

LAW OFFICES OF
LOUIS E. GITOMER, LLC

RECORDATION NO. 31113-G
FILED FEBRUARY 25, 2016 10:47 AM
SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
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FAX (410) 332-0885

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2205

February 25, 2016

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Additional Collateral, a secondary document, dated as of February 24, 2016. The primary document to which this is connected is recorded under Recordation Number 31113. We request that this document be recorded under Recordation Number 31113-G.

The names and addresses of the parties to the Memorandum of Additional Collateral are:

Administrative Agent:

Bank of America, N.A.
1455 Market Street, 5th Floor
CA5-701-05-19
San Francisco, CA 94103

Debtor:

Greenbrier Leasing Company LLC
One Centerpointe Drive, Suite 200
Lake Oswego, OR 97035

A description of the equipment covered by the Memorandum of Additional Collateral consists 125 covered hopper cars numbered AOKX 480007, 480363, 480561, 480564, 480615, 480617-480622, inclusive, 480627, 480628, 480819, 480822, 480850, 480856, 480860, 480863-480866, inclusive, 480868, 480869, 480876, 480878, 480883-480887, inclusive, 480889, 480890, 480910, 480911, 480916-480918, inclusive, 480920-480924, inclusive, 480927, 48093, 480936-480956, inclusive, 480958-480961, inclusive, 480964, 480965, 480969, 480971, 480972, 480974, 480992-480994, inclusive, 480996, 481075, 481081, 481087, 481095, 481098, 481144, 481164, 481166, 481172, 481175, 481180, 481186, 496931, 497040, 497791, 498884, 498899, 498954, 499007, 499008, 499026, 499030, 499040, 499250, 499367, 499368, 499382, 499458, 499752, 499758, 499772, 499784, 499791, 499807, 499816, 499817, 499819, 499820, 499825-499827, inclusive, 499835-499837, inclusive, and 499842; 100 covered hopper cars numbered AOKX 480837, 481551, 481864, 481931, 481936, 481942-482001, inclusive, 482003, 482005-482007, inclusive, 482009, 482011, 482014, 482016-482020, inclusive, 482022, 482024, 482026, 482027, 482030, 482031, 482035-482041, 482043-482046, inclusive, 482048-482052, inclusive, and 482055; 199 53-foot single-well intermodal railcars numbered BNSF 208000-208129, inclusive, and 208131-208199, inclusive; 265 53-foot single-well intermodal railcars numbered AOK 73000, 73001, 73003-73005, inclusive, 73009, 73013, 73016, 73017, 73029, 73034, 73035, 73054-73056, inclusive, 73069-73071, inclusive, 73076, 73078, 73081-73086, inclusive, 73088, 73093, 73094, 73096, 73097, 73105, 73106, 73108, 73109, 73121, 73123, 73124, 73129, 73131, 73136, 73138, 73140, 73150, 73153-73157, inclusive, 73173, 73178, 73181-73187, inclusive, 73192, 73194, 73207, 73210, 73216, 73217, 73219, 73220, 73246, 73248, 73249, 73251, 73258, 73260, 73273, 73274, 73276-73278, inclusive, 73278, 73291, 73293, 73300, 73316, 73318, 73322, 73323, 73326, 73330, 73331, 73332, 73339, 73351, 73353, 73356, 73358, 73359, 73361, 73375-73379, inclusive, 73384, 73399-73401, inclusive, 73409, 73414, 73416, 73417, 73419, 73445, 73446, 73453, 73468, 73469-73472, inclusive, 73481, and 73484; and FEC 71125, 71128, 71129, 71135, 71138, 71140, 71141, 71146, 71149, 71150, 71156, 71160, 71175, 71176, 71181, 73002, 73006, 73007, 73010, 73012, 73014, 73018-73023, inclusive, 73028, 73041, 73066-73068, inclusive, 73075, 73080, 73090-73092, inclusive, 73095, 73099-73101, inclusive, 73110, 73117-73120, inclusive, 73122, 73125, 73130, 73135, 73137, 73151, 73152, 73159-73164, inclusive, 73168-73172, inclusive, 73177, 73179, 73188-73191, inclusive, 73193, 73195-73200, 73204-73206, inclusive, 73208, 73212, 73243, 73245, 73247, 73250, 73255-73257, inclusive, 73275, 73288-73290, inclusive, 73292, 73294-73296, inclusive, 73301, 73302, 73309-73311, inclusive, 73319, 73320, 73325, 73327-73329, inclusive, 73340, 73342-73344, inclusive, 73348-73350, inclusive, 73352, 73357, 73362, 73366-73368, inclusive, 73380, 73385-73389, inclusive, 73396, 73398, 73408, 73410, 73415, 73418, 73435, 73436, 73447-73449, inclusive, 73455, 73471, 73475, 73476, 73480, 73482, 73483, and 73485; 33 53-foot single-well intermodal railcars numbered AOK 73008, 73015, 73027, 73033, 73039, 73063, 73065, 73077, 73079, 73087, 73089, 73098, 73107, 73139, 73158, 73180, 73209,

