

RECORDATION NO. 24542 FILED

SEP 02 '03 12-25 PM

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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER



September 2, 2003

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

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Head Lease Agreement (VTA-2003-K1), dated as of August 28, 2003, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

- Head Lessor: Santa Clara Valley Transportation Authority  
3331 North First Street  
San Jose, CA 95134-1906
- Head Lessee: VTA Rail Statutory Trust VTA-2003-K1  
c/o U.S. Bank, N.A.  
550 South Hope Street  
5<sup>TH</sup> Floor  
Los Angeles, CA 90071

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

26 light rail vehicles bearing SCVTA reporting marks and road numbers 901-926.

Mr. Vernon A. Williams  
September 2, 2003  
Page Two

A short summary of the document to appear in the index is:

Memorandum of Head Lease Agreement (VTA-2003-K1).

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/anr  
Enclosures

**MEMORANDUM OF HEAD LEASE AGREEMENT (VTA-2003-K1)**

Memorandum of Head Lease Agreement (VTA-2003-K1), made and entered into on August 28, 2003 by and between **SANTA CLARA VALLEY TRANSPORTATION AUTHORITY**, as Head Lessor (the "*Head Lessor*"), and **VTA RAIL STATUTORY TRUST VTA-2003-K1**, as Head Lessee (the "*Head Lessee*").

**WITNESSETH:**

The undersigned have entered into that certain Head Lease Agreement (VTA-2003-K1), dated as of August 28, 2003, whereby the Head Lessor has agreed to lease to the Head Lessee and the Head Lessee has agreed to lease from the Head Lessor certain railroad equipment bearing car numbers as listed on Exhibit A attached hereto, subject to the term defined in said Head Lease Agreement (VTA-2003-K1).

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## DESCRIPTION OF EQUIPMENT; EQUIPMENT VALUES

Description	Serial Number	Equipment Value
Kinki Sharyo Light Rail Vehicle	901	\$4,400,000
Kinki Sharyo Light Rail Vehicle	902	\$4,400,000
Kinki Sharyo Light Rail Vehicle	903	\$4,400,000
Kinki Sharyo Light Rail Vehicle	904	\$4,400,000
Kinki Sharyo Light Rail Vehicle	905	\$4,400,000
Kinki Sharyo Light Rail Vehicle	906	\$4,400,000
Kinki Sharyo Light Rail Vehicle	907	\$4,400,000
Kinki Sharyo Light Rail Vehicle	908	\$4,400,000
Kinki Sharyo Light Rail Vehicle	909	\$4,400,000
Kinki Sharyo Light Rail Vehicle	910	\$4,400,000
Kinki Sharyo Light Rail Vehicle	911	\$4,400,000
Kinki Sharyo Light Rail Vehicle	912	\$4,400,000
Kinki Sharyo Light Rail Vehicle	913	\$4,400,000
Kinki Sharyo Light Rail Vehicle	914	\$4,400,000
Kinki Sharyo Light Rail Vehicle	915	\$4,400,000
Kinki Sharyo Light Rail Vehicle	916	\$4,400,000
Kinki Sharyo Light Rail Vehicle	917	\$4,400,000
Kinki Sharyo Light Rail Vehicle	918	\$4,400,000
Kinki Sharyo Light Rail Vehicle	919	\$4,400,000

Kinki Sharyo Light Rail Vehicle	920	\$4,400,000
Kinki Sharyo Light Rail Vehicle	921	\$4,400,000
Kinki Sharyo Light Rail Vehicle	922	\$4,400,000
Kinki Sharyo Light Rail Vehicle	923	\$4,400,000
Kinki Sharyo Light Rail Vehicle	925	\$4,400,000
Kinki Sharyo Light Rail Vehicle	926	\$4,400,000