

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

ROBERT W. ALVORD*
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CHARLES T. KAPPLER
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JAMES C. MARTIN, JR.*

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

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393-2268

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40367 A AND A

RECORDATION NO. **1 5518**
MAR 3 1988 2 00 PM
INTERSTATE COMMERCE COMMISSION

March 2, 1988

8-063A022

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

No. _____
Date MAR 3 1988
Fee \$ 13.00
ICC Washington, D.C.

MAR 3 1 52 PM '88

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two fully executed copies and two photocopies of a Memorandum of Lease dated as of January 18, 1988, a primary document as defined in the Commission's Rules for the Recordation of Documents.

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

Twenty (20) 73' center partition bulkhead flatcars numbered and marked WCRC 2050 through WCRC 2069, both inclusive.

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: Champion International
One Champion Plaza
Stamford, Connecticut 06921

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. J. Kemler

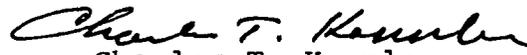
Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
March 2, 1988
Page Two

Kindly return stamped copies of the enclosed document 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 dated as of January 18, 1988 between Greenbrier Leasing Corporation, Lessor, and Champion International, Lessee, covering 20 center partition bulkhead flatcars marked WCRC 2050 - WCRC 2069.

Very truly yours,


Charles T. Kappler

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

3/3/88

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th St. N.W.
Washington, D.C. 20423

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 3/3/88 at 2:00pm, and assigned recordation number(s). 15518

Sincerely yours,

Narta R. McGee

Secretary

Enclosure(s)

ICC Copy

1 5518
RECORDATION NO. _____ Filed 1429

MAR 3 1988 - 2 20 PM
INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE
BETWEEN
GREENBRIER LEASING CORPORATION ("LESSOR")
AND
CHAMPION INTERNATIONAL ("LESSEE")

JANUARY 18, 1988

Memorandum of a Lease Agreement made and entered into as of January 18, 1988 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and Champion International, a New York 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 twenty (20) 73' center partition bulkhead flatcars numbered and marked as follows:
WCRC 2050 - WCRC 2069, 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, V.P.

CHAMPION INTERNATIONAL

By: [Signature]

L21281.1

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 12th day of February, 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 CONNECTICUT)
)
COUNTY OF)

On this 24 day of February 1988, before me personally appeared Terry A. Wurtzbacher, to me personally known, who being by me duly sworn, says that he is Director - Transportation of Champion International, 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.

Raffaella Rovegno

NOTARY PUBLIC

My commission expires:

RAFFAELA L. ROVEGNO
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1989