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73211, 73218, 73221, 73244, 73259, 73315, 73317, 73321, 73324, 73341, 73354, 73355, 73360, 73397, 73454, and 73473; and 23 coal hopper railcars numbered GBRX 16171, 16173, 16186, 16195, 16200, 16203, 16209, 16211, 16213, 16221, 16222, 16229, 16244, 16287, 16305, 16306, 16331, 16351, 16377, 16383, 16386, and 16388, and MBKX 6264.

A fee of \$43.00 is enclosed. Please return one copy by email to:

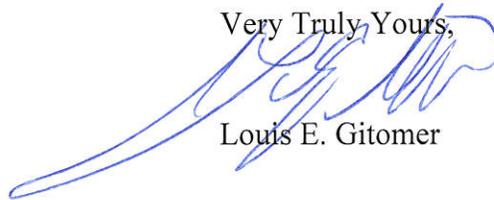
Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgrailaw.com

A short summary of the document to appear in the index follows: a Memorandum of Additional Collateral between Bank of America, N.A., 1455 Market Street, 5th Floor, CA5-701-05-19, San Francisco, CA 94103, and Greenbrier Leasing Company LLC, One Centerpointe Drive, Suite 200, Lake Oswego, OR 97035, covering 125 covered hopper cars numbered AOKX 480007, 480363, 480561, 480564, 480615, 480617-480622, inclusive, 480627, 480628, 480819, 480822, 480850, 480856, 480860, 480863-480866, inclusive, 480868, 480869, 480876, 480878, 480883-480887, inclusive, 480889, 480890, 480910, 480911, 480916-480918, inclusive, 480920-480924, inclusive, 480927, 48093, 480936-480956, inclusive, 480958-480961, inclusive, 480964, 480965, 480969, 480971, 480972, 480974, 480992-480994, inclusive, 480996, 481075, 481081, 481087, 481095, 481098, 481144, 481164, 481166, 481172, 481175, 481180, 481186, 496931, 497040, 497791, 498884, 498899, 498954, 499007, 499008, 499026, 499030, 499040, 499250, 499367, 499368, 499382, 499458, 499752, 499758, 499772, 499784, 499791, 499807, 499816, 499817, 499819, 499820, 499825-499827, inclusive, 499835-499837, inclusive, and 499842; 100 covered hopper cars numbered AOKX 480837, 481551, 481864, 481931, 481936, 481942-482001, inclusive, 482003, 482005-482007, inclusive, 482009, 482011, 482014, 482016-482020, inclusive, 482022, 482024, 482026, 482027, 482030, 482031, 482035-482041, 482043-482046, inclusive, 482048-482052, inclusive, and 482055; 199 53-foot single-well intermodal railcars numbered BNSF 208000-208129, inclusive, and 208131-208199, inclusive; 265 53-foot single-well intermodal railcars numbered AOK 73000, 73001, 73003-73005, inclusive, 73009, 73013, 73016, 73017, 73029, 73034, 73035, 73054-73056, inclusive, 73069-73071, inclusive, 73076, 73078, 73081-73086, inclusive, 73088, 73093, 73094, 73096, 73097, 73105, 73106, 73108, 73109, 73121, 73123, 73124, 73129, 73131, 73136, 73138, 73140, 73150, 73153-73157, inclusive, 73173, 73178, 73181-73187, inclusive, 73192, 73194, 73207, 73210, 73216, 73217, 73219, 73220, 73246, 73248, 73249, 73251, 73258, 73260, 73273, 73274, 73276-73278, inclusive, 73278, 73291, 73293, 73300, 73316, 73318, 73322, 73323, 73326, 73330, 73331, 73332, 73339, 73351, 73353, 73356, 73358, 73359, 73361, 73375-73379, inclusive, 73384, 73399-73401, inclusive, 73409, 73414, 73416, 73417, 73419, 73445, 73446, 73453, 73468, 73469-73472, inclusive, 73481, and 73484; and FEC 71125,

