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February 21, 1990

0-053A153

RECORDATION NO. 16761-A FILED 1990

Secretary
Interstate Commerce Commission
Washington, D.C.

FEB 22 1990 2 05 PM

INTERSTATE COMMERCE COMMISSION

Dear Madam:

Enclosed for recordation pursuant to the provisions of Section 11303(a) of Title 49 of the United States Code and the regulations thereunder are two (2) executed counterparts of a Memorandum of Assignment Agreement dated as of December 12, 1989.

A general description of the railroad equipment covered by the enclosed documents is:

<u>Description</u>	<u>Quantity</u>	<u>Car Numbers</u>
125 ton articulated double stack container cars-Maxi-Stack™ I	60	MAEX 100000 - MAEX 100059

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

Memorandum of Assignment of Lease dated as of December 12, 1989.

Assignor: Greenbrier Leasing Corporation
One Center Point Drive
Suite 200
Lake Oswego, OR 97035

Assignee: Westinghouse Credit Corporation
One Oxford Centre
Pittsburgh, PA 15219

A fee of \$ 15.00 is enclosed. Please return the originals and any copies not needed by the Commission for recordation to me.

A short summary of the documents to appear in the Index follows:

Memorandum of Assignment of Lease dated as of December 12, 1989 between Greenbrier Leasing Corporation, Assignor, One Center Point Drive, Suite 200, Lake Oswego, Oregon 97035 and Westinghouse

Victoria Burton

C. O. ...

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Credit Corporation, Assignee, One Oxford Centre, Pittsburgh, PA 15219, covering a Lease Agreement between Greenbrier Leasing Corporation and Atieselskabat Dempskibsselskabat Svendborg and Dampskibssekleabat af 1912 Asktieselskats dated as of December 12, 1989.

MCCANN, GARLAND, RIDALL & BURKE

By: *Alvin J. McCann*

Enclosure
07LT35/75

REGISTRATION NO. 16761-A FILED 1425

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INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF ASSIGNMENT AGREEMENT

BETWEEN

GREENBRIER LEASING CORPORATION ("ASSIGNOR")

AND

WESTINGHOUSE CREDIT CORPORATION ("ASSIGNEE")

DECEMBER 12, 1989

Memorandum of Assignment Agreement made and entered into as of December 12, 1989 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Assignor") and Westinghouse Credit Corporation, a Delaware corporation, ("Assignee").

W I T N E S S E T H:

1. Assignor, as Lessor, leased to Maersk, Inc. as agent for Aktieselskabet Dampskibsselskabet Svenborg and Dampskibsselskabet af 1912, Aktieselskab ("Lessee") sixty (60) five-platform Maxi-Stack™ I container stack cars manufactured by Gunderson, Inc., having 125-ton intermediate trucks and 40-foot wells capable of handling 20-foot containers in all wells and bearing car marks and numbers MAEX 100000 through MAEX 100059, inclusive (the "Lease").
2. Assignor has agreed to assign to Assignee and Assignee has agreed to accept from Assignor the Lease and the corresponding railcars which are the subject of that Lease.

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

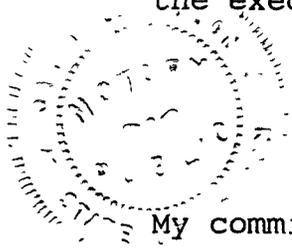
By: Norris M. Webb, V.P.

WESTINGHOUSE CREDIT CORPORATION

By: BK. O'Connell

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 20th day of February, 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. Anderson
NOTARY PUBLIC

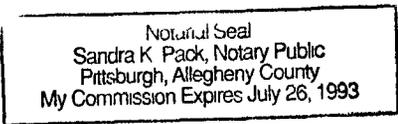
My commission expires: 5/28/90

COMMONWEALTH OF PENNSYLVANIA)
)
COUNTY OF)

On this 21st day of February, 1990, before me personally appeared George D. Darter, to me personally known, who being by me duly sworn, says that he is Vice President of WESTINGHOUSE CREDIT 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.

Sandra K. Pack
NOTARY PUBLIC

My commission expires: July 26, 1993



Member Pennsylvania Association of Notaries