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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RECC TF



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Southern Railway Company

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State VA, Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Norfolk Southern Railway Company

Internal

Address:

Street Address: Three Commercial Place

City: Norfolk State: VA Zip: 23510

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Virginia, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 12/14/1990

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 0505509, 773388

784967, 831238, 831239

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kevin W. Grierson

Internal Address: Willcox & Savage, PC

06/21/2004 MGETACHE 00000081 0505509

01 FC:4521 40.00 DP 02 FC:4522 100.00 DP

Street Address: One Commercial Place

Suite 1800

City: Norfolk State: VA Zip: 23510

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41) \$ 140.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

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DO NOT USE THIS SPACE

9. Signature.

Kevin W. Grierson Name of Person Signing

Signature

06/14/2004 Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002994 FRAME: 0450

SOUTHERN RAILWAY COMPANY

ARTICLES OF AMENDMENT

1. The name of the Corporation, as is now appears on the records of the State Corporation Commission, is SOUTHERN RAILWAY COMPANY.
2. These Articles of Amendment shall be effective as of 11:59 p.m., December 31, 1990.
3. The text of the amendment adopted is as follows:

Strike Article I of the Company's Restated Articles
of Incorporation and substitute in
lieu thereof the following:

ARTICLE I


The name of the Corporation is NORFOLK
SOUTHERN RAILWAY COMPANY.

4. The amendment was adopted on December 14, 1990.
5. The Board of Directors, by unanimous written consent effective September 26, 1990, proposed and recommended adoption of the amendment and directed that it be submitted to a vote at a Special Meeting of Stockholders on December 14, 1990.

The Company's two classes of stock with shares outstanding are its (i) Common Stock, having a stated value of \$10.00 per share ("Common"), and (ii) \$2.60 Cumulative Preferred Stock, Series A ("Preferred"), no dividend on which is in arrears. Because of the nature of the proposed amendment, which changes the name of the Company only, neither Virginia law nor the Company's Restated Articles of Incorporation entitles holders of Common or of Preferred to a class vote.

As of the record date of October 19, 1990, there were issued and outstanding a total of 17,866,128 shares of all such stock (1,197,131 shares of Preferred and 16,668,997 shares of Common), of which 17,765,015 shares were entitled to one vote per share on the amendment. On December 14, 1990, 17,467,200 shares were voted for, and 47,284 shares were voted against, the amendment. The amendment thus received on that date a sufficient number of votes, more than two thirds of the votes entitled to be cast, to be approved.

SOUTHERN RAILWAY COMPANY

By 
Arnold B. McKinnon
President and Chief Executive Officer

[SEAL]

Attest 
Mahlon D. Edwards
Corporate Secretary

Dated: December 14, 1990.

TRADEMARK
REEL: 002994 FRAME: 0451

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

December 18, 1990

The State Corporation Commission has found the accompanying articles submitted on behalf of

NORFOLK SOUTHERN RAILWAY COMPANY
(FORMERLY SOUTHERN RAILWAY COMPANY)

to comply with the requirements of law, and confirms payment of all related fees.

Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the Commission, effective December 31, 1990 at 11:59 P.M.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By 

Commissioner

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90-12-17-0259