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OF COUNSEL
URBAN A LESTER

April 6, 2000

RECORDATION NO. 20455-D FILED

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

APR 7 '00 3-08 PM
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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 five (5) copies of a Memorandum to Schedule No 2, dated as of March 1, 2000, a secondary document, as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Agreement which was previously filed with the Board under Recordation Number 20455

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

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

Lessee: Cascade Warehouse Company, Incorporated
1625 Front Street, NE
Salem, Oregon 97303

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

50 boxcars bearing CRLE reporting marks and road numbers
set forth on Rail Equipment List attached hereto

Mr. Vernon Williams
April 6, 2000
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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 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/bg
Enclosures

RAIL EQUIPMENT LIST

Car Marks and Numbers

Marks	Numbers	Marks	Numbers
CRLE	19300	CRLE	19441
CRLE	19304	CRLE	19443
CRLE	19305	CRLE	19450
CRLE	19309	CRLE	19452
CRLE	19314	CRLE	19453
CRLE	19316	CRLE	19454
CRLE	19325	CRLE	19455
CRLE	19328	CRLE	19459
CRLE	19338	CRLE	19462
CRLE	19341	CRLE	19463
CRLE	19348	CRLE	19466
CRLE	19349	CRLE	19469
CRLE	19351	CRLE	19470
CRLE	19355	CRLE	19471
CRLE	19361	CRLE	19472
CRLE	19362	CRLE	19474
CRLE	19365	CRLE	19478
CRLE	19372	CRLE	19480
CRLE	19379	CRLE	19481
CRLE	19380	CRLE	19482
CRLE	19387	CRLE	19483
CRLE	19389	CRLE	19484
CRLE	19430	CRLE	19486
CRLE	19431	CRLE	19487
CRLE	19438	CRLE	19491

REGISTRATION NO. 20455-D FILED

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

CASCADE WAREHOUSE COMPANY, INC. ("LESSEE")

DECEMBER 5, 1996

SCHEDULE NO. 2 DATED MARCH 1, 2000

APR 7 '00

3-08 PM

SURFACE TRANSPORTATION BOARD

Memorandum of Schedule No 2 dated March 1, 2000, to a Lease Agreement made and entered into as of December 5, 1996 by and between GREENBRIER LEASING CORPORATION, a Delaware corporation, ("Lessor") and CASCADE WAREHOUSE COMPANY, INC., an Oregon corporation ("Lessee")

WITNESSETH

- 1 Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor fifty (50) 60-foot Plate F boxcars with double eight-foot plug doors, nailable steel floors, and 15-mch EOCC, bearing marks and numbers as indicated in the attached Rail Equipment List
- 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 2

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 Norris M. Webb

Title Executive Vice President

LESSEE CASCADE WAREHOUSE COMPANY, INC

By Scott W Cant

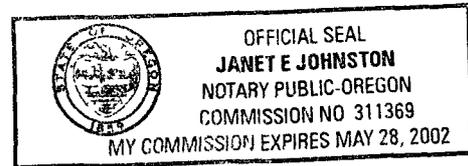
Title President

STATE OF OREGON)
) ss
COUNTY OF CLACKAMAS)

On this 5th day of April, 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

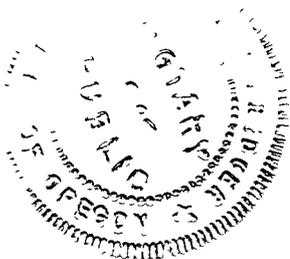


STATE OF OREGON)
) ss
COUNTY OF MARION)

On this 28th day of March, 2000, before me personally appeared Scott W Cantonwine to me personally known, who being by me duly sworn, says that s/he is the President of CASCADe WAREHOUSE COMPANY, 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/his free act and deed

Georjan Bridger
NOTARY PUBLIC

My commission expires 8 4 03



RAIL EQUIPMENT LIST

Car Marks and Numbers

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