

RECORDATION NO. 26050-D **FILED**

JAN 13 '09 -9 00 AM

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SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

January 13, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Net Railcar Lease, dated as of May 6, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 26050.

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

Lessor: BBRX One LLC
885 Second Avenue 49th Floor
New York, NY 10017

Lessee: Columbus & Greenville Railway
201 19th Street North
Columbus, MS 39703

Anne K. Quinlan, Esquire
January 13, 2009
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The railroad equipment covered by the enclosed document is unchanged from the original filing and consists of the following:

50 railcars: CAGY 2101 - CAGY 2150.

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

Memorandum of Net Railcar Lease.

Also enclosed is a check in the amount of \$41.00 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 "R. Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

JAN 13 '09 -9 00 AM

MEMORANDUM OF NET RAILCAR LEASE

SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF NET RAILCAR LEASE dated as of this 6th day of May, 2008, to that certain Master Net Railcar Lease dated as of May 6, 2008, between BBRX ONE LLC, a Delaware limited liability company (the "Lessor") and COLUMBUS & GREENVILLE RAILWAY, a Mississippi corporation (the "Lessee"), pursuant to which Schedule No. 01 has been executed, is made by the Lessor and the Lessee (the Lessor and together with the Lessee, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, Lessor and the Lessee entered into that certain Master Net Railcar Lease dated as of May 6, 2008 and the Parties entered into that certain Schedule No. 01 thereto dated as of the same date (hereinafter as the same may from time to time be amended, modified or supplemented, the "Agreement"), covering the equipment listed on Exhibit A hereto (the "Cars");

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Agreement, and the respective interests therein of the Parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Cars to the Lessee in accordance with the terms and conditions of the Agreement, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

This Memorandum of Net Railcar Lease may be executed by the Parties in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has caused this Memorandum of Net Railcar Lease to be executed by a duly authorized officer as of the day and year first above written.

BBRX ONE LLC, as Lessor

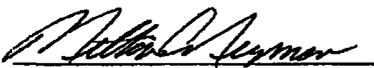
By: 

Name: Larry Littlefield

Title: Vice President

Date: 5/9/08

COLUMBUS & GREENVILLE RAILWAY, as Lessee

By: 

Name: MILTON C. NEYMAN

Title: TREASURER

Date: 5-6-08

STATE OF New York)
COUNTY OF New York) SS:

On 5/9, 2008, before me, Indra Bedasie, Notary Public, personally appeared Jamy Attfield personally known to me to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/~~she~~^{they} executed the same in his/~~her~~^{their} authorized capacity(ies), and that by his/~~her~~^{their} signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Indra Bedasie

INDRA BEDASIE
Notary Public, State of New York
No. 01BE6014602
Qualified in Queens County
Certificate Filed in New York County
Commission Expires October 19, 2010

STATE OF Mississippi)

) SS:

COUNTY OF Clay)

On May 6th, 2008, before me, Vanessa H. Shumbert, Notary Public, personally appeared Matthew C. Noyman, personally known to me to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Vanessa H. Shumbert

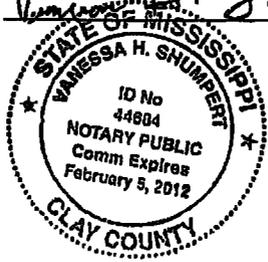


EXHIBIT A

MEMORANDUM OF NET RAILCAR LEASE

| <u>Quantity</u> | <u>Car Description</u> | <u>Reporting Marks and Numbers</u> | | | |
|-----------------|-----------------------------------------------------------------------------------|------------------------------------|------|------|------|
| Fifty (50) | 2494 CF capacity, 52" gondola railcars equipped with 5' sides, AAR Type Code E530 | CAGY | 2101 | CAGY | 2126 |
| | | CAGY | 2102 | CAGY | 2127 |
| | | CAGY | 2103 | CAGY | 2128 |
| | | CAGY | 2104 | CAGY | 2129 |
| | | CAGY | 2105 | CAGY | 2130 |
| | | CAGY | 2106 | CAGY | 2131 |
| | | CAGY | 2107 | CAGY | 2132 |
| | | CAGY | 2108 | CAGY | 2133 |
| | | CAGY | 2109 | CAGY | 2134 |
| | | CAGY | 2110 | CAGY | 2135 |
| | | CAGY | 2111 | CAGY | 2136 |
| | | CAGY | 2112 | CAGY | 2137 |
| | | CAGY | 2113 | CAGY | 2138 |
| | | CAGY | 2114 | CAGY | 2139 |
| | | CAGY | 2115 | CAGY | 2140 |
| | | CAGY | 2116 | CAGY | 2141 |
| | | CAGY | 2117 | CAGY | 2142 |
| | | CAGY | 2118 | CAGY | 2143 |
| | | CAGY | 2119 | CAGY | 2144 |
| | | CAGY | 2120 | CAGY | 2145 |
| | | CAGY | 2121 | CAGY | 2146 |
| | | CAGY | 2122 | CAGY | 2147 |
| | | CAGY | 2123 | CAGY | 2148 |
| | | CAGY | 2124 | CAGY | 2149 |
| | | CAGY | 2125 | CAGY | 2150 |