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* ALSO ADMITTED IN MARYLAND

16779
RECORDATION NO _____ FILED 1488

February 26, 1990

FEB 28 1990 - 12 15 PM

INTERSTATE COMMERCE COMMISSION

0-059A105

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 (3) original copies and two (2) photocopies of a Memorandum of Lease Agreement dated as of January 4, 1990, 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 97035

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

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

Two (2) five-unit (10 platforms), Twin-Stack bulkhead cars marked and numbered SP 2416 and SP 2417 (formerly S00 54569 and S00 54570).

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

Counterparts - C.T. Kappler

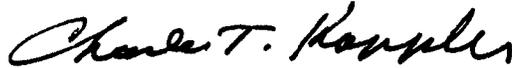
Ms. Noreta. R. McGee
February 26, 1990
Page 2

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 primary document to appear in the Commission's Index is:

"Memorandum of Lease Agreement dated as of January 4, 1990 between Greenbrier Leasing Corporation, Lessor, and Southern Pacific Transportation Company, Lessee, covering Twin-Stack bulkhead cars, SP 2416 and SP 2417, formerly S00 54569 and S00 54570."

Very truly yours,


Charles T. Kappler

Enclosures
CTK/bg

Interstate Commerce Commission

Washington, D.C. 20423

2/28/90

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord And Alvord
200 World Center Building
918 Sixteenth Street, N.W.
Washington, D. C. 20006-2973

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/28/90 at 12:15PM, and assigned recordation number(s). 16779, 16780, 15504-KK and 15504-LL

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

16779
RECORDATION NO. FILED 1428

FEB 28 1990 -12 15 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

SOUTHERN PACIFIC TRANSPORTATION COMPANY ("LESSEE")

JANUARY 4, 1990

4

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

On this 15th 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. Nelson
NOTARY PUBLIC

My commission expires: 5/28/90

STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO)
~~CALIFORNIA~~)

On this 23rd day of JANUARY 1990, before me personally appeared ROY W. GELDER, to me personally known, who being by me duly sworn, says that he is Director Economic Analysis & Budget 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.

Sandra Micocci
NOTARY PUBLIC

My commission expires:

Jan. 29, 1990

L011502.1

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SANDRO P. MICOCCI  
NOTARY PUBLIC-CALIFORNIA  
CITY AND COUNTY OF  
SAN FRANCISCO  
My Commission Expires Jan 29, 1990  
~~~~~

