

9-230A032

#13

NEW NUMBER

LAW OFFICES

ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N W

WASHINGTON, D.C.

20006-2973

(202) 393-2266

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

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

*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN MARYLAND

OF COUNSEL
URBAN A. LESTER

CABLE ADDRESS
ALVORD

TELEX
440367 A AND A

TELEFAX
(202) 393-2156

August 18, 1989

RECORDATION NO. 16484 FILED 1425

AUG 18 1989 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

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 two photocopies of a Memorandum of Lease Agreement dated as of June 27, 1989, a primary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

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

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

Lessee: Domtar Gypsum, Inc.
2101 Webster Street, Suite 950
Oakland, CA 94612-3027

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

Fifty (50) 60' 100-ton center partition flatcars marked and numbered GBRX 9020 through GBRX 9069, 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.

Charles T. Kappler

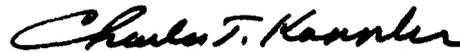
Ms. Noreta R. McGee
Interstate Commerce Commission
August 18, 1989
Page 2

Kindly return the stamped 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 June 27, 1989 between Greenbrier Leasing Corporation, Lessor, and Domtar Gypsum Inc., Lessee, covering 50 60' 100-ton center partition flatcars, GBRX 9020 through GBRX 9069, both inclusive.

Very truly yours,


Charles T. Kappler

CTK/skh

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

8/18/89

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
91816th St. N.W.
Washington, D.C. 20006

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 8/8/89 at 1:05pm, and assigned recordation number(s). 16484

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

16484
RECORDATION NO _____ FILED 1425

AUG 18 1989 -1 05 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE
BETWEEN
GREENBRIER LEASING CORPORATION ("LESSOR")
AND
DOMTAR GYPSUM, INC. ("LESSEE")

JUNE 27, 1989

Memorandum of a Lease Agreement made and entered into as of June 27, 1989 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and Domtar Gypsum, Inc., 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 fifty (50), 60-foot 100-ton center partition flatcars manufactured by Gunderson, Inc. in Portland, Oregon and bearing marks and numbers as follows:

GBRX 9020 through GBRX 9069, 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.

DOMTAR GYPSUM, INC.

By: Richard O. Austin

GREENBRIER LEASING CORPORATION

By: Norman M. Webb, V.P.

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 10th day of July, 1989, 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.

Carlene M. Herstadt
NOTARY PUBLIC

My commission expires: 5/28/90

STATE OF CALIFORNIA)
)
COUNTY OF Alameda)

On this 28th day of July 1989, before me personally appeared Richard O Austin, to me personally known, who being by me duly sworn, says that he is Manager, Marketing Services of DOMTAR GYPSUM, INC., 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.

Julie L Beard
NOTARY PUBLIC

My commission expires:
October 10, 1992

