

RECORDATION NO. 31119 FILED
MARCH 27, 2014 12:25 PM
SURFACE TRANSPORTATION BOARD
ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

March 27, 2014

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 of Railroad Equipment dated as of March 15, 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:

Owner:	NorLease, Inc. 50 South La Salle Street Chicago, Illinois 60675
Lessee:	Grand Trunk Western Railroad Company clo Canadian National Railway Company 935 de La Gauchetiere Street West Montreal, Quebec H3B 2M9

Chief, Section of Administration
March 27, 2014
Page 2

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

350 autoracks: CN 690699 - CN 691048.

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

Memorandum of Lease of Railroad Equipment.

Also enclosed is a check in the amount of \$44.00 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/bhs
Enclosures

**MEMORANDUM OF LEASE OF RAILROAD
EQUIPMENT** dated as of March 15, 2014, between
NorLease, Inc., a Delaware corporation (hereinafter
called the **Owner**) and **Grand Trunk Western
Railroad Company**, a Michigan corporation
(hereinafter called the **Lessee**).

WHEREAS, the Owner and the Lessee have entered into that certain Lease of Railroad Equipment No. 2 dated as of March 15, 2014 (hereinafter called the **Lease**), covering three-hundred fifty (350) new Multi-Max Auto Racks, built by Greenbrier Concarril, LLC, of Sahagun Hidalgo, Mexico in 2014, to be marked **CN 690699 through CN 691048**, and all additions and alterations thereto, replacements thereof and substitutions therefor (which Auto Racks will be affixed to the newly built TTX flat cars marked CTTX 690699 through CTTX 691048); and

WHEREAS, as of the date hereof the addresses, of the Owner and the Lessee, are as follows:

Owner: NorLease, Inc.
50 South La Salle Street
Chicago, Illinois
60675
Attention of President

Lessee: Grand Trunk Western Railroad Company
c/o Canadian National Railway Company
935 de La Gauchetiere Street West
Montreal, Quebec
H3B 2M9
Attention of Sr. Manager, Asset Finance.

IN WITNESS WHEREOF, the parties wish to show for the public record the leasing of said auto racks from the Owner to the Lessee, the ownership of said auto racks by the Owner, the leasehold interest therein of the Lessee, the rights of the Lessee from time to time to purchase said auto racks and, accordingly the parties have caused this instrument to be executed as of the date first above written by their officers thereunto duly authorized, each such officer bearing the title set forth below, and each such officer declares pursuant to 28 U.S.C. §1746 under penalty of perjury that the foregoing is a true and correct document.

This Memorandum may be executed in any number of counterparts and by the different parties hereto on separate counterparts, all of which together shall constitute a single agreement.

Grand Trunk Western Railroad Company

By: 
Name: John Lamont
Title: Sr. Manager Asset Finance

NorLease, Inc.

By: 
Name: Peter R. Hanson
Title: Vice President

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: March 27, 2014

Edward M Luria

Edward M. Luria