

***GREENBRIER***  
***LEASING COMPANY LLC***

Greenbrier Leasing Company LLC

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

RECORDATION NO 27830-A FILED

March 27, 2009

MAR 30 '09

4-25 PM

SURFACE TRANSPORTATION BOARD

VIA FEDERAL EXPRESS



Ms. Anne K. Quinlan  
Acting Secretary  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of an Amendment No. 1 dated March 18, 2009 to Memorandum of Lease Agreement for Schedule No. 2 dated December 1, 2008, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a payment of \$41 payable to the order of the Surface Transportation Board covering the required recordation fee.

The enclosed document relates to the Memorandum of Lease Agreement for Schedule No. 2 which was duly filed and recorded on March 11, 2009 and assigned Recordation Number 27830.

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

LESSOR: Greenbrier Leasing Company LLC  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97035

LESSEE: Wedron Silica Company  
3450 East 2056<sup>th</sup> Road  
Wedron, Illinois 60557

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

One hundred fifty (150) newly built 3,250 c.f. cement covered hopper railcars marked and numbered MBKX 101300 through MBKX 101449, inclusive.

Ms. Anne K. Quinlan  
March 27, 2009  
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A short summary of the enclosed secondary document to appear in the Board's Index is:

Amendment No. 1 to Memorandum of Lease Agreement for Schedule  
No. 2.

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

Sincerely,

A handwritten signature in cursive script that reads "Sheri Clarke Grether". The signature is written in black ink and is positioned above the printed name.

Sheri Clarke Grether  
Paralegal

SCG:ms  
Enclosures

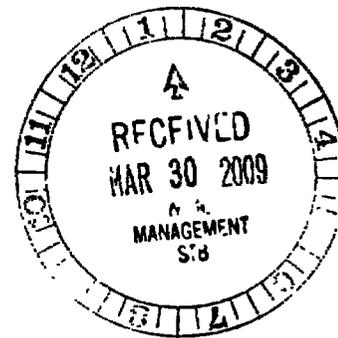
cc: Robert W. Alvord, Esq.

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***AMENDMENT NO. 1 DATED MARCH 18, 2009***

***TO***

***MEMORANDUM OF LEASE AGREEMENT***

***BETWEEN***

***GREENBRIER LEASING COMPANY LLC ("LESSOR")***

***AND***

***WEDRON SILICA COMPANY ("LESSEE")***

***SCHEDULE NO. 2***

***DATED DECEMBER 1, 2008***

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This Amendment No. 1 dated March 18, 2009, to the Memorandum of Lease for Schedule No. 2 made and entered into as of December 1, 2008 (the "Lease Memorandum"), is by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and Wedron Silica Company, an Ohio corporation ("Lessee").

WHEREAS, Lessor and Lessee executed the Lease Memorandum describing the lease of one hundred fifty (150) newly built 3,250 c.f. cement covered hopper railcars, identified as bearing reporting marks and numbers GBRX 69000 through GBRX 69149, inclusive (the "Cars"); and

WHEREAS, Lessor and Lessee wish to amend the Lease Memorandum to conform to an amendment to the underlying lease modifying the Cars' reporting marks and numbers;

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

1. Replace numbered paragraph 1 in its entirety with the following new paragraph 1:

Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor, one hundred fifty (150) 3,250 c.f. cement covered hopper railcars, 286,000 lbs. GRL, with three 30-inch circular loading hatches and two ATP low profile 12-inch by 42-inch discharge gates, bearing reporting marks and numbers MBKX 101300 through MBKX 101449, inclusive.

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

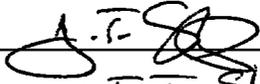
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

WEDRON SILICA COMPANY

BY: 

BY: 

NAME: J. J. Blain

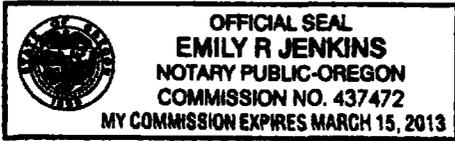
NAME: STEPHEN KING, III

TITLE: President

TITLE: VP

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 27 day of March, 2009, before me personally appeared J.T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Emily Jenkins  
NOTARY PUBLIC  
My commission expires: 3/15/2013

STATE OF ILLINOIS )  
 ) ss.  
COUNTY OF LASALLE )

On this 25<sup>th</sup> day of March, 2009, before me personally appeared Stephen King, to me personally known, who being by me duly sworn, says that s/he is Vice President of Wedron Silica Company and 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.



Amy King  
NOTARY PUBLIC  
My commission expires: 12/16/09