

**THE  
GREENBRIER  
COMPANIES**

The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200  
Lake Oswego Oregon 97035  
503 684 7000 Fax 503 684 7553

April 1, 1998

RECORDATION NO. 21317 FILED

APR 6 '98 2-38 PM

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement dated as of December 18, 1997, a primary document as defined in the 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 Railcar, Inc.  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessee: Railtex Service Company, Inc.  
4040 Broadway, Suite 200  
San Antonio, TX 78209

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

Eleven (11) 60-foot, 100-ton high cube boxcars with double sliding doors and four (4) interior rub rails per side bearing marks and numbers as follows:

IOCR 4000 through IOCR 4010, inclusive.

Also enclosed is a payment of \$26 payable to the order of the Surface Transportation Board covering the required recordation fee.

Mr. Vernon A. Williams

April 1, 1998

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Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

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

Memorandum of Lease Agreement for eleven (11) 60-foot, 100-ton high cube boxcars with double sliding doors and four (4) interior rub rails per side bearing marks and numbers as follows:

IOCR 4000 through IOCR 4010, inclusive.

Sincerely,



Janet E. Johnston  
Assistant to the  
Executive Vice President

jej  
Enclosure

cc: Robert W. Alvord, Esq.

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***MEMORANDUM OF LEASE AGREEMENT***

***BETWEEN***

***GREENBRIER RAILCAR, INC. ("LESSOR")***

***AND***

***RAILTEX SERVICE COMPANY, INC. ("LESSEE")***

***DECEMBER 18, 1997***

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Memorandum of a Lease Agreement made and entered into as of December 18, 1997 by and between Greenbrier Railcar, Inc., a Delaware corporation, ("Lessor") and RailTex Service Company, Inc., a Delaware corporation ("Lessee").

**WITNESSETH:**

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor eleven (11) 60-foot, 100-ton high cube boxcars with double sliding doors and four (4) interior rub rails per side bearing marks and numbers as follows:

IOCR 4000 through IOCR 4010, 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 described 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.

LESSOR: GREENBRIER RAILCAR, INC.

By: Norris M. Webb

Title: Vice President

LESSEE: RAILTEX SERVICE COMPANY, INC.

By: Carol Davis

Title: CHIEF FINANCIAL OFFICER