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

September 17, 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 Rider No. 24 to Lease Agreement, effective as of June 1, 2015, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

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

Lessee: Florida East Coast Railway, L.L.C.  
One Malaga Street  
St. Augustine, FL 32085

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

305 double stack container railcars within the series AOK 73000 – AOK 73484, FEC 71125 – FEC 71183 and FEC 73002– FEC 73485 as set forth in the attachment to the document. Note: All cars marked AOK are to be remarked FEC.

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

Memorandum of Rider No. 24 to Lease Agreement.

Section Chief  
September 17, 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,

A handwritten signature in blue ink, appearing to read "E. Luria", with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

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*MEMORANDUM OF RIDER NO. 24  
ENTERED INTO AS EFFECTIVE AS OF  
JUNE 1, 2015*

*TO LEASE AGREEMENT DATED AS OF*

*MAY 1, 2000*

*BETWEEN*

*GREENBRIER LEASING COMPANY LLC. ("LESSOR")*

*AND*

*FLORIDA EAST COAST RAILWAY, L.L.C. ("LESSEE")*

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This is a Memorandum of Rider No. 24 entered into effective as of June 1, 2015 to a Lease Agreement, dated as of May 1, 2000, each between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Florida East Coast Railway, L.L.C., a Florida limited liability company ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor the two hundred fifty (250) Group 1 Cars (as identified in Exhibit A hereto) and the fifty-five (55) Group 2 Cars (as identified in Exhibit B hereto) for a total of three hundred five (305) single unit, high capacity, double stack container railcars.
2. Rider No. 24 to the Lease Agreement will be effective as of the date first set forth hereinabove and will remain in effect through the lease term, as described in the Lease Agreement and Rider No. 24, as each may be amended from time to time.

IN WITNESS WHEREOF, each party, pursuant to due authority, has caused this instrument to be signed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this instrument was the free act of the entity, that the foregoing is true and correct and that this instrument was executed on the date indicated below.

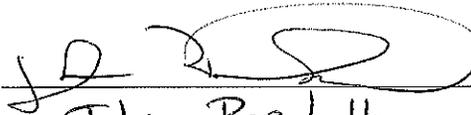
LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

FLORIDA EAST COAST RAILWAY, L.L.C.

BY: 

BY: 

NAME: J. T. Sharp

NAME: John Benholt

TITLE: President

TITLE: 9-10-15

This is a Memorandum of Rider No. 24 entered into effective as of June 1, 2015 to a Lease Agreement, dated as of May 1, 2000, each between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Florida East Coast Railway, L.L.C., a Florida limited liability company ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor the two hundred fifty (250) Group 1 Cars (as identified in Exhibit A hereto) and the fifty-five (55) Group 2 Cars (as identified in Exhibit B hereto) for a total of three hundred five (305) single unit, high capacity, double stack container railcars.
2. Rider No. 24 to the Lease Agreement will be effective as of the date first set forth hereinabove and will remain in effect through the lease term, as described in the Lease Agreement and Rider No. 24, as each may be amended from time to time.

IN WITNESS WHEREOF, each party, pursuant to due authority, has caused this instrument to be signed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this instrument was the free act of the entity, that the foregoing is true and correct and that this instrument was executed on the date indicated below.

LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

FLORIDA EAST COAST RAILWAY, L.L.C.

BY: 

BY: 

NAME: J. T. Shag

NAME: John Brenholt

TITLE: President

TITLE: 9-10-15

EXHIBIT A – GROUP 1 CARS  
single unit, high capacity, double stack container railcars

Page 1 of 3

ALL CARS BEARING “AOK” MARKS WILL BE REMARKED TO” FEC” MARKS UPON DELIVERY  
WITH NO CHANGE TO THE REPORTING NUMBERS

Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOK	73000	AOK	73152	AOK	73248	AOK	73194
AOK	73001	AOK	73210	AOK	73258	AOK	73207
AOK	73003	AOK	73291	AOK	73260	AOK	73273
AOK	73004	AOK	73293	AOK	73318	AOK	73274
AOK	73005	AOK	73300	AOK	73351	AOK	73316
AOK	73076	AOK	73339	AOK	73353	AOK	73326
AOK	73140	AOK	73358	AOK	73375	AOK	73330
AOK	73184	AOK	73359	AOK	73376	AOK	73331
AOK	73185	AOK	73472	AOK	73377	AOK	73332
AOK	73277	AOK	73481	AOK	73384	AOK	73399
AOK	73278	AOK	73484	AOK	73414	AOK	73400
AOK	73009	AOK	73016	AOK	73416	AOK	73401
AOK	73138	AOK	73017	AOK	73081	AOK	73409
AOK	73183	AOK	73078	AOK	73082	AOK	73417
AOK	73276	AOK	73093	AOK	73083	AOK	73419
AOK	73034	AOK	73094	AOK	73084	AOK	73445
AOK	73035	AOK	73096	AOK	73085	AOK	73446
AOK	73069	AOK	73097	AOK	73086	AOK	73469
AOK	73070	AOK	73105	AOK	73153	AOK	73109
AOK	73071	AOK	73106	AOK	73154	AOK	73156
AOK	73088	AOK	73129	AOK	73155	AOK	73157
AOK	73123	AOK	73131	AOK	73178	AOK	73173
AOK	73124	AOK	73219	AOK	73186	AOK	73013
AOK	73136	AOK	73220	AOK	73187	AOK	73028
AOK	73150	AOK	73246	AOK	73192	AOK	73029

