



May 30, 2014

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

Dear Section Chief:

Please find attached one (1) copy of the Memorandum of Amendment No. 1 to Rider No. 1 dated as of April 15, 2014 between the following parties:

Lessee:                   McFarland Cascade Holdings, Inc.  
                                  1640 East Marc  
                                  Tacoma, WA 98421

Lessor:                   The David J. Joseph Company  
                                  300 Pike Street  
                                  Cincinnati, OH 45202

Please see Exhibit A for the equipment, (28) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Amendment No. 1 to Rider No. 1 dated as of April 15, 2014 related to twenty-eight (28) railcars bearing reporting marks: JTSX54013-54065, sporadic.

Please file this agreement as a primary document. The filing fee in amount of \$44.00 can be charged to our account. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6294

Sincerely,

Lindsay Ross  
Rail Operations Analyst

**MEMORANDUM OF  
AMENDMENT NO. 1 TO  
RIDER NO. 1**

This **MEMORANDUM OF AMENDMENT NO. 1 TO RIDER NO. 1** ("Memorandum of Amendment No. 1") entered into this 15<sup>TH</sup> day of April, 2014, is intended to evidence the amendment dated as of April 15, 2014 (the "Amendment No. 1"), between **THE DAVID J. JOSEPH COMPANY** ("Lessor"), and **MCFARLAND CASCADE HOLDINGS, INC.** ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the twenty-eight (28) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Amendment No. 1 on the date indicated below its signature.

**THE DAVID J. JOSEPH COMPANY**

By: Kelly C. Poellein

Name: Kelly C. Poellein

Title: Vice President, Finance – Brokerage

Date: April 15, 2014

**MCFARLAND CASCADE HOLDINGS, INC.**

By: Kevin Comerford

Name: Kevin Comerford

Title: Vice President

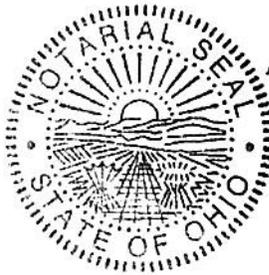
Date: 4/25/14

STATE OF OHIO )  
 )  
 ) SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 15<sup>TH</sup> day of April 2014, by Kelly C. Poellein, the Vice President, Finance – Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Angela Denise Callihan  
Notary Public

My Commission has no expiration.



ANGELA DENISE CALLIHAN  
Attorney At Law  
NOTARY PUBLIC  
STATE OF OHIO  
My Commission Has  
No Expiration Date  
Section 147.03 O.R.C.

STATE OF Washington )  
 )  
 ) SS:  
COUNTY OF Pierce )

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of April, 2014, by Kevin Comerford, the Vice President of McFarland Cascade Holdings, Inc., a "C" corporation, on behalf of the corporation.

Lori Hart  
Notary Public

My Commission expires:

4/15/2015



## EXHIBIT A

To the Memorandum of Amendment No., 1 dated April 15, 2014, between The David J. Joseph Company and McFarland Cascade Holdings, Inc.

### DESCRIPTION OF UNITS

Twenty-eight (28) railcars bearing reporting marks:

JTSX054013  
JTSX054022  
JTSX054030  
JTSX054044  
JTSX054045  
JTSX054048  
JTSX054053  
JTSX054054  
JTSX054056  
JTSX054057  
JTSX054058  
JTSX054060  
JTSX054062  
JTSX054038  
JTSX054039  
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