

AUGUST 19 , 2014 12:30 PM

ALVORD AND ALVORD SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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August 19, 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 Rider No. 9, effective as of September 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: Wisconsin Central Ltd.  
935 de la Gauchetiere St West, 16th Floor  
Montreal, QC H3B 2M9  
Canada

Chief, Section of Administration  
August 19, 2014  
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A description of the railroad equipment covered by the enclosed document is:

173 73-foot riserless deck center partition flatcars: 95 within the series AOK 29350 - AOK 29449 (excluding: AOK 29356, 29407, 29409, 29431, 29443) and 78 within the series AOK 29500 - AOK 29579 (excluding AOK 29550 and 29577).

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

Memorandum of Rider No. 9.

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/sem  
Enclosures

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***MEMORANDUM OF RIDER NO. 9***

***BETWEEN***

***GREENBRIER LEASING COMPANY LLC,  
formerly known as Greenbrier Leasing Corporation (“LESSOR”)***

***AND***

***WISCONSIN CENTRAL LTD. (“LESSEE”)***

***SEPTEMBER 1, 2014***

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**MEMORANDUM OF RIDER NO. 9** dated effective as of September 1, 2014, to a Lease Agreement made and entered into as of October 1, 2003 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, formerly known as Greenbrier Leasing Corporation ("Lessor") and Wisconsin Central Ltd., a Delaware corporation ("Lessee").

**WITNESSETH:**

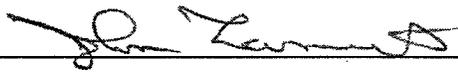
1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor, one hundred seventy-three (173) 73-foot riserless deck center partition flatcars, bearing the following marks and numbers: 95 units from the series AOK 29350 through AOK 29449 (excluding: AOK 29356, 29407, 29409, 29431, 29443) and 78 units from the series AOK 29500 through AOK 29579 (excluding AOK 29550 and 29577) (collectively, the "Cars").
2. Rider No. 9 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 Rider No. 9, as each may be amended from time to time.

**IN WITNESS WHEREOF**, the parties hereto have caused this instrument to be executed by their officers by the authority of the Board of Directors or other governing body of each party, each such officer bearing the title set forth below his / her name, thereunto duly authorized as of the date first above written 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.

**LESSOR: GREENBRIER LEASING COMPANY LLC**

By:  \_\_\_\_\_  
Title: PRESIDENT

**LESSEE: WISCONSIN CENTRAL LTD.**

By:  \_\_\_\_\_  
Title: Sr. Manager, Asset Finance

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: 8/19/14

Edward M Luria

Edward M. Luria