EXHIBIT A – GROUP 1 CARS  
single unit, high capacity, double stack container railcars  
Page 2 of 3

Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOK	73054	FEC	73168	FEC	73170	FEC	73350
AOK	73055	FEC	73195	FEC	73189	FEC	73366
AOK	73056	FEC	73198	FEC	73190	FEC	73367
AOK	73064	FEC	73006	FEC	73191	FEC	73368
AOK	73108	FEC	73019	FEC	73196	FEC	73447
AOK	73121	FEC	73020	FEC	73197	FEC	73448
AOK	73181	FEC	73022	FEC	73199	FEC	73449
AOK	73182	FEC	73023	FEC	73200	FEC	73475
AOK	73216	FEC	73066	FEC	73255	FEC	73476
AOK	73217	FEC	73067	FEC	73256	FEC	73075
AOK	73249	FEC	73068	FEC	73257	FEC	73120
AOK	73251	FEC	73090	FEC	73288	FEC	73275
AOK	73322	FEC	73091	FEC	73289	FEC	73301
AOK	73323	FEC	73092	FEC	73290	FEC	73352
AOK	73356	FEC	73099	FEC	73309	FEC	73357
AOK	73361	FEC	73100	FEC	73310	FEC	73362
AOK	73378	FEC	73101	FEC	73311	FEC	73389
AOK	73379	FEC	73118	FEC	73327	FEC	73415
AOK	73453	FEC	73119	FEC	73328	FEC	73471
AOK	73468	FEC	73159	FEC	73329	FEC	73482
AOK	73470	FEC	73160	FEC	73342	FEC	73171
FEC	73018	FEC	73161	FEC	73343	FEC	73295
FEC	73021	FEC	73163	FEC	73344	FEC	73041
FEC	73117	FEC	73164	FEC	73348	FEC	73206
FEC	73162	FEC	73169	FEC	73349	FEC	73319

EXHIBIT A – GROUP 1 CARS  
 single unit, high capacity, double stack container railcars  
 Page 3 of 3

Mark	Number	Mark	Number
FEC	73410	FEC	73095
FEC	73418	FEC	73245
FEC	73455	FEC	73388
FEC	73485	FEC	73014
FEC	73002	FEC	73122
FEC	73080	FEC	73172
FEC	73135	FEC	73247
FEC	73193	FEC	73435
FEC	73408	FEC	73010
FEC	73208	FEC	73012
FEC	73296	FEC	73007
FEC	73387	FEC	73110
FEC	73396	FEC	73483
FEC	73294	FEC	73436
FEC	73125	FEC	73177
FEC	73137	FEC	73188
FEC	73250	FEC	73243
FEC	73302	FEC	73398
FEC	73320	FEC	73325
FEC	73385	FEC	73204
FEC	73480	FEC	73151
FEC	73130	FEC	73212
FEC	73205	FEC	73380
FEC	73292	FEC	73340
FEC	73386	FEC	73179

250 Cars Total

**EXHIBIT B – GROUP 2 CARS**  
single unit, high capacity, double stack container railcars

<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>
FEC	71125	FEC	71154
FEC	71126	FEC	71155
FEC	71127	FEC	71156
FEC	71128	FEC	71157
FEC	71129	FEC	71158
FEC	71130	FEC	71160
FEC	71131	FEC	71161
FEC	71132	FEC	71162
FEC	71133	FEC	71163
FEC	71134	FEC	71164
FEC	71135	FEC	71165
FEC	71136	FEC	71167
FEC	71137	FEC	71168
FEC	71138	FEC	71169
FEC	71139	FEC	71170
FEC	71140	FEC	71171
FEC	71141	FEC	71172
FEC	71142	FEC	71173
FEC	71143	FEC	71174
FEC	71144	FEC	71175
FEC	71146	FEC	71176
FEC	71147	FEC	71177
FEC	71148	FEC	71178
FEC	71149	FEC	71180
FEC	71150	FEC	71181
FEC	71151	FEC	71182
FEC	71152	FEC	71183
FEC	71153	55 Cars	

**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: September 17, 2015

*Edward M Luria*

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Edward M. Luria