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71128, 71129, 71135, 71138, 71140, 71141, 71146, 71149, 71150, 71156, 71160, 71175, 71176, 71181, 73002, 73006, 73007, 73010, 73012, 73014, 73018-73023, inclusive, 73028, 73041, 73066-73068, inclusive, 73075, 73080, 73090-73092, inclusive, 73095, 73099-73101, inclusive, 73110, 73117-73120, inclusive, 73122, 73125, 73130, 73135, 73137, 73151, 73152, 73159-73164, inclusive, 73168-73172, inclusive, 73177, 73179, 73188-73191, inclusive, 73193, 73195-73200, 73204-73206, inclusive, 73208, 73212, 73243, 73245, 73247, 73250, 73255-73257, inclusive, 73275, 73288-73290, inclusive, 73292, 73294-73296, inclusive, 73301, 73302, 73309-73311, inclusive, 73319, 73320, 73325, 73327-73329, inclusive, 73340, 73342-73344, inclusive, 73348-73350, inclusive, 73352, 73357, 73362, 73366-73368, inclusive, 73380, 73385-73389, inclusive, 73396, 73398, 73408, 73410, 73415, 73418, 73435, 73436, 73447-73449, inclusive, 73455, 73471, 73475, 73476, 73480, 73482, 73483, and 73485; 33 53-foot single-well intermodal railcars numbered AOK 73008, 73015, 73027, 73033, 73039, 73063, 73065, 73077, 73079, 73087, 73089, 73098, 73107, 73139, 73158, 73180, 73209, 73211, 73218, 73221, 73244, 73259, 73315, 73317, 73321, 73324, 73341, 73354, 73355, 73360, 73397, 73454, and 73473; and 23 coal hopper railcars numbered GBRX 16171, 16173, 16186, 16195, 16200, 16203, 16209, 16211, 16213, 16221, 16222, 16229, 16244, 16287, 16305, 16306, 16331, 16351, 16377, 16383, 16386, and 16388, and MBKX 6264.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF ADDITIONAL COLLATERAL

This Memorandum of Additional Collateral is made and entered into as of February 24, 2016, by and among GREENBRIER LEASING COMPANY LLC (hereinafter the "Debtor"), and BANK OF AMERICA, N.A., as agent (in such capacity, the "Administrative Agent") for the lenders party to the Credit Agreement (the "Lenders"), respecting (i) that certain Credit Agreement dated as of March 20, 2014 (as amended or otherwise modified from time to time, the "Credit Agreement"), among Debtor, Administrative Agent and the Lenders, and (ii) that certain Security Agreement dated as of March 20, 2014 (as amended or otherwise modified from time to time, the "Security Agreement"), entered into between the Debtor and the Administrative Agent. This Memorandum of Additional Collateral is in addition to and supplements that certain Memorandum Credit Agreement and Security Agreement filed with the Surface Transportation Board on March 20, 2014, under Recordation No. 31113, and the Memorandum of Security Agreement dated March 20, 2014 between the Administrative Agent and the Debtor and deposited in the Office of the Registrar General of Canada as Document Key 23165.

Debtor and Administrative Agent hereby affirm and acknowledge that: the Lenders have agreed to loan to the Debtor and the Debtor has agreed to borrow from the Lenders, and the Debtor has agreed to grant the Administrative Agent, for the benefit of itself and the Lenders and other holders of the "Obligations" (as defined in the Credit Agreement), a security interest in (i) certain railroad equipment identified by reporting marks and road numbers as listed on Schedule A attached hereto and all accessions to each of the foregoing (collectively, the "Pledged Railcars") and (ii) in all leases by Debtor covering any of the Pledged Railcars, whether such lease is now existing or subsequently created and whether or not a memorandum of such lease has been filed with the United States Surface Transportation Board, in order to secure Debtor's performance of its obligations as described in the Credit Agreement and Security Agreement, in each case with respect to clauses (i) and (ii), to the extent constituting Collateral (as defined in the Security Agreement); provided, however, that any buyer of locomotives, railcars and other rolling stock in the ordinary course of the Debtor's business takes free of the Administrative Agent's security interest.

