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

April 8, 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 Lease Agreement Schedule No. 12, dated as of October 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: CSX Transportation, Inc.
100 North Charles St.
Baltimore, Maryland 21201

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

200 covered hopper railcars: CSXT 243800 – CSXT 243999.

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

Memorandum of Lease Agreement Schedule No. 12.

Section Chief
April 8, 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 black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE AGREEMENT
BETWEEN
GREENBRIER LEASING COMPANY LLC ("LESSOR")
AND
CSX TRANSPORTATION, INC. ("LESSEE")
JANUARY 1, 2008
SCHEDULE NO. 12
DATED: OCTOBER 1, 2014

Memorandum of Lease for Schedule No. 12 dated as of October 1, 2014 to a Lease Agreement made and entered into as of January 1, 2008, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and CSX Transportation, Inc., a Virginia corporation ("Lessee").

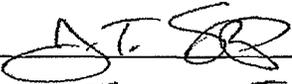
WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor two hundred (200) 3250cf covered hopper railcars, 286,000 lbs. GRL bearing Lessee-specified marks and numbers as follows: CSXT 243800 to CSXT 243999, inclusive.
2. Schedule No. 12 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term set forth in Schedule No. 12, as the same 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

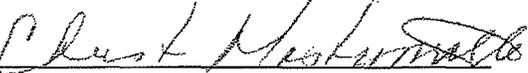
BY: 

NAME: James T. Sharp

TITLE: President

LESSEE:

CSX TRANSPORTATION, INC.

BY: 

NAME: CHRISTINE MASTROMATTEO

TITLE: Mgr Leasing & Treasury

I certify that I hold the title set forth below, that I have authority to sign this instrument on behalf of the Lessor and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

GREENBRIER LEASING COMPANY LLC

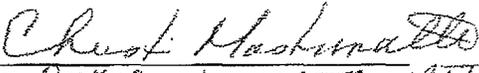
BY: 

NAME: James T. Sharp

TITLE: President

I certify that I hold the title set forth below, that I have authority to sign this instrument on behalf of the Lessee and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

CSX TRANSPORTATION, INC.

BY: 

NAME: CHRISTINE MASTROMATTEO

TITLE: Mgr Leasing & Treasury

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: 4/8/15

Edward M Luria
Edward M. Luria