

RECORDATION NO.

21040-1

FILED

AUG 30 '06

12:39 PM

SURFACE TRANSPORTATION BOARD

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August 29, 2006

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 Notice, dated as of August 28, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Master Railcar Lease Agreement previously filed with the Board under Recordation Number 21040.

The name and address of the party to the enclosed document are:

Lessee: Bombardier Capital Rail Inc.
(f/k/a NorRail, Inc.)
12735 Gran Bay Parkway West
Suite 1000
Jacksonville, FL 32258

[Lessor: Manufacturers and Traders Trust Company
(successor to Allfirst Financial Center National
Association)
25 South Charles Street
Baltimore, MD 21202]

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

1 railcar DESTROYED: WCRC 020031;

5 railcars: reporting marks and road numbers have changed - NRLX 200520 (previously CRLE 020220); NRLX 200574 (previously CRLE 020274); NRLX 200594 (previously CRLE 20294); NRLX 200645 (previously CRLE 020345); and NRLX 200690 (previously CRLE 020390).

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

Notice.

Also enclosed is a check in the amount of \$34.00 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,



Robert W. Alvord

RWA/sem
Enclosures

**EXHIBIT A
HEADLEASE # 3
SCHEDULE # 1**

Current Car #	Original Car #	Previous Car #	Total
NRLX200520	CRLE020220	CRLE020220	1
NRLX200574	CRLE020274	CRLE020274	1
NRLX200594	CRLE020294	CRLE020294	1
NRLX200645	CRLE020345	CRLE020345	1
NRLX200690	CRLE020390	CRLE020390	1
Grand Total			5