

WOMBLE
CARLYLE
SANDRIDGE
& RICE

A PROFESSIONAL LIMITED
LIABILITY COMPANY

One West Fourth Street
Winston-Salem, NC 27101

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William R. Whitehurst
Direct Dial: (336) 721-3653
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July 5, 2013

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

ERISA/PENSION JURISDICTION
2013 JUL -9 PM 2:11

Re: Nonqualified Deferred Compensation Agreement

Dear Sir or Madam:

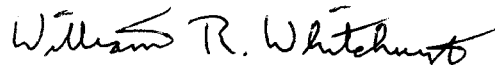
The plan sponsor described below has adopted an agreement (the "Agreement") for the purpose of providing deferred compensation for a select management employee. Benefits under the Agreement will be paid as needed solely from the general assets of the plan sponsor, or provided through insurance contracts or policies for which the premiums are paid directly by the plan sponsor from its general assets.

The following statement is filed in accordance with 29 C.F.R. § 2520.104-23 with respect to the Agreement:

1. Name of Agreement: Deferred Compensation Agreement between North Carolina Railroad Company and Scott M. Saylor
2. Name and address of plan sponsor: North Carolina Railroad Company, 2809 Highwoods Boulevard, Suite 100, Raleigh, NC 27604-1000
3. Taxpayer identification number: 56-6003280
4. Number of employees covered by Agreement: 1
5. Date Agreement became subject to ERISA: April 18, 2013

Please contact the undersigned if additional information is required.

Sincerely,


William R. Whitehurst

cc: Mr. Daniel P. Halloran
John C. Dorsey, Esquire

After Five Days Return To

LE CARYLE SANDRIDGE & RICE
A LIMITED LIABILITY PARTNERSHIP

One West Fourth Street
Winston-Salem, NC 27101



7196 9008 9111 7898 2213
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Washington, DC 20210

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