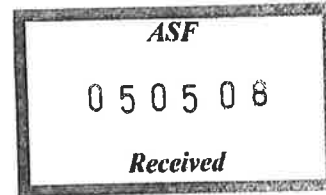

Norfolk Southern Corporation
223 East City Hall Avenue
Norfolk, Virginia 23510-1728

S. R. Weaver
Assistant Vice President
Labor Relations
(757) 629-2453

April 14, 2008

AG-MW-2



Messrs. P. R. Beard, General Chairman - BMWED
J. Dodd, General Chairman - BMWED
T. R. McCoy, Jr., General Chairman - BMWED
B. A. Winter, General Chairman - BMWED

Gentlemen:

This is in reference to the October 24, 2007 Memorandum of Understanding concerning revisions to Rule 3 of the current July 1, 1986 NW-Wabash Agreement. This will confirm our subsequent understanding as to the proper resolution of issues arising from the implementation of the revisions to Rule 3, as detailed below.

I. Employees who possess seniority on a Foreman roster in the Track Sub-department with the seniority date established prior to January 1, 2007:

Any such employee who does not currently possess a seniority date that is prior to January 1, 2007, on the corresponding Assistant Foreman roster will be afforded the Assistant Foreman seniority date of December 31, 2006.

II. Employees who possess seniority on a Welder roster with the seniority date established prior to January 1, 2007:

Any such employee who does not currently possess a seniority date that is prior to January 1, 2007, on the corresponding Welder Helper roster will be afforded the Welder Helper seniority date of December 31, 2006.

III. Employees who possess seniority on a Track Sub-department Foreman, Assistant Foreman, Machine Operator, Welder or Welder Helper roster with the seniority date established prior to January 1, 2007:

Any such employee who does not currently possess a seniority date that is prior to January 1, 2007, on the corresponding Laborer roster will be afforded the Laborer seniority date of December 31, 2006.

IV. Employees who possess seniority in one or more B&B Sub-department classifications but, in so doing, have skipped over establishing seniority in one or more B&B classifications:

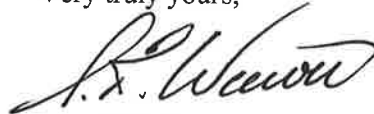
Any such employee who possesses seniority in a higher classification, such as B&B Foreman, without possessing a seniority date in each of the corresponding lower classifications, such as

Assistant Foreman/Lead Carpenter, Mechanic/Carpenter (First Rate, Second Rate, Third Rate where applicable) and Helper, will be afforded a seniority date, as noted below, in each such lower classification that was previously skipped.

- A. If the employee's seniority date in the higher B&B classification was established prior to January 1, 2007, a seniority date of December 31, 2006, will be established in each of the successive lower B&B classifications for which the employee does not currently possess a seniority date.
- B. For seniority dates established in a higher B&B classification subsequent to December 31, 2006, the seniority date established in the higher B&B classification will also be established in any successive lower B&B classifications for which the employee does not already possess a seniority date.

Please indicate your concurrence with the above understanding by signing below.

Very truly yours,

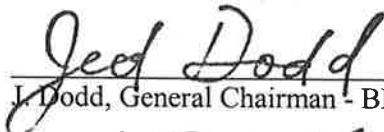


S. R. Weaver
Assistant Vice President
Labor Relations

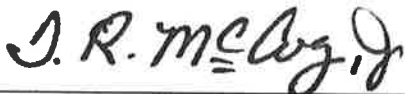
AGREED:



P. R. Beard, General Chairman - BMWED



J. Dodd, General Chairman - BMWED



T. R. McCoy, Jr., General Chairman - BMWED



B. A. Winter, General Chairman - BMWED

APPROVED:



J. R. Cook, Vice President - BMWED