

RECORDATION NO. 31774  
FILED JUNE 15, 2015 12:30 PM  
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

June 15, 2015

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

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Schedule No. 2, dated as of August 1, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessee: Holcim (US) Inc.  
6211 Ann Arbor Road  
Dundee, MI 48131

A description of the railroad equipment covered by the enclosed document is:

100 covered hopper railcars: GNAX 2700 – GNAX 2799.

A short summary of the document to appear in the index is:

Memorandum of Schedule No. 2.

Chief, Section of Administration  
June 15, 2015  
Page 2

Also enclosed is a check in the amount of \$43.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem  
Enclosures

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*MEMORANDUM OF SCHEDULE NO. 2*

*DATED AUGUST 1, 2014*

*TO LEASE AGREEMENT*

*BETWEEN*

*GREENBRIER LEASING COMPANY LLC ("LESSOR")*

*AND*

*HOLCIM (US) INC. ("LESSEE")*

*DATED APRIL 1, 2012*

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Memorandum of Schedule No. 2 dated August 1, 2014 to a Lease Agreement made and entered into as of April 1, 2012 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Holcim (US) Inc., a Delaware corporation ("Lessee").

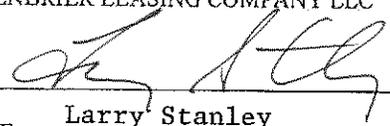
WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred (100) new 3,250 cubic foot capacity, 286,000 lbs. GRL, covered hopper railcars, bearing GNAX marks, and numbered as indicated in the attached Rail Equipment List.
2. Schedule No. 2 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 2, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

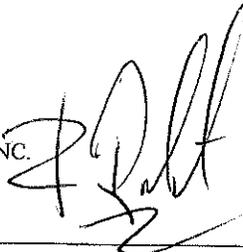
GREENBRIER LEASING COMPANY LLC

BY: 

NAME: Larry Stanley

TITLE: Senior Vice President

LESSEE:

HOLCIM (US) INC. 

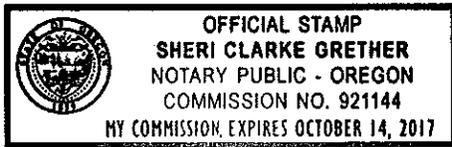
BY: 

NAME: FILIBERTO RUIZ

TITLE: PRES. + CEO

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 1<sup>st</sup> day of October, 2014, before me personally appeared Larry Stanley, to me personally known, who being by me duly sworn, says that s/he is the Senior Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was ~~her~~ his free act and deed.



Sheri Clarke Grether  
NOTARY PUBLIC  
My commission expires: October 14, 2017

STATE OF MA )  
 ) ss.  
COUNTY OF Middlesex )

On this 4<sup>th</sup> day of Sept, 2014, before me personally appeared Filipe Rivas, to me personally known, who being by me duly sworn, says that s/he is the President & CEO of Holcim (US) Inc. and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.

Patricia Byrne  
NOTARY PUBLIC  
My commission expires: March 31, 2017

**RAIL EQUIPMENT LIST**

<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>
GNAX	2700	GNAX	2725	GNAX	2750	GNAX	2775
GNAX	2701	GNAX	2726	GNAX	2751	GNAX	2776
GNAX	2702	GNAX	2727	GNAX	2752	GNAX	2777
GNAX	2703	GNAX	2728	GNAX	2753	GNAX	2778
GNAX	2704	GNAX	2729	GNAX	2754	GNAX	2779
GNAX	2705	GNAX	2730	GNAX	2755	GNAX	2780
GNAX	2706	GNAX	2731	GNAX	2756	GNAX	2781
GNAX	2707	GNAX	2732	GNAX	2757	GNAX	2782
GNAX	2708	GNAX	2733	GNAX	2758	GNAX	2783
GNAX	2709	GNAX	2734	GNAX	2759	GNAX	2784
GNAX	2710	GNAX	2735	GNAX	2760	GNAX	2785
GNAX	2711	GNAX	2736	GNAX	2761	GNAX	2786
GNAX	2712	GNAX	2737	GNAX	2762	GNAX	2787
GNAX	2713	GNAX	2738	GNAX	2763	GNAX	2788
GNAX	2714	GNAX	2739	GNAX	2764	GNAX	2789
GNAX	2715	GNAX	2740	GNAX	2765	GNAX	2790
GNAX	2716	GNAX	2741	GNAX	2766	GNAX	2791
GNAX	2717	GNAX	2742	GNAX	2767	GNAX	2792
GNAX	2718	GNAX	2743	GNAX	2768	GNAX	2793
GNAX	2719	GNAX	2744	GNAX	2769	GNAX	2794
GNAX	2720	GNAX	2745	GNAX	2770	GNAX	2795
GNAX	2721	GNAX	2746	GNAX	2771	GNAX	2796
GNAX	2722	GNAX	2747	GNAX	2772	GNAX	2797
GNAX	2723	GNAX	2748	GNAX	2773	GNAX	2798
GNAX	2724	GNAX	2749	GNAX	2774	GNAX	2799

**CERTIFICATION**

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: June 15, 2015

*Edward M. Luria*

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Edward M. Luria