

#13
NEW NUMBER

LAW OFFICES

ALVORD AND ALVORD

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

ROBERT W. ALVORD*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
RICHARD N. BAGENSTOS
JAMES C. MARTIN, JR.*

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

(202) 393-2288

OF COUNSEL
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

TELEX
440367 A AND A

TELEFAX
(202) 393-2156

*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

INTERSTATE COMMERCE COMMISSION

DEC 30 1988 10:00 AM
RECORDATION NO. 6124 FILED 1988

December 30, 1988

100 OFFICE OF
THE SECRETARY
DEC 30 9 54 AM '88
MOTOR OPERATING UNIT

8-365A012

No. _____
Date: DEC 30 1988

Fee \$ 13⁰⁰

ICC Washington, D.C.

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

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) fully executed original copies and one photocopy of a Memorandum of Lease Agreement dated as of October 11, 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:

One hundred fifty (150) 73-foot center partition cars manufactured by Gunderson, Inc. of Portland, Oregon and bearing marks and numbers WCRC 9125 through WCRC 9274, both inclusive.

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

C.T. Hopewell
Coventry

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
December 30, 1988
Page Two

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

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

Memorandum of Lease Agreement dated as of October 11, 1988 between Greenbrier Leasing Corporation, Lessor, and Southern Pacific Transportation Company, Lessee, covering 150 center partition cars, marked and numbered WCRC 9125 through 9274, both inclusive.

Very truly yours,


Charles T. Kappler

Enclosures

ICC Copy

INTERSTATE COMMERCE COMMISSION

DEC 30 1988 10-00 AM
1 6124
REGISTRATION NO. _____

MEMORANDUM OF LEASE

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

SOUTHERN PACIFIC TRANSPORTATION COMPANY ("LESSEE")

OCTOBER 11, 1988

Memorandum of a Lease Agreement made and entered into as of October 11, 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 one hundred fifty (150) 73-foot center partition cars manufactured by Gunderson, Inc. of Portland, Oregon and bearing marks and numbers as follows:

WCRC 9125 through WCRC 9274, inclusive.
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, U.P.

SOUTHERN PACIFIC TRANSPORTATION COMPANY

By: E. J. Morssey, AVP

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 7th day of December 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.

James E. Hudson
NOTARY PUBLIC

My commission expires: 5/28/90

STATE OF CALIFORNIA)
)
COUNTY OF San Francisco)

On this 11th day of December 1988, before me personally appeared K. J. Morrissey, to me personally known, who being by me duly sworn, says that he is Asst. Vice President 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.

Deanna K. Ciesielski
NOTARY PUBLIC

My commission expires: 12-1-89