IN WITNESS WHEREOF, each of the parties hereto, pursuant to due authority, has caused this Memorandum of Additional Collateral to be duly executed in its name by its officers, thereunto duly authorized, all as of the date first above written.

DEBTOR:

ADMINISTRATIVE AGENT:

GREENBRIER LEASING COMPANY LLC

BANK OF AMERICA, N.A., as
Administrative Agent

By: 

By: _____

Name: Larry D. Stanley

Name: _____

Title: Senior Vice President

Title: _____

IN WITNESS WHEREOF, each of the parties hereto, pursuant to due authority, has caused this Memorandum of Additional Collateral to be duly executed in its name by its officers, thereunto duly authorized, all as of the date first above written.

DEBTOR:

GREENBRIER LEASING COMPANY LLC

By: _____

Name: _____

Title: _____

ADMINISTRATIVE AGENT:

BANK OF AMERICA, N.A., as
Administrative Agent

By: _____ 

Name: Joan Mok

Title: Vice President

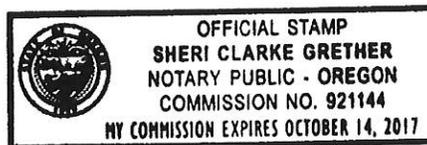
STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 24th day of February, 2016, before me personally appeared Larry D. Stanley, to me personally known, who being duly sworn, stated that he is Senior Vice President of GREENBRIER LEASING COMPANY LLC and that said instrument was signed on behalf of said company by authority of its Manager, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Notary Public

My Commission Expires: October 14, 2017



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189



A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of San Francisco
On February 24, 2016 before me, Silvia Ventura, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared Joan Mok Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature [Signature] Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Document Date:

Number of Pages: Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)

Signer's Name:

Corporate Officer - Title(s):

Partner - Limited General

Individual Attorney in Fact

Trustee Guardian or Conservator

Other:

Signer Is Representing:

Signer's Name:

Corporate Officer - Title(s):

Partner - Limited General

Individual Attorney in Fact

Trustee Guardian or Conservator

Other:

Signer Is Representing:

Schedule A

Lease ID D23-016: One hundred twenty-five (125) 3,250cf covered hopper railcars, bearing marks and numbers as follows:

Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOKX	480007	AOKX	480890	AOKX	480955	AOKX	498899
AOKX	480363	AOKX	480910	AOKX	480956	AOKX	498954
AOKX	480561	AOKX	480911	AOKX	480958	AOKX	499007
AOKX	480564	AOKX	480916	AOKX	480959	AOKX	499008
AOKX	480615	AOKX	480917	AOKX	480960	AOKX	499026
AOKX	480617	AOKX	480918	AOKX	480961	AOKX	499030
AOKX	480618	AOKX	480920	AOKX	480964	AOKX	499040
AOKX	480619	AOKX	480921	AOKX	480965	AOKX	499250
AOKX	480620	AOKX	480922	AOKX	480969	AOKX	499367
AOKX	480621	AOKX	480923	AOKX	480971	AOKX	499368
AOKX	480622	AOKX	480924	AOKX	480972	AOKX	499382
AOKX	480627	AOKX	480927	AOKX	480974	AOKX	499458
AOKX	480628	AOKX	480934	AOKX	480992	AOKX	499752
AOKX	480819	AOKX	480936	AOKX	480993	AOKX	499758
AOKX	480822	AOKX	480937	AOKX	480994	AOKX	499772
AOKX	480850	AOKX	480938	AOKX	480996	AOKX	499784
AOKX	480856	AOKX	480939	AOKX	481075	AOKX	499791
AOKX	480860	AOKX	480940	AOKX	481081	AOKX	499807
AOKX	480863	AOKX	480941	AOKX	481087	AOKX	499816
AOKX	480864	AOKX	480942	AOKX	481095	AOKX	499817
AOKX	480865	AOKX	480943	AOKX	481098	AOKX	499819
AOKX	480866	AOKX	480944	AOKX	481144	AOKX	499820
AOKX	480868	AOKX	480945	AOKX	481164	AOKX	499825
AOKX	480869	AOKX	480946	AOKX	481166	AOKX	499826
AOKX	480876	AOKX	480947	AOKX	481172	AOKX	499827
AOKX	480878	AOKX	480948	AOKX	481175	AOKX	499835
AOKX	480883	AOKX	480949	AOKX	481180	AOKX	499836
AOKX	480884	AOKX	480950	AOKX	481186	AOKX	499837
AOKX	480885	AOKX	480951	AOKX	496931	AOKX	499842
AOKX	480886	AOKX	480952	AOKX	497040		
AOKX	480887	AOKX	480953	AOKX	497791		
AOKX	480889	AOKX	480954	AOKX	498884		

