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

February 28, 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 Memorandum of Assignment, dated as of February 28, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Schedule No. 1 previously filed with the Board under Recordation Number 30760.

The names and addresses of the parties to the enclosed documents are:

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

Assignee: First Union Rail Corporation  
One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Section Chief  
February 28, 2014  
Page 2

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

20 covered hopper railcars within the series AOKX 494866 - AOKX 496006 as set forth in the attachment to the document.

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

Memorandum of Assignment.

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

**MEMORANDUM OF ASSIGNMENT**

THIS MEMORANDUM OF ASSIGNMENT dated as of February 28, 2014, is between GREENBRIER LEASING COMPANY LLC, an Oregon limited liability company ("Greenbrier"), and FIRST UNION RAIL CORPORATION, a North Carolina corporation ("FURC").

The parties to this Memorandum hereby acknowledge and confirm the following:

A. Greenbrier, as lessor, has leased certain railroad cars more particularly described on Schedule 1 attached hereto (the "Cars") pursuant to that certain Lease Agreement dated as of March 1, 2013, and Schedule No. 1 thereto (as amended, modified, extended, supplemented, restated and/or replaced from time to time, the "Lease") to Teksid Hierro de Mexico, S.A. de C.V.

B. A Memorandum of Lease was filed with respect to Schedule No. 1 with the U.S. Surface Transportation Board on June 7, 2013, under recordation number 30760.

C. Greenbrier and FURC are parties to that certain Assignment Agreement dated February 28, 2014, pursuant to which Greenbrier has assigned all of its right, title and interest under the Lease with respect to the Cars to FURC.

D. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

[The remainder of this page has been intentionally left blank]

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed as of the first date herein above written.

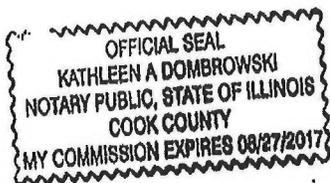
FIRST UNION RAIL CORPORATION

By: *Rick Grossman*  
Name: Rick Grossman  
Title: Vice President-Equipment

STATE OF ILLINOIS    )  
                                  ) ss:  
COUNTY OF COOK    )

The foregoing Memorandum of Assignment was acknowledged before me, the undersigned Notary Public, in the County of Cook this 27th day of February, 2014, by Rick Grossman, as Vice President-Equipment of FIRST UNION RAIL CORPORATION, a North Carolina corporation, on behalf of the corporation.

*Kathleen A Dombrowski*  
Notary Public  
My commission expires: 8/27/2017



[Memo of Assignment (Teksid)]

IN WITNESS WHEREOF, the parties have caused this Memorandum to be executed as of the first date herein above written.

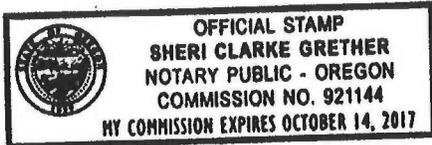
GREENBRIER LEASING COMPANY LLC

By:   
Name: Larry Stanley  
Title: Senior Vice President

STATE OF OREGON            )  
  ) ss:  
COUNTY OF CLACKAMAS    )

On this 26 day of February, 2014, before me personally appeared Larry Stanley, to me personally known, who being by me duly sworn, says that he is the Senior Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and he acknowledged that the execution of the said instrument was his free act and deed.

  
Notary Public  
My commission expires: October 14, 2017



**SCHEDULE I**

**RAILCAR LIST**

Twenty (20) covered hopper railcars marked and numbered as follows:

<b>Mark</b>	<b>Number</b>
AOKX	494866
AOKX	494869
AOKX	494878
AOKX	494879
AOKX	494881
AOKX	494887
AOKX	494888
AOKX	494889
AOKX	494901
AOKX	494907
AOKX	494911
AOKX	494913
AOKX	495300
AOKX	495602
AOKX	495682
AOKX	495707
AOKX	495743
AOKX	495745
AOKX	495756
AOKX	496006
<b>Total:</b>	<b>20 Cars</b>

**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: February 28, 2014

*Edward M Luria*

\_\_\_\_\_  
Edward M. Luria