

**THE  
GREENBRIER  
COMPANIES**

1-294A099

The Greenbrier Companies

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

October 17, 1991

RECORDATION NO. 17568 FILED 1425

OCT 21 1991 -1 50 PM

INTERSTATE COMMERCE COMMISSION

Oct 21 1 42 PM '91  
INTERSTATE COMMERCE COMMISSION

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

Dear Ms. Lee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement dated as of July 25, 1991 a primary document as defined in the 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: American President Domestic Company, Ltd.  
1111 Broadway  
Oakland, California 94607

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

Twenty (20) five-unit Maxi-Stack™ III articulated double stack container cars marked and numbered GBRX 3000 through GBRX 3019, inclusive.

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. 13A short

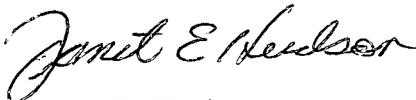
Ms. Mildred Lee  
October 17, 1991  
Page 2

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

Memorandum of Lease Agreement dated as of July 25, 1991 between Greenbrier Leasing Corporation, Lessor, and American President Domestic Company, Ltd., Lessee, covering the following railcars:

Twenty (20) five-unit Maxi-Stack™ III articulated double stack container cars marked and numbered GBRX 3000 through GBRX 3019, inclusive.

Sincerely,



Janet E. Hudson  
Administrative Assistant

jeh  
Enclosure

cc: Charles T. Kappler, Esq.

Interstate Commerce Commission  
Washington, D.C. 20423

10/22/91

OFFICE OF THE SECRETARY

Janet E. Hudson

The Greenbrier Companies

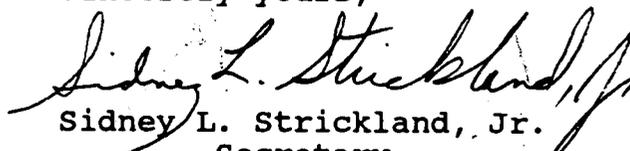
One Centerpointe Drive Suite 200

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 10/21/91 at 1:50pm, and assigned recordation number(s). 17568

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

17568

COMMUNICATIONS SECTION (19) FILED 123

OCT 21 1991 -1 50 PM

INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

AMERICAN PRESIDENT DOMESTIC COMPANY, LTD. ("LESSEE")

JULY 25, 1991

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Memorandum of a Lease Agreement made and entered into as of July 25, 1991 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and American President Domestic Company, Ltd. a Tennessee corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor twenty (20) five-unit Maxi-Stack® III articulated double stack container cars bearing marks and numbers as follows: GBRX 3000 through GBRX 3019, 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 described 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.

LESSOR: GREENBRIER LEASING CORPORATION

By: Norris M. Webb, Jr.

LESSEE: AMERICAN PRESIDENT DOMESTIC COMPANY, LTD.

By: DEStephenson

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 10th day of October, 1991, before me personally appeared Norris 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. Hudson  
NOTARY PUBLIC

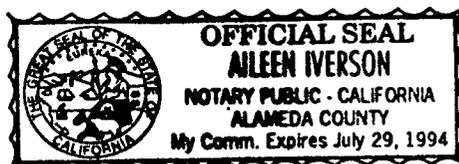
My commission expires: 5/28/94

STATE OF CALIFORNIA )  
 ) ss.  
COUNTY OF ALAMEDA )

On this 7th day of Oct., 1991, before me personally appeared DEStephenson, to me personally known, who being by me duly sworn, says that he is the V.P. Gen. Counsel of American President Domestic Company, Ltd. 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.

Aileen Iverson  
NOTARY PUBLIC

My commission expires: July 29, 1994



17568  
REGISTRATION NO. FILED 1991

OCT 21 1991 -1 50 PM

INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

AMERICAN PRESIDENT DOMESTIC COMPANY, LTD. ("LESSEE")

JULY 25, 1991

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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.

LESSOR: GREENBRIER LEASING CORPORATION

By: Norriss M. Webb, VP.

LESSEE: AMERICAN PRESIDENT DOMESTIC COMPANY, LTD.

By: DE Stephenson

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 10th day of October, 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 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.

Jamie E. Hedson  
NOTARY PUBLIC

My commission expires: 5/28/94

STATE OF CALIFORNIA )  
 ) ss.  
COUNTY OF ALAMEDA )

On this 7th day of Oct., 1991, before me personally appeared DE Stephenson, to me personally known, who being by me duly sworn, says that he is the VP & Gen. Counsel of American President Domestic Company, Ltd. 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.

Aileen Iverson  
NOTARY PUBLIC

My commission expires: July 29, 1994