Lease ID D23-021: One hundred (100) 3,250cf covered hopper railcars, bearing marks and numbers as follows:

Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOKX	480837	AOKX	481962	AOKX	481987	AOKX	482019
AOKX	481551	AOKX	481963	AOKX	481988	AOKX	482020
AOKX	481864	AOKX	481964	AOKX	481989	AOKX	482022
AOKX	481931	AOKX	481965	AOKX	481990	AOKX	482024
AOKX	481936	AOKX	481966	AOKX	481991	AOKX	482026
AOKX	481942	AOKX	481967	AOKX	481992	AOKX	482027
AOKX	481943	AOKX	481968	AOKX	481993	AOKX	482030
AOKX	481944	AOKX	481969	AOKX	481994	AOKX	482031
AOKX	481945	AOKX	481970	AOKX	481995	AOKX	482035
AOKX	481946	AOKX	481971	AOKX	481996	AOKX	482036
AOKX	481947	AOKX	481972	AOKX	481997	AOKX	482037
AOKX	481948	AOKX	481973	AOKX	481998	AOKX	482038
AOKX	481949	AOKX	481974	AOKX	481999	AOKX	482039
AOKX	481950	AOKX	481975	AOKX	482000	AOKX	482040
AOKX	481951	AOKX	481976	AOKX	482001	AOKX	482041
AOKX	481952	AOKX	481977	AOKX	482003	AOKX	482043
AOKX	481953	AOKX	481978	AOKX	482005	AOKX	482044
AOKX	481954	AOKX	481979	AOKX	482006	AOKX	482045
AOKX	481955	AOKX	481980	AOKX	482007	AOKX	482046
AOKX	481956	AOKX	481981	AOKX	482009	AOKX	482048
AOKX	481957	AOKX	481982	AOKX	482011	AOKX	482049
AOKX	481958	AOKX	481983	AOKX	482014	AOKX	482050
AOKX	481959	AOKX	481984	AOKX	482016	AOKX	482051
AOKX	481960	AOKX	481985	AOKX	482017	AOKX	482052
AOKX	481961	AOKX	481986	AOKX	482018	AOKX	482055

Lease ID B01-168: One hundred ninety-nine (199) 53-foot single-well intermodal railcars, bearing marks and numbers as follows:

Mark	Number	Mark	Number	Mark	Number
BNSF	208000	BNSF	208043	BNSF	208086
BNSF	208001	BNSF	208044	BNSF	208087
BNSF	208002	BNSF	208045	BNSF	208088
BNSF	208003	BNSF	208046	BNSF	208089
BNSF	208004	BNSF	208047	BNSF	208090
BNSF	208005	BNSF	208048	BNSF	208091
BNSF	208006	BNSF	208049	BNSF	208092
BNSF	208007	BNSF	208050	BNSF	208093
BNSF	208008	BNSF	208051	BNSF	208094
BNSF	208009	BNSF	208052	BNSF	208095
BNSF	208010	BNSF	208053	BNSF	208096
BNSF	208011	BNSF	208054	BNSF	208097
BNSF	208012	BNSF	208055	BNSF	208098
BNSF	208013	BNSF	208056	BNSF	208099
BNSF	208014	BNSF	208057	BNSF	208100
BNSF	208015	BNSF	208058	BNSF	208101
BNSF	208016	BNSF	208059	BNSF	208102
BNSF	208017	BNSF	208060	BNSF	208103
BNSF	208018	BNSF	208061	BNSF	208104
BNSF	208019	BNSF	208062	BNSF	208105
BNSF	208020	BNSF	208063	BNSF	208106
BNSF	208021	BNSF	208064	BNSF	208107
BNSF	208022	BNSF	208065	BNSF	208108
BNSF	208023	BNSF	208066	BNSF	208109
BNSF	208024	BNSF	208067	BNSF	208110
BNSF	208025	BNSF	208068	BNSF	208111
BNSF	208026	BNSF	208069	BNSF	208112
BNSF	208027	BNSF	208070	BNSF	208113
BNSF	208028	BNSF	208071	BNSF	208114
BNSF	208029	BNSF	208072	BNSF	208115
BNSF	208030	BNSF	208073	BNSF	208116
BNSF	208031	BNSF	208074	BNSF	208117
BNSF	208032	BNSF	208075	BNSF	208118
BNSF	208033	BNSF	208076	BNSF	208119
BNSF	208034	BNSF	208077	BNSF	208120
BNSF	208035	BNSF	208078	BNSF	208121
BNSF	208036	BNSF	208079	BNSF	208122
BNSF	208037	BNSF	208080	BNSF	208123
BNSF	208038	BNSF	208081	BNSF	208124
BNSF	208039	BNSF	208082	BNSF	208125
BNSF	208040	BNSF	208083	BNSF	208126
BNSF	208041	BNSF	208084	BNSF	208127
BNSF	208042	BNSF	208085	BNSF	208128

