

0-043A001

#15  
NEW NUMBER

16757

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

LAW OFFICES  
ALVORD AND ALVORD

200 WORLD CENTER BUILDING  
918 SIXTEENTH STREET, N W  
WASHINGTON, D.C.

20006-2973  
(202) 393-2286

RECORDATION NO.  FILED 1425  
OF COUNSEL  
URBAN A LESTER  
FEB 12 1990 - 9 00 AM  
CASE # ADDRESS  
ALVORD

INTERSTATE COMMERCE COMMISSION  
440367 A AND A  
TELEFAX  
(202) 393-2156

February 12, 1990

Ms. Noreta 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 originals and two photocopies of a Memorandum of Lease Agreement dated as of December 18, 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, Oregon 97305

Lessee: Southern Pacific Transportation Company  
One Market Place  
San Francisco, California 94105

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

Seventy-five (75) MAXI-STACK III Railcars bearing SP reporting marks and road numbers 513430 through 513504, both inclusive.

Also enclosed is a check in the amount of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

*Counterpart to: C.T. Hamaker*

Ms. Noreta R. McGee  
February 12, 1990  
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Kindly return 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 document to appear in the Commission's Index is:

Memorandum of Lease Agreement dated as of December 18, 1989 between Greenbrier Leasing Corporation, Lessor, and Southern Pacific Transportation Company, Lessee, covering 75 MAXI-STACK III railcars, SP 513430 through SP 513504, both inclusive.

Very truly yours,

  
Charles T. Kappler

CTK/hs

Enclosures

RECORDED NO **16757** FILED 1428

FEB 12 1990 -9 00 AM

INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASE

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

SOUTHERN PACIFIC TRANSPORTATION COMPANY ("LESSEE")

DECEMBER 18, 1989

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Memorandum of a Lease Agreement made and entered into as of December 18, 1989 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and Southern Pacific Transportation Company, a Delaware corporation ("Lessee").

MAXI-STACK III  
RTRCARS HAVING  
(AMW)  
(EP)

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 seventy-five (75) 125-ton trucks capable of carrying a 53, 48, 45 or 40-foot container in the top position and a 48, 45, 40 or 20-foot container(s) in the bottom position of each well bearing car marks and numbers as follows:

SP 513430 through SP 513504, 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: Worries M. Webb, VP.

SOUTHERN PACIFIC TRANSPORTATION COMPANY

By: ESP y

STATE OF OREGON )  
 )  
COUNTY OF CLACKAMAS )

On this 12th day of January, 1990, 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 CALIFORNIA )  
 )  
COUNTY OF SAN FRANCISCO )

On this 18<sup>TH</sup> day of JANUARY 1990, before me personally appeared CRAIG E. PHILIP, to me personally known, who being by me duly sworn, says that he is VICE PRESIDENT INTERMODAL 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.

Sam A. Micocci  
NOTARY PUBLIC

My commission expires:

ANDRO P. MICOCCHI  
NOTARY PUBLIC-CALIFORNIA  
CITY AND COUNTY OF  
SAN FRANCISCO  
My Commission Expires Jan. 29, 1990

