

**THE
GREENBRIER
COMPANIES**

The Greenbrier Companies, Inc.

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

RECORDATION NO. 26479 FILED

AUG 09 '06

3-54 PM

August 7, 2006

SURFACE TRANSPORTATION BOARD



Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, D.C. 20006

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement for Schedule No. 1 dated July 1, 2006, 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 Company LLC
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Omnisource Corporation
1610 North Calhoun Street
Fort Wayne, IN 46808

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

Three hundred (300) 52-foot 6-inch, open-top, solid-bottom mill gondola railcars with fixed ends and 3,267 cubic foot capacity, bearing marks and numbers as follows: OMNX 101 through OMNX 400, inclusive.

Also enclosed is a payment of \$34 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.

Mr. Vernon A. Williams

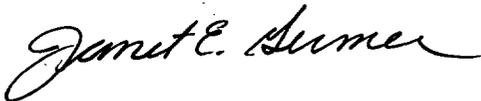
August 7, 2006

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

Memorandum of Lease Agreement for Schedule No. 1 dated as of July 1, 2006 between Greenbrier Leasing Company LLC, Lessor, and Omnisource Corporation, Lessee.

Sincerely,

A handwritten signature in cursive script that reads "Janet E. Germer".

Janet E. Germer
Executive Assistant

JEG
Enclosure

cc: Robert W. Alvord, Esq.

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

OMNISOURCE CORPORATION ("LESSEE")

JULY 1, 2006

SCHEDULE NO. 1

JULY 1, 2006

Memorandum of a Lease Agreement and Schedule No. 1 thereto is made and entered into as of July 1, 2006 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Omnisource Corporation, an Indiana corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor three hundred (300) 52-foot 6-inch, open-top, solid-bottom mill gondola railcars with fixed ends and 3,267 cubic foot capacity, bearing marks and numbers as follows: OMNX 101 through OMNX 400, 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 and Schedule No. 1, as each may be amended from time to time.

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

LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

OMNISOURCE CORPORATION

BY: 

BY: 

NAME: Joseph K. Wilsted

NAME: Phillip R. Bedwell

TITLE: Vice President

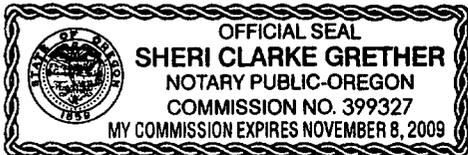
TITLE: Corporate Director of Rail & Heavy
TRANSPORTATION

DATE: 8-4-2006

DATE: 8-01-06

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

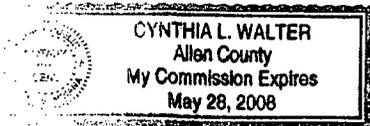
On this 4th day of August, 2006, before me personally appeared Joseph K. Wilsted, to me personally known, who being by me duly sworn, says that ~~she~~ he is the Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and ~~she~~ he acknowledged that the execution of the said instrument was ~~her or~~ his free act and deed.



Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: 11-8-2009

STATE OF Indiana)
) ss.
COUNTY OF Allen)

On this 1st day of August, 2006, before me personally appeared Phillip Badwell, to me personally known, who being by me duly sworn, says that s/he is the Corp. Dir. Rail/Berge Trans of Omnisource Corporation 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.



Cynthia L. Walter
NOTARY PUBLIC
My commission expires: May 28, 2008