

**THE
GREENBRIER
COMPANIES**

The Greenbrier Companies

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

18209

APR 20 1993 4 15 PM

April 15, 1993

INTERSTATE COMMERCE COMMISSION 16A002

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) originals and two (2) photocopies of a Memorandum of Lease Agreement dated as of November 18, 1992, 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: The Atchison, Topeka and Santa Fe Railway Company
1700 East Golf Road
Schaumburg, IL 60173

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

Twenty (20) five-unit Maxi-Stack™ I IBC 125-ton intermediate truck intermodal container railcars bearing marks and numbers as follows:

SFLC 254359 through SFLC 254378, inclusive.

Also enclosed is a payment of \$16 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

APR 20 4 15 PM '93
INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.
April 15, 1993
Page 2

Kindly return stamped copies of the enclosed document not needed for your files to the undersigned.

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

Memorandum of Lease Agreement dated as of November 18, 1992 between Greenbrier Leasing Corporation, Lessor, and The Atchison, Topeka and Santa Fe Railway Company, Lessee, covering twenty (20) five-unit Maxi-Stack™ I IBC 125-ton intermediate truck intermodal container railcars bearing marks and numbers as follows:

SFLC 254359 through SFLC 254378, inclusive.

Sincerely,



Janet E. Hudson
Administrative Assistant

jeh
Enclosure

cc: Charles T. Kappler, Esq.

Interstate Commerce Commission
Washington, D.C. 20423

4/26/93

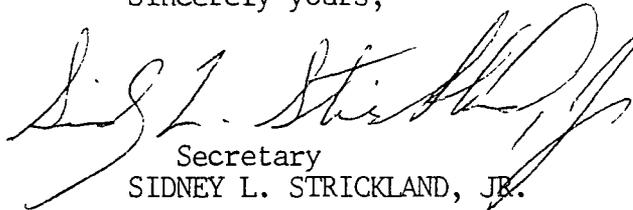
OFFICE OF THE SECRETARY

Janet E. Hudson
The Greenbrier Companies
One Centerpointe Drive Ste. 200
Lake Oswego, Oregon 97035

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 **4/26/93** at **4:15PM**, and assigned
recordation number(s). **18209.**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

18209

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INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, ("LESSEE")

NOVEMBER 18, 1992

Memorandum of a Lease Agreement made and entered into as of November 18, 1992 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and The Atchison, Topeka and Santa Fe Railway Company, a Delaware 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™ I IBC 125-ton intermediate truck intermodal container railcars bearing marks and numbers as follows:

SFLC 254359 through SFLC 254378, 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: Norriss M. Webb, VP.

LESSEE: THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY

By: Stephen G. Branson

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 4th day of April, 1993, 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. Hudson
NOTARY PUBLIC

My commission expires: 5/28/94

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

On this 6 day of APRIL, 1993, before me personally appeared STEPHEN G. BRANSON, to me personally known, who being by me duly sworn, says that he is the ASST. VICE PRESIDENT of The Atchison, Topeka and Santa Fe Railway 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.

Lois M. Melkovitz
NOTARY PUBLIC

My commission expires:

L081423 ATS

