

**THE
GREENBRIER
COMPANIES**

RECORDATION NO. 19452-m FILED

The Greenbrier Companies, Inc.

JUL - 5 '01 12-87 PM

One Centerpoint Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

SURFACE TRANSPORTATION BOARD

June 27, 2001



Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303 are one (1) original and three (3) photocopies of Schedule No. 10 dated October 10, 2000, to the Lease Agreement dated as of January 16, 1995, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

This document relates to the Lease Agreement dated as of January 16, 1995, which was duly filed and recorded on June 8, 1995 and assigned Recordation Number 19452.

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

LESSOR: Greenbrier Leasing Corporation
One Centerpoint Drive, Suite 200
Lake Oswego, Oregon 97035

LESSEE: CSX Transportation, Inc.
500 Water Street
Jacksonville, FL 32202

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

Ten (10) 60-foot, Plate F boxcars with double eight-foot plug doors, smooth floors, and EOCC, marked and numbered as indicated on the attached Rail Equipment List.

Mr. Vernon A. Williams
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Also enclosed is a payment of \$28 payable to the order of the Surface Transportation Board 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 Schedule No. 10 dated as of October 10, 2000, to a Lease Agreement dated as of January 16, 1995, between Greenbrier Leasing Corporation, Lessor, and CSX Transportation, Inc. covering ten (10) 60-foot, Plate F boxcars with double eight-foot plug doors, smooth floors, and EOCC, marked and numbered as indicated on the attached Rail Equipment List.

Sincerely,



Janet E. Johnston
Assistant to the Executive Vice President

jej
Enclosure

cc: Robert W. Alvord, Esq.

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RAILCAR EQUIPMENT LIST

<u>MARK</u>	<u>NUMBER</u>
AOK	119000
AOK	119015
AOK	119024
AOK	119042
AOK	119045
AOK	119051
AOK	119058
AOK	119060
AOK	119064
AOK	119065

TOTAL CARS: 10

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

CSX TRANSPORTATION, INC. ("LESSEE")

JANUARY 16, 1995

SCHEDULE NO. 10 DATED AS OF OCTOBER 10, 2000

Memorandum of Lease Agreement for Schedule No. 10 dated October 10, 2000 to the Lease Agreement entered into as of January 16, 1995, by and between Greenbrier Leasing Corporation, a Delaware corporation ("Lessor") and CSX Transportation, Inc., a Virginia corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor:

Ten (10) 60-foot, Plate F boxcars with double eight-foot plug doors, smooth floors, and EOCC, marked and numbered as indicated on the attached Rail Equipment List.
2. Schedule No. 10 to 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 and Schedule No. 10.

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: Normis M. Webb

Title: Executive Vice President

LESSEE: CSX TRANSPORTATION, INC.

By: Jim E. Super

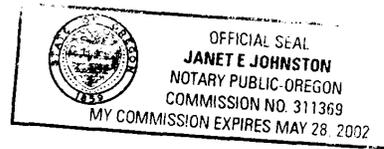
Title: VP Product Performance

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 8th day of June, 2000, before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Executive 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. Johnston
NOTARY PUBLIC

My commission expires: 5/28/2002

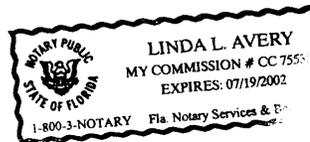


STATE OF FLORIDA)
) ss.
COUNTY OF Duval)

On this 11th day of May, 2000, before me personally appeared James Snyder, to me personally known, who being by me duly sworn, says that s/he is the VP Product Performance of CSX Transportation, Inc. that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.

Linda L. Avery
NOTARY PUBLIC

My commission expires: 7/19/02



RAILCAR EQUIPMENT LIST

MARK	NUMBER
AOK	119000
AOK	119015
AOK	119024
AOK	119042
AOK	119045
AOK	119051
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AOK	119060
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TOTAL CARS: 10	