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RECORDATION NO. 29588-A FILED

July 28, 2016 1:15 PM

SURFACE TRANSPORTATION BOARD

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

July 28, 2016

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 an Amendment No. 1 to Memorandum of Lease Schedule No. 1, dated as of July 25, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement Schedule No. 1 previously filed with the Board under Rec. No. 29588.

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

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

Lessee: Land O' Lakes, Inc.
PO Box 64281, MS 5330
St. Paul, MN 55164

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

38 covered hopper railcars; AOKX 78154 – AOKX 78191, inclusive.

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

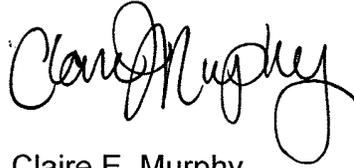
Amendment No. 1 to Memorandum of Lease Schedule No. 1.

Section Chief
July 28, 2016
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 "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M" and "y".

Claire E. Murphy

CEM
Enclosures

RECORDATION NO. 29588-A FILED
July 28, 2016 1:15 PM
SURFACE TRANSPORTATION BOARD

AMENDMENT NO. 1

TO

*MEMORANDUM OF LEASE
SCHEDULE NO. 1 DATED SEPTEMBER 10, 2010*

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

LAND O' LAKES, INC. ("LESSEE")

JULY 25, 2016

Amendment No. 1 dated July 25, 2016, to Memorandum of Lease for Schedule No. 1 dated September 10, 2010, to a Lease Agreement made as of September 10, 2010, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company (“Lessor”) and Land O’ Lakes, Inc., a Minnesota cooperative corporation (“Lessee”) (the “Lease Memorandum”).

WHEREAS, Lessor and Lessee executed the Lease Memorandum describing the lease of thirty-eight (38) newly built 6,580 c.f., 286,000 lbs. GRL through-sill covered hopper railcars, each with a 30-inch by 59-foot four-inch hatch opening and four (4) 54-inch by 43-inch gravity gates, bearing marks and numbers AOKX 78154 through AOKX 78191, inclusive; and

WHEREAS, Lessor and Lessee wish to amend the Lease Memorandum to conform to an amendment to the underlying Lease Documents (as defined in such Amendment) to correct the entity name of the Lessee and to ratify and confirm that such correction be effective as of the date set forth in such Lease Documents as the date that such Lease Document became legally effective according to its terms.

NOW THEREFORE, Lessor and Lessee hereby amend the Lease Memorandum as follows:

1. Each appearance of the words “Land O’ Lakes Purina Feed, LLC, a Delaware limited liability company” is replaced with the words “Land O’ Lakes, Inc., a Minnesota cooperative corporation”;
2. Each appearance of the words “Land O’ Lakes Purina Feed, LLC” is replaced with the words “Land O’ Lakes, Inc.”;
3. All other terms and conditions of the Lease Memorandum not specifically amended hereby shall remain in full force and effect.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager 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 this instrument was signed on behalf of the Lessee by authority of its governing body 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.

LAND O' LAKES, INC.

BY: _____
NAME: _____
TITLE: _____

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.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager 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

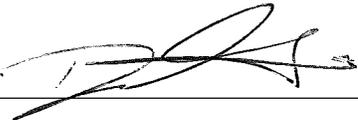
BY: _____

NAME: _____

TITLE: _____

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its governing body 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.

LAND O' LAKES, INC.

BY:  _____

NAME: 7/26/16 _____

TITLE: TRANSPORTATION MANAGER _____

CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, 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: July 28, 2016



Claire E. Murphy