

GREENBRIER
LEASING COMPANY LLC

RECORDATION NO 27586-E FILED Greenbrier Leasing Company LLC

APR 17 '09

1-06 PM

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

SURFACE TRANSPORTATION BOARD

April 13, 2009

VIA FEDERAL EXPRESS

Ms. Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423-0001



Dear Ms. Quinlan:

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 26, 2007, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is our check for \$41 payable to the Surface Transportation Board covering the required recordation fee.

This document relates to the Lease Agreement dated January 26, 2007, which was duly filed and recorded on August 4, 2008 and assigned Recordation Number 27586.

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: The Kansas City Southern Railway Company
427 West 12th Street
Kansas City, MO 64105

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

Forty (40) 89-foot, 70-ton flatcars bearing reporting marks and numbers as more particularly set forth in the schedule attached to the document.

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

Memorandum of Lease Agreement for Schedule No. 1.

Ms. Anne K. Quinlan
April 13, 2009
Page 2

Please return stamped copies of the enclosed document not needed for your files to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in cursive script that reads "Sheri Clarke Grether".

Sheri Clarke Grether
Paralegal

SCG:ms
Enclosures

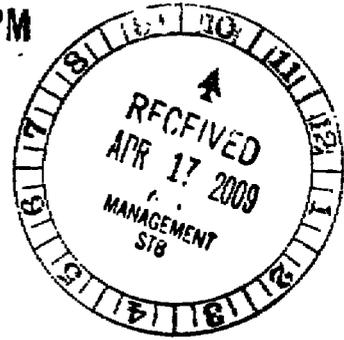
cc: Robert W. Alvord, Esq.

RECORDATION NO. 27586E FILED

APR 17 '09

1-06 PM

SURFACE TRANSPORTATION BOARD



MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

**THE KANSAS CITY SOUTHERN RAILWAY COMPANY
(LESSEE)**

JANUARY 26, 2007

SCHEDULE NO. 1

JANUARY 26, 2007

Memorandum of a Lease Agreement made and entered into as of January 26, 2007 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and The Kansas City Southern Railway Company, a Missouri corporation ("Lessee"), and Schedule 1 thereto made and entered into as of January 26, 2007.

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor forty (40) 89-foot, 70-ton flatcars equipped with bulkheads and side stakes, bearing reporting marks and numbers KCS 1274 through KCS 1313, inclusive.
2. The Lease Agreement and Schedule 1 thereto 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 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:  _____

Title: President

LESSEE: THE KANSAS CITY SOUTHERN RAILWAY COMPANY

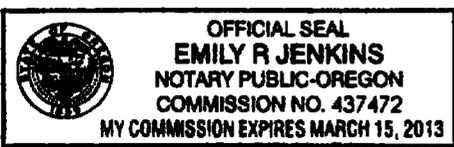
By:  _____

Title: 4-7-09



STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 8th day of April, 2008⁹, before me personally appeared J.T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said entity, and s/he acknowledged that the execution of the said instrument was her/his free act and deed.



Emily R. Jenkins
NOTARY PUBLIC FOR OREGON
My commission expires: 3/15/2013

STATE OF Missouri)
) ss.
COUNTY OF Jackson)

On this 7th day of April, 2008⁹, before me personally appeared Scott Arvidson, to me personally known, who being by me duly sworn, says that s/he is the _____ of The Kansas City Southern Railway Company, 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.

Barbara L. Blevins
NOTARY PUBLIC
My commission expires: _____

