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URBAN A. LESTER

February 29, 2000

RECORDATION NO. 19452-D FILED

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

FEB 29 '00 11-57 AM

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SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are four (4) copies of a Memorandum of Lease Agreement with Schedule No. 4, dated as of February 1, 2000, a secondary document as defined in Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement which was previously filed with the Board under Recordation Number 19452.

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

Lessor: Greenbrier Leasing Corporation
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: CSX Transportation, Inc.
500 Water Street
Jacksonville, Florida 32202

A description of the railroad equipment covered by the enclosed documents is

fifty-five (55) boxcars : CRLE 15495 through CRLE 15549

Mr. Vernon Williams
February 28, 2000
Page Two

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copy of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg
Enclosures

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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. 4 DATED AS OF FEBRUARY 1, 2000

Memorandum of Lease Agreement for Schedule No. 4 dated February 1, 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:

Fifty-five (55) 50-foot plate F boxcars with 10-foot single plug doors, nailable steel floors and 15-inch EOCC, marked and numbered CRLE 15495 through CRLE 15549, 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: Worria M. Webb

Title: Executive Vice President

LESSEE: CSX TRANSPORTATION, INC.

By: [Signature]

Title: ATP-Car Management

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SURFACE TRANSPORTATION BOARD

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 25th day of February, 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 24th day of February, 2000, before me personally appeared J. M. Jolley, to me personally known, who being by me duly sworn, says that s/he is the A.V.P. Car Management 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.

Howard Michael Lee
NOTARY PUBLIC

My commission expires: 8/2/2003

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