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LAW OFFICES  
**MILES & STOCKBRIDGE**

300 ACADEMY STREET  
CAMBRIDGE, MD 21613-1865

101 BAY STREET  
EASTON, MD 21601-2718

11350 RANDOM HILLS ROAD  
FAIRFAX, VA 22030-7429

A PROFESSIONAL CORPORATION

10 LIGHT STREET  
BALTIMORE, MARYLAND 21202-1487

TELEPHONE 410-727-6464  
FAX 410-385-3700

30 WEST PATRICK STREET  
FREDERICK, MD 21701-6903

22 WEST JEFFERSON STREET  
ROCKVILLE, MD 20850-4286

600 WASHINGTON AVENUE  
TOWSON, MD 21204-3965

1450 G STREET, N.W.  
WASHINGTON, D.C. 20005-2001

JOHN A. STALFORT  
410-385-3424

July 11, 1994

18895

via FEDERAL EXPRESS

RECORDATION NO. \_\_\_\_\_ FILED 1994

Interstate Commerce Commission  
12th and Constitution Avenues, N.W.  
Washington, D.C. 20423  
Attention: Mrs. Mildred Lee

JUL 12 1994 10 22 AM

INTERSTATE COMMERCE COMMISSION

Re: Our File Number: 258-1417

Dear Mrs. Lee:

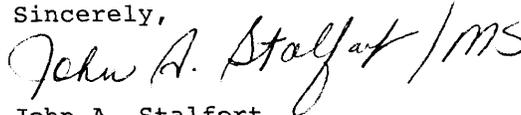
Enclosed for recordation in your office pursuant to the provisions of 49 U.S.C. §11303 is an original Memorandum of Railcar Lease Agreement and one notarized copy of the same effective as of July 16, 1993 between The First National Bank of Maryland (25 South Charles Street, Baltimore, Maryland 21201) and Weyerhaeuser Company (33663 Weyerhaeuser Way South, Federal Way, Washington 98003).

Also enclosed is a check in the amount of \$18.00 to cover the costs of recordatin. One it has been recorded, please return the same to:

John A. Stalfort, Esquire  
Miles & Stockbridge  
10 Light Street - 9th Floor  
Baltimore, Maryland 21202

Thank you for your prompt attention to this matter. Please call me if you have any questions.

Sincerely,



John A. Stalfort

JAS:mes  
Enclosures

**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

JULY 12, 1994

JOHN A. STALFORT, ESQUIRE  
MILES & STOCKBRIDGE  
10 LIGHT STREET-9TH FLOOR  
BALTIMORE MARYLAND 21202

Dear MR. STALFORT:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/12/94 at 9:35AM, and assigned recordation number(s) 18895

Sincerely yours,

Sidney L. Strickland, Jr.  
Secretary

Enclosure(s)

\$ 18.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one stamped on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature Jalicia M. Stokes

STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that the attached Memorandum of Railcar Lease Agreement is a true and complete copy of said Memorandum of Railcar Lease Agreement.

WITNESS my hand and seal this 11<sup>th</sup> day of July, 1994

Deborah J. Hooper  
Notary Public



My Commission Expires: 7-27-98

• 18895

RECORDATION NO. \_\_\_\_\_ FILED 142\*

JUL 12 1994 10:35 AM

INTERSTATE COMMERCE COMMISSION

THE FIRST NATIONAL BANK OF MARYLAND

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18895

RECORDATION NO. \_\_\_\_\_ FILED 1425

JUL 12 1994 10 35 AM

INTERSTATE COMMERCE COMMISSION

**MEMORANDUM OF RAILCAR LEASE AGREEMENT**

**effective as of July 16, 1993**

**between**

**THE FIRST NATIONAL BANK OF MARYLAND,**

**as Lessor**

**and**

**WEYERHAEUSER COMPANY,**

**as Lessee**

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**FILED WITH THE INTERSTATE COMMERCE COMMISSION  
PURSUANT TO 49 U.S.C. § 11303  
ON FEBRUARY \_\_, 1994 AT \_\_ A.M.  
RECORDATION NUMBER \_\_\_\_\_.**

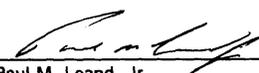
MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made effective as of July 16, 1993 by and between THE FIRST NATIONAL BANK OF MARYLAND, a national banking association ("Lessor"), and WEYERHAEUSER COMPANY, a Delaware corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, 60 100-ton log chip cars bearing reporting marks TO&E 1335 through 1394 inclusive, 40 100-ton log loading cars bearing reporting marks TO&E 1800 through 1839 inclusive and 1 General Motors 3,000 H.P. Model EMD GP-40-2 locomotive bearing reporting mark D15, all as more particularly described in that certain Railcar Lease Agreement dated as of July 16, 1993 (the "Lease"), between Lessor and Lessee, and in the Schedules to be executed and delivered by Lessor and Lessee from time to time in connection therewith.
2. The Lease shall be effective as of the execution date thereof and shall be subject to the Term of the Lease, as defined therein.

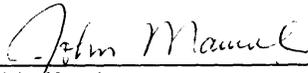
IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

THE FIRST NATIONAL BANK OF MARYLAND

By: 

Paul M. Leand, Jr.  
Assistant Vice President

WEYERHAEUSER COMPANY

By: 

John Maurel  
Assistant Treasurer  
Director of U.S. Finance

STATE OF MARYLAND )  
 ) SS:  
CITY OF BALTIMORE )

On this 14<sup>th</sup> day of March, 1994, before me personally appeared, Paul M. Leand, Jr., to me personally known, who being by me duly sworn, says that he is an Assistant Vice President of THE FIRST NATIONAL BANK OF MARYLAND, a national banking association that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed by him on behalf of said association by authority of its Board of Directors, and that he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

(SEAL)

Roger Weaver  
Notary Public

Roger Weaver, Notary Public

State of Maryland

My commission expires 2/5/95.

STATE OF WASHINGTON )  
 ) SS:  
COUNTY OF KING )

On this 3<sup>rd</sup> day of February, 1994, before me personally appeared John Maurel to me personally known, who being by me duly sworn, says that he is the Assistant Vice-President, Director of U.S. Finance, of WEYERHAEUSER COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed by him on behalf of said corporation by authority of its Board of Directors, and that he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(SEAL)

Robin P. Jamieson  
Notary Public

My commission expires 4/1/95.