

**THE  
GREENBRIER  
COMPANIES**

The Greenbrier Companies

One Centerpointe Drive Suite 200  
Lake Oswego Oregon 97035  
503 684 7000

March 21, 1991

Ms. Mildred Lee  
Recordation  
Interstate Commerce Commission INTERSTATE COMMERCE COMMISSION  
Room 2303  
12th and Constitution Avenues, N.W.  
Washington, D.C. 20423

1-091A006  
RECORDATION NO 16996-C FILED 1425  
APR 1 1991 -12 55 PM

APR 1 12 51 AM '91  
RECORDATION UNIT

Dear Ms. Lee:

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 an Amendment Dated February 14, 1991 to Memorandum of Lease Agreement dated as of July 18, 1990, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

This document relates to the Memorandum of Lease Agreement dated as of July 18, 1990, which was duly filed and recorded on September 9, 1990 and assigned Recordation Number 16996.

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

Assignor: Greenbrier Railcar, Inc.  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

Assignee: Stone Container Corporation  
150 North Michigan Avenue  
Chicago, IL 60601-7568

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

One hundred (100) 50' 6" 100-ton boxcars manufactured by Gunderson, Inc. bearing car marks and numbers AG 1000 through AG 1049, inclusive and AG 2000 through AG 2049, inclusive.

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

Kindly return stamped copies of the enclosed document not needed for your files to Ms. Janet E. Hudson, Administrative Assistant, The Greenbrier Companies, One Centerpointe Drive, Suite 200, Lake Oswego, Oregon 97035.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Amendment Dated February 14, 1991 to Memorandum of Lease Agreement dated as of July 18, 1990 between Greenbrier Railcar, Inc., Lessor, and Stone Container Corporation, Lessee, covering one hundred (100) 50' 6" 100-ton boxcars manufactured by Gunderson, Inc. bearing car marks and numbers AG 1000 through AG 1049, inclusive and AG 2000 through AG 2049, inclusive.

Sincerely,



Janet E. Hudson  
Administrative Assistant

jeh  
Enclosure

cc: Charles T. Kappler, Esq.

RECORDATION NO. 16996-C FILED 1991

APR 1 1991 -12 55 PM

INTERSTATE COMMERCE COMMISSION

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AMENDMENT DATED FEBRUARY 14, 1991

TO

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER RAILCAR, INC. ("LESSOR")

AND

STONE CONTAINER CORPORATION ("LESSEE")

JULY 18, 1990

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Amendment dated as of February 14, 1991 to MEMORANDUM OF LEASE AGREEMENT made and entered into as of July 18, 1990 by and between Greenbrier Railcar, Inc., a Delaware corporation, ("Lessor") and Stone Container Corporation, a Delaware corporation, ("Lessee") (the "Lease Memorandum").

WHEREAS, Lessor and Lessee entered into the Lease Memorandum describing the lease of one-hundred (100) 50' 6", 100-ton boxcars; and

WHEREAS, Lessor and Lessee wish to amend the Lease Memorandum to conform to an amendment to the underlying lease by changing the railcar markings from AGRR to AG.

NOW THEREFORE, Lessor and Lessee hereby amend the Lease Memorandum as follows:

1. Paragraph 1 is amended by deleting it in its entirety and substituting the following:

"1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred (100) 50' 6" 100-ton boxcars manufactured by Gunderson, Inc. bearing car marks and numbers as follows:

AG 1000 through AG 1049, inclusive and  
AG 2000 through AG 2049, inclusive "

2. All other terms and conditions of the Lease Memorandum not specifically amended hereby shall remain in full force and effect.

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: Warren M. Webb, V.P.

STONE CONTAINER CORPORATION

By: Thomas G. Pavlini

L021511.SCC

THOMAS G. PAVLINI  
Director of Corporate  
Transportation and Logistics

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 21<sup>ST</sup> day of March, 1991, 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. Neulson  
NOTARY PUBLIC

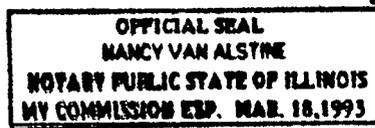
My commission expires: 5/28/94

STATE OF ILLINOIS )  
 ) ss.  
COUNTY OF )

On this 18<sup>th</sup> day of MARCH, 1991, before me personally appeared TOM Pavlini, to me personally known, who being by me duly sworn, says that he is the DIRECTOR OF CORP. TRANSPORTATION of Stone Container 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.

Nancy Van Alstine  
NOTARY PUBLIC

My commission expires:



L021511.SCC