

#13
NEW NUMBER

LAW OFFICES
ALVORD AND ALVORD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
JAMES C. MARTIN, JR.*

200 WORLD CENTER BUILDING
918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.

20006-2973

RECORDATION NO. 1 5832

OF COUNSEL
JESS LARSON
JOHN L. INGOLDSBY
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

TELEPHONE
AREA CODE 202
393-2266

TELEX
440367 A AND A

* NOT A MEMBER OF D.C. BAR
* ALSO ADMITTED IN NEW YORK
* ALSO ADMITTED IN OHIO
* ALSO ADMITTED IN MARYLAND

SEP 22 1988 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

September 22, 1988

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No. 8-266A032
Date SEP 22 1988
Fee \$ 13.00

ICC OFFICE OF
THE SECRETARY
SEP 22 12 46 PM '88
MOTOR OPERATING UNIT

Dear Ms. McGee:

ICC Washington, D. C.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three fully executed original copies and two photocopies of a Memorandum of Lease Agreement dated as of June 15, 1988, a primary document as defined in the Commission's Rules for the Recordation of Documents.

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

Lessor: Greenbrier Leasing Corporation
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Southern Pacific Transportation Company
One Market Plaza
San Francisco, California 94105

A description of the railroad equipment covered by the enclosed document is set forth in Schedule A attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the stamped copies of the enclosed document not needed for your files to Charles T. Kappler, Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

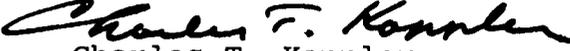
C. T. Kappler
C. Alvord

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
September 22, 1988
Page Two

A short summary of the enclosed primary document to appear in the Commission Index is:

Memorandum of Lease Agreement dated as of June 15, 1988 between Greenbrier Leasing Corporation, Lessor, and Southern Pacific Transportation Company, Lessee, covering forty Twin-Stack bulkhead design well cars bearing GBRX marks and numbers.

Very truly yours,


Charles T. Kappler

Enclosures

SCHEDULE A

Forty (40) Gunderson-manufactured Twin-Stack bulkhead design well cars with 40-foot wells numbered and marked as follows:

GBRX 2344 through GBRX 2374, inclusive

GBRX 2202	GBRX 2101
GBRX 2206	GBRX 2106
GBRX 2209	GBRX 6700
GBRX 2210	GBRX 6705
GBRX 2212	

Interstate Commerce Commission
Washington, D.C. 20423

9/22/88

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th St. N.W.
Washington, D.C. 20001

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/22/88 at 1:05pm, and assigned recordation number(s). 15832

Sincerely yours,

Nesta L. McLee
Secretary

Enclosure(s)

ICC Copy

1 5832
REGISTRATION NO. _____ FROM 1988

SEP 22 1988-1 05 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

SOUTHERN PACIFIC TRANSPORTATION COMPANY ("LESSEE")

JUNE 15, 1988

Memorandum of a Lease Agreement made and entered into as of June 15, 1988 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and Southern Pacific Transportation Company, a Delaware corporation ("Lessee").

W I T N E S S E T H:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor forty (40) Gunderson-manufactured Twin-Stack® bulkhead design well cars with 40-foot wells numbered and marked as follows:

GBRX 2344 through GBRX 2374, inclusive

GBRX 2202	GBRX 2101
GBRX 2206	GBRX 2106
GBRX 2209	GBRX 6700
GBRX 2210	GBRX 6705
GBRX 2212	

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

GREENBRIER LEASING CORPORATION

By: Norris M. Webb, V.P.

SOUTHERN PACIFIC TRANSPORTATION COMPANY

By: M. D. Ingalls

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 14th day of July, 1988, before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Vice President of Greenbrier Leasing Corporation 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.

Janet E. Hudson
NOTARY PUBLIC

My commission expires: 5/28/90

STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO)

On this 26th day of JULY 1988, before me personally appeared M. D. DINGERTH, to me personally known, who being by me duly sworn, says that he is Asst. V.P. - Internorm Ops. of Southern Pacific Transportation Company, 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.

Sandro P. Micocci
NOTARY PUBLIC

My commission expires:

