

RECORDATION NO. 31423 FILED

OCT 10 '14 -11 32 AM

SURFACE TRANSPORTATION BOARD

September 19, 2014

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001



Dear Section Chief:

Please find enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) one original and one copy of Memorandum of Railcar Lease Agreement, dated September 18, 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: Tealinc, Ltd.
1606 Rosebud Creek Road
Forsyth, MT 59327

Lessee: McFarland Cascade Holdings, Inc.,
PO Box 1496
Tacoma, WA 98401-1496

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

One (1) flat deck railcars with the numbers JOBX 8602 as more particularly set forth in the schedule attached to the document.

1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: darell@tealinc.com

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

Memorandum of Railcar Lease Agreement.

Also enclosed is our check in the amount of \$43.00 payable to the Surface Transportation Board for the required recordation fee.

Please kindly return the file-stamped copy of the enclosed document to the undersigned.

Sincerely,

A handwritten signature in cursive script that reads "Katie M. Dowling".

Katie M. Dowling

/tl
Enclosures

1606 Rosebud Creek Road, Forsyth, MT 59327

Ph: 406-347-5237

Fax: 406-347-5239

Email: darell@tealinc.com

EXHIBIT B - MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of Sept 19, 2014 by and between **Tealine, Ltd.** ("Lessor") a Montana corporation and **McFarland Cascade Holdings, Inc.** a subsidiary of **Stella-Jones** ("Lessee") a Washington corporation, with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Schedules to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Master Railcar Service and Lease Agreement No. **070314** dated Sept 19, 2014 between Lessor and Lessee (hereinafter referred to as the "Lease").

2. Pursuant to Schedule No. **070314** to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the flat deck Railcars bearing the reporting marks and numbers indicated on Exhibit A hereto, all as more particularly described in the Lease.

3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

LESSEE:

McFarland Cascade Holdings, Inc.,
A subsidiary of **Stella-Jones**

By: [Signature]
Print Name: Kevin Corrao
Title: President Vice President

Address: P.O. Box 1496
Tacoma, WA 98401-1496
Phone: 253-572-3033
Facsimile: 253-798-5863

LESSOR:

Tealine, Ltd.

By: [Signature]
Print Name: Darell J. Luther
Title: President

Address: 1606 Rosebud Creek Road
Forsyth, MT 59327
Phone: (406) 347-5237
Facsimile: (406) 347-5239

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SURFACE TRANSPORTATION BOARD

EXHIBIT A
To
MEMORANDUM OF RAILCAR LEASE AGREEMENT

Current Car Mark	New Car Mark
GIMX 8602	JOBX 8602

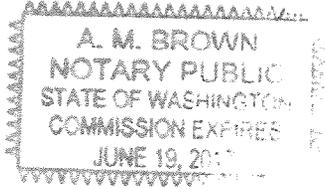
STATE OF Washington)
) ss.
COUNTY OF Pierce)

On this 8th day of September, 2014, before me personally appeared Kevin Comerford, to me personally known, who being by me duly sworn, says that he is the Vice Pres. of McFarland Cascade Holdings, Inc. a subsidiary of Stella-Jones, that the foregoing instrument was signed on behalf of said corporation for and on behalf of itself and its subsidiaries which may perform thereunder, and he acknowledged that the execution of the said instrument was his free act and deed.

A.M. Brown

NOTARY PUBLIC

My commission expires: 6-17-17



STATE OF Montana)
) ss.
COUNTY OF Rosebud)

On this 18th day of September, 2014, before me personally appeared Darell J. Luther, to me personally known, who being by me duly sworn, says that s/he is the President of Tealine, Ltd. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Heather Polich

NOTARY PUBLIC

My commission expires: 7/26/15

