

**THE
GREENBRIER
COMPANIES**

The Greenbrier Companies, Inc.

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

April 17, 2007

RECORDATION NO. 26932 FILED

APR 19 '07 12-03 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423-0001



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 January 1, 2007, 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: Kleysen Transport, Inc.
2800 McGillivray Blvd.
Winnipeg, Manitoba R3Y 1N3
Canada

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

Five (5) 5,250 cubic foot covered hopper railcars marked and numbered
AOK 525004, AOK 525005, AOK 525006, AOK 525008 and AOK 525011

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

April 17, 2007

Page 2

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 January 1, 2007, between Greenbrier Leasing Company LLC, Lessor, and Kleysen Transport, Inc., 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.

RECORDATION NO. 26932 FILED

APR 19 '07

12-03 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

KLEYSEN TRANSPORT, INC. ("LESSEE")

JANUARY 1, 2007

SCHEDULE NO. 1

JANUARY 1, 2007

Memorandum of Schedule No. 1 dated January 1, 2007 to a Lease Agreement made and entered into as of January 1, 2007 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Kleysen Transport, Inc., a North Dakota corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor five (5) 5,250 cubic foot covered hopper railcars marked and numbered AOK 525004, AOK 525005, AOK 525006, AOK 525008 and AOK 525011.
2. Schedule No. 1 to 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:

GREENBRIER LEASING COMPANY LLC

BY: Norris M. Webb

NAME: Norris M. Webb

TITLE: Executive Vice President

LESSEE:

KLEYSEN TRANSPORT, INC.

BY: J. Duff McFarlane

NAME: J. DUFF MCFARLANE

TITLE: V.P.

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 13th day of April, 2007, before me personally appeared Norris M. Webb to me personally known, who being by me duly sworn, says that s/he is the Executive Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Janet E. Germer
NOTARY PUBLIC
My commission expires: 5/28/2010

Province
AB STATE OF ALBERTA)
) ss.
Country OF CANADA)

On this 11 day of April, 2007, before me personally appeared Duff McFarlane, to me personally known, who being by me duly sworn, says that s/he is the Vice President of Kleysen Transport, Inc. 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.

DJ Blott
NOTARY PUBLIC
My commission expires: At the Pleasure
of Attorney General

DAVID J. BLOTT
Barrister & Solicitor