

**THE  
GREENBRIER  
COMPANIES**

*17404-A*  
SEP 25 1992  
INTERSTATE COMMERCE COMMISSION

16  
The Greenbrier Companies

One Centerpointe Drive Suite 200  
Lake Oswego Oregon 97035  
503 684 7000 *17404-B*

SEP 25 1992  
2-269A004  
INTERSTATE COMMERCE COMMISSION

September 21, 1992

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
12th and Constitution Avenues, N.W.  
Washington, D.C. 20423

Dear Mr. Strickland:

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 June 10, 1991 for Schedule No. 2 dated as of August 3, 1992, 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 June 10, 1991 which was duly filed and recorded on July 1, 1991 and assigned Recordation Number 17404.

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: Alabama River Woodlands, Inc.  
Lena Landegger Highway  
Perdue Hill, Alabama 36470

Mr. Sidney L. Strickland, Jr.

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

Twenty (20) 100-ton rotary dump woodchip gondola railcars marked and numbered ARWX 6060 through ARWX 6079, inclusive.

Also enclosed is a payment of \$16 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 the undersigned.

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

Memorandum of Lease Agreement dated as of June 10, 1991 with Schedule No. 2 dated as of August 3, 1992 between Greenbrier Railcar, Inc. Lessor, and Alabama River Woodlands, Inc., Lessee, covering twenty (20) 100-ton rotary dump woodchip gondola railcars marked and numbered ARWX 6060 through ARWX 6079, inclusive.

Sincerely,



Janet E. Hudson  
Administrative Assistant

jeh  
Enclosure

cc: Charles T. Kappler, Esq.

17404-B  
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INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER RAILCAR, INC. ("LESSOR")

AND

ALABAMA RIVER WOODLANDS, INC. ("LESSEE")

JUNE 10, 1991

SCHEDULE NO. 2 DATED AS OF AUGUST 3, 1992

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Memorandum of a Lease Agreement dated as of June 10, 1991 with Schedule No. 2 made and entered into as of August 3, 1992 by and between Greenbrier Railcar, Inc., a Delaware corporation, ("Lessor") and Alabama River Woodlands, Inc., an Alabama 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 twenty (20) 100-ton rotary dump woodchip gondola railcars bearing marks and numbers ARWX 6060 through ARWX 6079, 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.

ALABAMA RIVER WOODLANDS, INC.

By: [Signature]

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 21<sup>st</sup> day of September, 1992, 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. Hulson  
NOTARY PUBLIC

My commission expires: 5/28/94

STATE OF Alabama )  
 ) ss.  
COUNTY OF Monroe )

On this 2nd day of September, 1992, before me personally appeared W.F. Wood, to me personally known, who being by me duly sworn, says that he is the Vice-President/Secretary of Alabama River Woodlands 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.

Alice Chandler  
NOTARY PUBLIC

My commission expires: 10/23/94