

#15

New No.

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March 20, 1990

Ms. Noreta R. McGee  
Secretary  
INTERSTATE COMMERCE COMMISSION  
Washington, D.C. 20423

0-079A015  
RECORDATION NO 16800  
FILED 1425

MAR 20 1990-12 05 PM

INTERSTATE COMMERCE COMMISSION

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 Loading Agreement dated as of January 3, 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 Railcar, Inc.  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Lessee: Indiana & Ohio Central Railway  
c/o The Indiana and Ohio Rail System  
8901 Blue Ash Road  
Cincinnati, Ohio 45242

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

Fifteen (15) 50-foot, 100-ton RBL boxcars bearing WCRC reporting marks and road numbers 10120 through 10134 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.

11.7.90  
OG, 12 27 11 11 27 11

*C.T. Kappler*  
*C. Alvord*

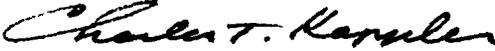
Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
March 20, 1990  
Page 2

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 Loading Agreement dated as of January 3, 1990 between Greenbrier Railcar, Inc., Lessor, and Indiana & Ohio Central Railway, Lessee, covering fifteen 50-foot, 100-ton RBL boxcars, WCRC 10120 - WCRC 10134, both inclusive."

Very truly yours,

  
Charles T. Kappler

Enclosures  
CTK/bg

Interstate Commerce Commission  
Washington, D.C. 20423

1/22/92

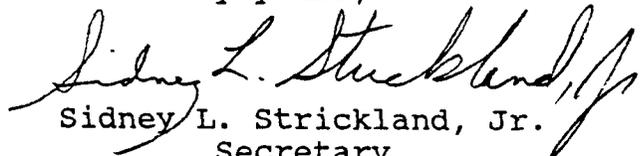
OFFICE OF THE SECRETARY

Janet E. Hudson  
Administrative Assistant  
The GreenBrier Companies  
One Centerpointe Drive Suite 200  
Lake Oswego, Oregon 97035

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/22/92 at 9:15am, and assigned recordation number(s). 16800-A

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

16800

REGISTRATION NO. \_\_\_\_\_ FILED 1425

MAR 20 1990 -12 05 PM

INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LOADING AGREEMENT

BETWEEN

GREENBRIER RAILCAR, INC. ("LESSOR")

AND

INDIANA AND OHIO CENTRAL RAILROAD ("LESSEE")

JANUARY 3, 1990

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Memorandum of a Loading Agreement made and entered into as of January 3, 1990 by and between Greenbrier Railcar, Inc., a Delaware corporation, ("Lessor") and Indiana and Ohio Central Railroad, an Ohio corporation ("Lessee").

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 fifteen (15) 50-foot, 100-ton RBL boxcars bearing marks and numbers as follows:

WCRC 10120 through WCRC 10134, 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 RAILCAR, INC.

By: Norris M. Webb, V.P.

INDIANA & OHIO CENTRAL RAILWAY

By: Edmund R. Kiernan III  
Comptroller

L020601.1

STATE OF OREGON )  
 )  
COUNTY OF CLACKAMAS )

On this 6th 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 RAILCAR, INC. 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 OHIO )  
 )  
COUNTY OF HAMILTON )

On this 22nd day of FEBRUARY 1990, before me personally appeared EDMUND R. KIERNAN III, to me personally known, who being by me duly sworn, says that he is COMPTROLLER of INDIANA & OHIO CENTRAL RAILWAY 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.

Nancy K. Chase  
NOTARY PUBLIC  
NANCY K CHASE

My commission expires: Notary Public, State of Ohio  
My Commission Expires 10-1-92