FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

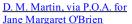
1. Name and Address of Reporting Person [*] OBRIEN JANE MARGARET						2. Issuer Name and Ticker or Trading Symbol NORFOLK SOUTHERN CORP [NSC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 06/10/2004										(give title		Other (s below)		
ST. MARY'S COLLEGE OF MARYLAND 18952 E. FISHER ROAD						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) ST. MARY'S MD 20686														Form filed by More than One Reporting Person				
(City) (State) (Zip)																		
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3) 2. Transact Date (Month/Day					Execution D			ate,	3. Transaction Code (Instr. 8)			ties Acqui I Of (D) (In		5. Amou Securiti Benefic Owned	es Form ally (D) o Indir		r Direct o r I ect (I) (7. Nature of Indirect Beneficial Dwnership
								Code	v	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		Instr. 4)	
Common Stock													3,000			D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																		
1. Title of 2. 3. Transaction Derivative Conversion Date (Month/Day/Yea (Instr. 3) Derivative Security			3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)				6. Date Exercis Expiration Dat (Month/Day/Ye		ite	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbo derivative Securitie Beneficia Owned Followin Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial) Ownership
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Amount or Number of Shares					
Deferred Stock Units- Def. Compensation	(1)	06/10/2004			A ⁽¹⁾		15		(1)		(1)	Common Stock	15	\$24.99 ⁽¹⁾	4,70	9	D	
Deferred Stock Units	(2)	06/10/2004			A ⁽²⁾		84		(2)		(2)	Common Stock	84	\$24.93 ⁽²⁾	26,44	6	D	

Explanation of Responses:

1. Reports the number of deferred stock units--on the basis of the market value of the Common Stock on the dividend payment date--to have been credited to the reporting person's account in the Norfolk Southern Corporation Directors' Deferred Fee Plan. These deferred stock units ultimately will be satisfied in cash, not in shares of Common Stock, upon the reporting person's retirement or at such other time as may be elected under the terms of the Directors' Deferred Fee Plan.

2. Reports the number of Deferred Stock Units, exempt under Section 16b(3), credited to the account of the reporting person as of June 10, 2004, under the terms of the Outside Directors' Deferred Stock Unit Program, on the basis of the market value of the Common Stock on the dividend payment date. These Units ultimately will be satisfied in cash, not in shares of Common Stock.

Remarks:



** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Date

06/14/2004