

RECORDATION NO. 31084 FILED  
February 14, 2014 12:12 PM  
SURFACE TRANSPORTATION BOARD

**OSTER RESEARCHING SERVICES**

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February 14, 2014

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Schedule #4 to Master Net Railcar Lease  
dated as of 12/16/13

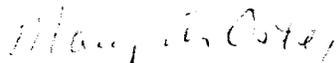
Lessor: Wells Fargo Equipment Finance, Inc. DBA  
Midwest Railcar Capital Equipment Company  
733 Marquette Avenue  
Minneapolis, MN 55402

Lessee: Union Pacific Railroad Company  
1400 Douglas Street  
Omaha, NE 68179

Equipment: 222, Railcars  
CTRN 100767-101000

Please record this agreement as a primary document. The filing fee of \$44 is enclosed.  
Thank you.

Sincerely,



Mary Ann Oster  
Research Consultant

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

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**MEMORANDUM OF SCHEDULE #4  
TO MASTER NET RAILCAR LEASE**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

as Lessor

and

**UNION PACIFIC RAILROAD COMPANY**

as Lessee

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**MEMORANDUM OF SCHEDULE #4 TO MASTER NET RAILCAR LEASE**

THIS MEMORANDUM OF SCHEDULE #4 TO MASTER NET RAILCAR LEASE is effective as of December 16, 2013 by and between WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation ("Lessor"), and UNION PACIFIC RAILROAD COMPANY, a Delaware Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #4 dated December 16, 2013 between Lessor and Lessee to the Master Net Railcar Lease dated as of May 8, 2013 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each railcar shall be as set forth in the Schedule #4.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #4 to Master Net Railcar Lease be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY  
Lessor

By: Kathleen Hatella

Printed Name: Kathleen Hatella  
Vice President

Title: \_\_\_\_\_

Date: February 6, 2014

UNION PACIFIC RAILROAD COMPANY  
Lessee

By: William J. Schmelder

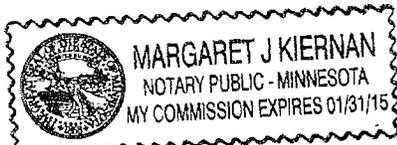
Printed Name: William J. Schmelder

Title: Director Strategic Services

Date: 2/3/14

STATE OF Minnesota, COUNTY OF Hennepin, TO WIT:

On this 6<sup>th</sup> day of February, ~~2013~~ <sup>2014</sup> before me appeared, Kathy Hatella to me personally known, who being by me duly sworn, says that he is the Vice President of WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation, that said instrument was signed on February 6, 2014 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Notarial Seal]

Margaret J. Kiernan  
Notary Public

My commission expires:

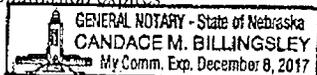
STATE OF Nebraska, COUNTY OF Douglas, TO WIT:

On this 4<sup>th</sup> day of February, 2014 before me appeared, William Schmucker, to me personally known, who being by me duly sworn, says that he is a Director, of UNION PACIFIC RAILROAD COMPANY, a Delaware Corporation, that said instrument was signed and sealed on February 3, 2014 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

Candace Billingsley  
Notary Public

My commission expires:



**EXHIBIT A**  
**DESCRIPTION OF RAILCARS**

Two Hundred Twenty-Two (222) Railcars with the following reporting mark and numbers:

