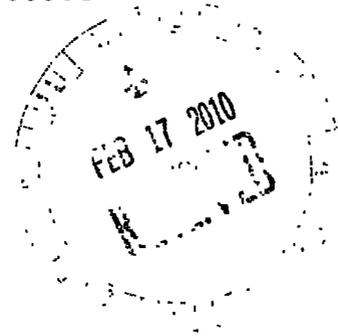
SURFACE TRANSPORTATION BOARD

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February 16, 2010
EQ000003

VIA UPS

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024



Dear Sir or Madam:

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

These documents are: (1) a Termination of Lease Agreement, a secondary document, dated as of February 8, 2010 ("Document #1"); (2) a Release by the Agent, a secondary document, dated as of March 20, 2007 ("Document #2"); and (3) a Release by the Lessee, a secondary document, dated as of February 8, 2010 ("Document #3"). The primary documents to which these secondary documents are connected are recorded under Recordation Nos. 20543, 20544 and 20545, respectively.

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

Document #1:

Lessor: Leone Lease Ltd.
Citicorp Center
2-3-14 Higashi-Shinagawa
Shinagawa-ku, Tokyo
140-8639
Japan

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

Document #2:

Mortgagee: WestLB AG, Tokyo Branch (as assignee of Citicorp USA, Inc.,
the name used in the original filing)
Roppongi Hills Mori Tower, 37th Floor
6-10-1 Roppongi
Minato-ku
Tokyo 106-6137
Japan

Document #3:

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

The equipment 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>
39	General Electric Dash 9-40CW Locomotives	C-C	9010, 9016- 9053

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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:

Document #1:

Termination of Lease Agreement dated as of February 8, 2010, to terminate the Lease Agreement with Recordation No. 20543 dated as of February 5, 1997, covering 39 General Electric Dash 9-40CW diesel-electric locomotives numbered 9010 and 9016-9053, inclusive.

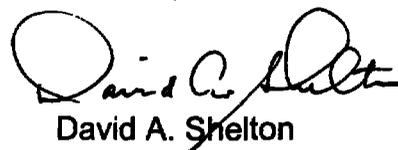
Document #2:

Release by the Agent dated as of March 20, 2007, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 20544 dated as of February 5, 1997, covering 39 General Electric Dash 9-40CW diesel-electric locomotives numbered 9010 and 9016-9053, inclusive.

Document #3:

Release by the Lessee dated as of February 8, 2010, to terminate the security interest under Chattel Mortgage and Security Agreement with Recordation No. 20545 dated as of February 5, 1997, covering 39 General Electric Dash 9-40CW diesel-electric locomotives numbered 9010 and 9016-9053, inclusive.

Sincerely,



David A. Shelton

Enclosures

RECORDATION NO. 20544-1 FILED

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SURFACE TRANSPORTATION BOARD

RELEASE BY THE AGENT

KNOW ALL MEN BY THESE PRESENTS, that WestLB AG, Tokyo Branch (as successor to the rights and interests of Westdeutsche Landesbank Girozentrale, Tokyo Branch) (the "Bank"), under that certain Chattel Mortgage and Security Agreement dated as of February 5, 1997, as -- if at all -- modified or supplemented to the date hereof (the "Agreement"), by Leone Lease 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 cancelled and consents that the same be discharged of record.

IN WITNESS WHEREOF, the Bank has caused its name to be signed hereto by one of its corporate officers this 20th day of March, 2007.

WESTLB AG, TOKYO BRANCH (as successor to the rights and interests of Westdeutsche Landesbank Girozentrale, Tokyo Branch)

By:

Name:

Nakai Yu

Title:

Attorney in Fact

KYOBASHI NOTARY OFFICE

1-10, KYOBASHI 1-CHOME, CHUO-KU,
TOKYO 104-0031, JAPAN

PHONE: 81-03-3271-4677
FAX: 81-03-3271-3606

Registered No. 378

NOTARIAL CERTIFICATE

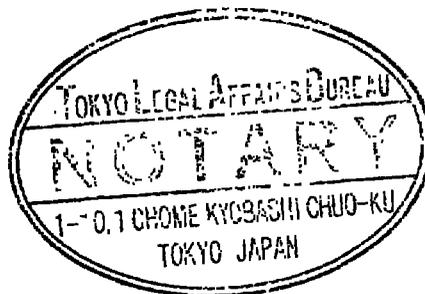
I, the undersigned NOTARY, do hereby certify that Mr. Yu Nakai of White & Case LLP, who has, under a power of attorney, been duly authorized to execute and deliver the foregoing instrument for and on behalf of WestLB AG, Tokyo Branch (as successor to the rights and interests of Westdeutsche Landesbank Girozentrale, Tokyo Branch) has affixed in my very presence his signature to the attached document ("Release by the Agent").

Dated this 20th day of March 2007.



Shigeo Ikeda

Shigeo IKEDA NOTARY
TOKYO LEGAL AFFAIRS BUREAU
My commission expires: January 22, 2013



認 証

囑託人・ウェストエルピー銀行東京支店 (WESTLB AG, TOKYO BRANCH) の
権限ある代理人 中居 優 (Mr. Yu NAKAI ホワイト&ケース法律事務所) は、
本公証人の面前において、添付書面「RELEASE BY THE AGENT」に署名した。

よって、これを認証する。

平成19年 3 月 20 日、本公証人役場において

東京都中央区京橋一丁目1番10号
東京法務局所属

公 証 人
Notary

池田 公行
Shigeo IKEDA

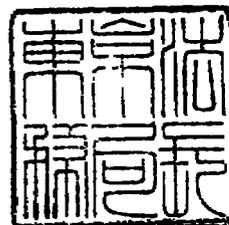


証 明

上記署名は、東京法務局所属公証人の署名に相違ないものであり、かつ、その押印は、
真実のものであることを証明する。

平成19年 3 月 20 日

東京法務局長 戸田信久



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

- 1. Country: JAPAN
This public document
- 2. has been signed by Shigeo IKEDA
- 3. acting in the capacity of Notary of the Tokyo Legal Affairs Bureau
- 4. bears the seal/stamp of Shigeo IKEDA, Notary

Certified

- 5. at Tokyo
- 6. MAR. 20. 2007
- 7. by the Ministry of Foreign Affairs
- 8. 07- No 009593
- 9. Seal/stamp:
- 10. Signature



K. Oyabe

Kazutoyo OYABE

For the Minister for Foreign Affairs

Certificate of Filer

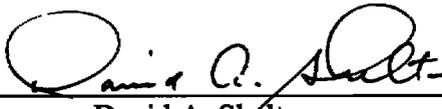
February 16, 2010

I, David A. Shelton, as filer of that certain Release by the Agent dated as of March 20, 2007 (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.



David A. Shelton