Lease ID B01-168, cont'd.

Mark	Number	Mark	Number
BNSF	208129	BNSF	208165
BNSF	208131	BNSF	208166
BNSF	208132	BNSF	208167
BNSF	208133	BNSF	208168
BNSF	208134	BNSF	208169
BNSF	208135	BNSF	208170
BNSF	208136	BNSF	208171
BNSF	208137	BNSF	208172
BNSF	208138	BNSF	208173
BNSF	208139	BNSF	208174
BNSF	208140	BNSF	208175
BNSF	208141	BNSF	208176
BNSF	208142	BNSF	208177
BNSF	208143	BNSF	208178
BNSF	208144	BNSF	208179
BNSF	208145	BNSF	208180
BNSF	208146	BNSF	208181
BNSF	208147	BNSF	208182
BNSF	208148	BNSF	208183
BNSF	208149	BNSF	208184
BNSF	208150	BNSF	208185
BNSF	208151	BNSF	208186
BNSF	208152	BNSF	208187
BNSF	208153	BNSF	208188
BNSF	208154	BNSF	208189
BNSF	208155	BNSF	208190
BNSF	208156	BNSF	208191
BNSF	208157	BNSF	208192
BNSF	208158	BNSF	208193
BNSF	208159	BNSF	208194
BNSF	208160	BNSF	208195
BNSF	208161	BNSF	208196
BNSF	208162	BNSF	208197
BNSF	208163	BNSF	208198
BNSF	208164	BNSF	208199

Lease ID F08-051: Two hundred sixty-five (265) 53-foot single-well intermodal railcars, bearing marks and numbers as follows:

Mark	Number	Mark	Number	Mark	Number
AOK	73000	AOK	73140	AOK	73330
AOK	73001	AOK	73150	AOK	73331
AOK	73003	AOK	73153	AOK	73332
AOK	73004	AOK	73154	AOK	73339
AOK	73005	AOK	73155	AOK	73351
AOK	73009	AOK	73156	AOK	73353
AOK	73013	AOK	73157	AOK	73356
AOK	73016	AOK	73173	AOK	73358
AOK	73017	AOK	73178	AOK	73359
AOK	73029	AOK	73181	AOK	73361
AOK	73034	AOK	73182	AOK	73375
AOK	73035	AOK	73183	AOK	73376
AOK	73054	AOK	73184	AOK	73377
AOK	73055	AOK	73185	AOK	73378
AOK	73056	AOK	73186	AOK	73379
AOK	73064	AOK	73187	AOK	73384
AOK	73069	AOK	73192	AOK	73399
AOK	73070	AOK	73194	AOK	73400
AOK	73071	AOK	73207	AOK	73401
AOK	73076	AOK	73210	AOK	73409
AOK	73078	AOK	73216	AOK	73414
AOK	73081	AOK	73217	AOK	73416
AOK	73082	AOK	73219	AOK	73417
AOK	73083	AOK	73220	AOK	73419
AOK	73084	AOK	73246	AOK	73445
AOK	73085	AOK	73248	AOK	73446
AOK	73086	AOK	73249	AOK	73453
AOK	73088	AOK	73251	AOK	73468
AOK	73093	AOK	73258	AOK	73469
AOK	73094	AOK	73260	AOK	73470
AOK	73096	AOK	73273	AOK	73472
AOK	73097	AOK	73274	AOK	73481
AOK	73105	AOK	73276	AOK	73484
AOK	73106	AOK	73277	FEC	71125
AOK	73108	AOK	73278	FEC	71128
AOK	73109	AOK	73291	FEC	71129
AOK	73121	AOK	73293	FEC	71135
AOK	73123	AOK	73300	FEC	71138
AOK	73124	AOK	73316	FEC	71140
AOK	73129	AOK	73318	FEC	71141
AOK	73131	AOK	73322	FEC	71146
AOK	73136	AOK	73323	FEC	71149
AOK	73138	AOK	73326	FEC	71150

