



**NORFOLK
SOUTHERN**

0383

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

Joseph C. Dimino
Senior General Counsel

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OFFICE OF THE SECRETARY

AUG 9 2002

August 8, 2002

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street N.W.
Washington, D.C. 20549

Dear Mr. Katz,

Enclosed are signed notarized certificates for Norfolk Southern Corporation Chief Executive Officer David R. Goode and Chief Financial Officer Henry C. Wolf. These certifications comply with the form required by Exhibit A to Securities and Exchange Commission File No. 4-460.

Please acknowledge receipt of these documents by date stamping the enclosed copy of this letter and returning it in the self-addressed stamped envelope provided.

Please contact me at (757)629-2816 if you have any questions.

Sincerely,



Joseph C. Dimino

Enclosures

0383

**Statement Under Oath of Principal Executive Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, David R. Goode, state and attest that:

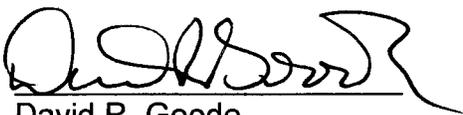
(1) To the best of my knowledge, based upon a review of the covered reports of Norfolk Southern Corporation, and, except as corrected or supplemented in a subsequent covered report:

- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- the Annual Report on Form 10-K for the year ended December 31, 2001 of Norfolk Southern Corporation;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Norfolk Southern Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.


 David R. Goode
 Date: August 6, 2002

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Subscribed and sworn to
before me this 6th day of
August 2002.


Notary Public

My Commission Expires:

My Commission Expires May 31, 2008