| Reporting Mark & Number |
|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
| CTRN100767              | CTRN100805              | CTRN100845              | CTRN100885              | CTRN100923              | CTRN100963              |
| CTRN100768              | CTRN100806              | CTRN100846              | CTRN100886              | CTRN100924              | CTRN100964              |
| CTRN100769              | CTRN100807              | CTRN100847              | CTRN100887              | CTRN100925              | CTRN100965              |
| CTRN100770              | CTRN100808              | CTRN100848              | CTRN100888              | CTRN100926              | CTRN100966              |
| CTRN100771              | CTRN100809              | CTRN100850              | CTRN100889              | CTRN100927              | CTRN100967              |
| CTRN100773              | CTRN100810              | CTRN100851              | CTRN100890              | CTRN100928              | CTRN100969              |
| CTRN100774              | CTRN100811              | CTRN100852              | CTRN100891              | CTRN100929              | CTRN100970              |
| CTRN100775              | CTRN100812              | CTRN100853              | CTRN100892              | CTRN100930              | CTRN100971              |
| CTRN100776              | CTRN100813              | CTRN100854              | CTRN100893              | CTRN100931              | CTRN100972              |
| CTRN100777              | CTRN100814              | CTRN100855              | CTRN100894              | CTRN100933              | CTRN100973              |
| CTRN100778              | CTRN100815              | CTRN100856              | CTRN100895              | CTRN100934              | CTRN100974              |
| CTRN100779              | CTRN100816              | CTRN100857              | CTRN100896              | CTRN100935              | CTRN100975              |
| CTRN100780              | CTRN100817              | CTRN100858              | CTRN100897              | CTRN100937              | CTRN100976              |
| CTRN100781              | CTRN100818              | CTRN100859              | CTRN100898              | CTRN100938              | CTRN100977              |
| CTRN100782              | CTRN100820              | CTRN100860              | CTRN100899              | CTRN100939              | CTRN100978              |
| CTRN100783              | CTRN100821              | CTRN100862              | CTRN100900              | CTRN100940              | CTRN100979              |
| CTRN100784              | CTRN100822              | CTRN100863              | CTRN100901              | CTRN100941              | CTRN100980              |
| CTRN100785              | CTRN100823              | CTRN100864              | CTRN100902              | CTRN100942              | CTRN100981              |
| CTRN100786              | CTRN100824              | CTRN100865              | CTRN100903              | CTRN100943              | CTRN100982              |
| CTRN100787              | CTRN100825              | CTRN100866              | CTRN100904              | CTRN100944              | CTRN100983              |
| CTRN100788              | CTRN100826              | CTRN100867              | CTRN100905              | CTRN100945              | CTRN100984              |
| CTRN100789              | CTRN100827              | CTRN100868              | CTRN100906              | CTRN100946              | CTRN100985              |
| CTRN100790              | CTRN100828              | CTRN100869              | CTRN100907              | CTRN100947              | CTRN100986              |
| CTRN100791              | CTRN100829              | CTRN100870              | CTRN100908              | CTRN100948              | CTRN100987              |
| CTRN100792              | CTRN100830              | CTRN100871              | CTRN100909              | CTRN100949              | CTRN100988              |
| CTRN100793              | CTRN100831              | CTRN100872              | CTRN100911              | CTRN100950              | CTRN100989              |
| CTRN100794              | CTRN100832              | CTRN100873              | CTRN100912              | CTRN100951              | CTRN100990              |
| CTRN100795              | CTRN100833              | CTRN100874              | CTRN100913              | CTRN100952              | CTRN100991              |
| CTRN100796              | CTRN100834              | CTRN100875              | CTRN100914              | CTRN100953              | CTRN100992              |
| CTRN100797              | CTRN100835              | CTRN100876              | CTRN100915              | CTRN100954              | CTRN100993              |
| CTRN100798              | CTRN100836              | CTRN100877              | CTRN100916              | CTRN100955              | CTRN100994              |
| CTRN100799              | CTRN100837              | CTRN100878              | CTRN100917              | CTRN100956              | CTRN100995              |
| CTRN100800              | CTRN100838              | CTRN100879              | CTRN100918              | CTRN100957              | CTRN100996              |
| CTRN100801              | CTRN100839              | CTRN100881              | CTRN100919              | CTRN100958              | CTRN100997              |
| CTRN100802              | CTRN100840              | CTRN100882              | CTRN100920              | CTRN100960              | CTRN100998              |
| CTRN100803              | CTRN100841              | CTRN100883              | CTRN100921              | CTRN100961              | CTRN100999              |
| CTRN100804              | CTRN100842              | CTRN100884              | CTRN100922              | CTRN100962              | CTRN101000              |