Mark	Number	Mark	Number	Mark	Number
FEC	71156	FEC	73161	FEC	73310
FEC	71160	FEC	73162	FEC	73311
FEC	71175	FEC	73163	FEC	73319
FEC	71176	FEC	73164	FEC	73320
FEC	71181	FEC	73168	FEC	73325
FEC	73002	FEC	73169	FEC	73327
FEC	73006	FEC	73170	FEC	73328
FEC	73007	FEC	73171	FEC	73329
FEC	73010	FEC	73172	FEC	73340
FEC	73012	FEC	73177	FEC	73342
FEC	73014	FEC	73179	FEC	73343
FEC	73018	FEC	73188	FEC	73344
FEC	73019	FEC	73189	FEC	73348
FEC	73020	FEC	73190	FEC	73349
FEC	73021	FEC	73191	FEC	73350
FEC	73022	FEC	73193	FEC	73352
FEC	73023	FEC	73195	FEC	73357
FEC	73028	FEC	73196	FEC	73362
FEC	73041	FEC	73197	FEC	73366
FEC	73066	FEC	73198	FEC	73367
FEC	73067	FEC	73199	FEC	73368
FEC	73068	FEC	73200	FEC	73380
FEC	73075	FEC	73204	FEC	73385
FEC	73080	FEC	73205	FEC	73386
FEC	73090	FEC	73206	FEC	73387
FEC	73091	FEC	73208	FEC	73388
FEC	73092	FEC	73212	FEC	73389
FEC	73095	FEC	73243	FEC	73396
FEC	73099	FEC	73245	FEC	73398
FEC	73100	FEC	73247	FEC	73408
FEC	73101	FEC	73250	FEC	73410
FEC	73110	FEC	73255	FEC	73415
FEC	73117	FEC	73256	FEC	73418
FEC	73118	FEC	73257	FEC	73435
FEC	73119	FEC	73275	FEC	73436
FEC	73120	FEC	73288	FEC	73447
FEC	73122	FEC	73289	FEC	73448
FEC	73125	FEC	73290	FEC	73449
FEC	73130	FEC	73292	FEC	73455
FEC	73135	FEC	73294	FEC	73471
FEC	73137	FEC	73295	FEC	73475
FEC	73151	FEC	73296	FEC	73476
FEC	73152	FEC	73301	FEC	73480
FEC	73159	FEC	73302	FEC	73482
FEC	73160	FEC	73309	FEC	73483
				FEC	73485

Lease ID G06-070: Thirty-three (33) 53-foot single-well intermodal railcars, bearing marks and numbers as follows:

Mark	Number	Mark	Number	Mark	Number
AOK	73008	AOK	73098	AOK	73315
AOK	73015	AOK	73107	AOK	73317
AOK	73027	AOK	73139	AOK	73321
AOK	73033	AOK	73158	AOK	73324
AOK	73039	AOK	73180	AOK	73341
AOK	73063	AOK	73209	AOK	73354
AOK	73065	AOK	73211	AOK	73355
AOK	73077	AOK	73218	AOK	73360
AOK	73079	AOK	73221	AOK	73397
AOK	73087	AOK	73244	AOK	73454
AOK	73089	AOK	73259	AOK	73473

Lease ID G08-010: Twenty-three (23) coal hopper railcars, bearing marks and numbers as follows:

Mark	Number
GBRX	16171
GBRX	16173
GBRX	16186
GBRX	16195
GBRX	16200
GBRX	16203
GBRX	16209
GBRX	16211
GBRX	16213
GBRX	16221
GBRX	16222
GBRX	16229
GBRX	16244
GBRX	16287
GBRX	16305
GBRX	16306
GBRX	16331
GBRX	16351
GBRX	16377
GBRX	16383
GBRX	16386
GBRX	16388
MBKX	6264