

NORFOLK SOUTHERN CORP  
Form 8-K  
April 29, 2005

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**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D)  
OF THE SECURITIES ACT OF 1934

Date of Report (Date of earliest event reported):

April 29, 2005

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***NORFOLK SOUTHERN CORPORATION***

(Exact name of registrant as specified in its charter)

Virginia  
(State or other jurisdiction  
Of incorporation)

1-8339  
(Commission  
File Number)

52-1188014  
(IRS Employer  
Identification No.)

Three Commercial Place  
Norfolk, Virginia 23510-9241  
(Address of principal executive offices)

(757) 629-2680  
(Registrant's telephone number, including area code)

No Change  
(Former name or former address, if changed since last report)

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Item 7.01. Regulation FD Disclosure, and  
Item 8.01. Other Events.

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On April 29, 2005, the Registrant issued a Press Release, attached hereto as Exhibit 99, announcing the expiration of the early participation periods in its ongoing offers to exchange new unsecured Norfolk Southern debt securities and cash for certain of its existing unsecured debt securities.

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SIGNATURES

**NORFOLK SOUTHERN CORPORATION**  
(Registrant)

/s/ Dezora M. Martin

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Name: Dezora M. Martin  
Title: Corporate Secretary

Date: April 29, 2005

**EXHIBIT INDEX**

<u>Exhibit Number</u>	<u>Description</u>
99	Press Release, issued by the Registrant on April 29, 2005, announcing the expiration of the early participation periods in its ongoing offers to exchange new unsecured Norfolk Southern debt securities and cash for certain of its existing unsecured debt securities.