

GREENBRIER
LEASING COMPANY LLC

Greenbrier Leasing Company LLC

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

June 5, 2009

RECORDATION NO. 27830-C FILED

JUN 0 9 09

3-00 PM

SURFACE TRANSPORTATION BOARD



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 as of October 1, 2008, 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 October 1, 2008, which was duly filed and recorded on March 11, 2009 and assigned Recordation Number 27830.

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: Wedron Silica Company
3450 East 2056th Road
Wedron, Illinois 60557

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

Three hundred one (301) 4,750 c.f. covered hopper railcars bearing reporting marks and numbers as more particularly set forth in the schedule attached to the document.

Ms. Anne K. Quinlan
June 5, 2009
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A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 1.

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 black ink that reads "Sheri Clarke Grether". The signature is written in a cursive style with a large initial 'S'.

Sheri Clarke Grether
Paralegal

SCG:ms
Enclosures

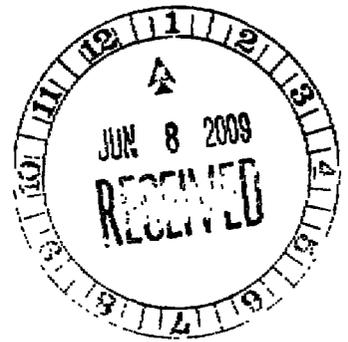
cc: Robert W. Alvord, Esq.

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JUN 09 '09

3-00 PM

SURFACE TRANSPORTATION BOARD



MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

WEDRON SILICA COMPANY ("LESSEE")

OCTOBER 1, 2008

SCHEDULE NO. 1

OCTOBER 1, 2008

This Memorandum of a Lease Agreement and Schedule No. 1 thereto is made and entered into effective as of October 1, 2008 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and Wedron Silica Company, an Ohio corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor three hundred one (301) used 4,750 c.f. covered hopper railcars, bearing marks and numbers as set forth on the Rail Equipment List attached hereto.
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. 1, as each may be amended from time to time.

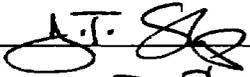
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

WEDRON SILICA COMPANY

BY: 

BY: 

NAME: J.T. Sharp

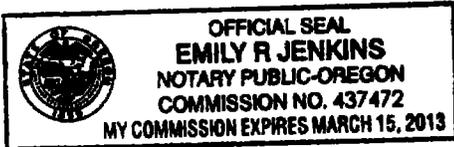
NAME: STANTON KING

TITLE: President

TITLE: VP

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 5th day of June, 2009, 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 company, and s/he acknowledged that the execution of the said instrument was her/his free act and deed.



Emily R. Jenkins
NOTARY PUBLIC
My commission expires: March 15, 2013

STATE OF Illinois)
) ss.
COUNTY OF Spokane)

On this 4th day of June, 2009, before me personally appeared Stephen King III, to me personally known, who being by me duly sworn, says that s/he is the Vice President of Wedron Silica Company 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.

Amy King
NOTARY PUBLIC
My commission expires: 12/16/09



RAIL EQUIPMENT LIST

Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOK	181055	AOK	181505	AOK	181590	AOK	181683
AOK	181061	AOK	181508	AOK	181591	AOK	181684
AOK	181077	AOK	181512	AOK	181593	AOK	181686
AOK	181114	AOK	181513	AOK	181598	AOK	181690
AOK	181124	AOK	181514	AOK	181599	AOK	181696
AOK	181148	AOK	181516	AOK	181600	AOK	181697
AOK	181149	AOK	181518	AOK	181601	AOK	181698
AOK	181150	AOK	181519	AOK	181603	AOK	181699
AOK	181155	AOK	181520	AOK	181605	AOK	181701
AOK	181174	AOK	181525	AOK	181609	AOK	181705
AOK	181178	AOK	181526	AOK	181611	AOK	181706
AOK	181183	AOK	181534	AOK	181612	AOK	181708
AOK	181192	AOK	181535	AOK	181617	AOK	181709
AOK	181261	AOK	181537	AOK	181619	AOK	181714
AOK	181354	AOK	181538	AOK	181620	AOK	181715
AOK	181357	AOK	181540	AOK	181626	AOK	181716
AOK	181375	AOK	181542	AOK	181630	AOK	181718
AOK	181387	AOK	181543	AOK	181636	AOK	181721
AOK	181394	AOK	181544	AOK	181637	AOK	181723
AOK	181397	AOK	181547	AOK	181643	AOK	181727
AOK	181402	AOK	181548	AOK	181644	AOK	181728
AOK	181405	AOK	181550	AOK	181645	AOK	181731
AOK	181415	AOK	181553	AOK	181647	AOK	181732
AOK	181418	AOK	181554	AOK	181651	AOK	181735
AOK	181422	AOK	181557	AOK	181652	AOK	181738
AOK	181429	AOK	181558	AOK	181654	AOK	181739
AOK	181431	AOK	181561	AOK	181656	AOK	181740
AOK	181439	AOK	181564	AOK	181657	AOK	181741
AOK	181441	AOK	181565	AOK	181661	AOK	181743
AOK	181450	AOK	181571	AOK	181662	AOK	181744
AOK	181464	AOK	181573	AOK	181663	AOK	181745
AOK	181466	AOK	181574	AOK	181664	AOK	181746
AOK	181468	AOK	181576	AOK	181665	AOK	181751
AOK	181484	AOK	181579	AOK	181673	AOK	181752
AOK	181489	AOK	181580	AOK	181675	AOK	181753
AOK	181491	AOK	181581	AOK	181678	AOK	181757
AOK	181500	AOK	181585	AOK	181679	AOK	181760
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Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOK	181768	AOK	181869	AOK	181983	AOK	182064
AOK	181774	AOK	181870	AOK	181986	AOK	182066
AOK	181777	AOK	181873	AOK	181987	AOK	182069
AOK	181783	AOK	181875	AOK	181989	AOK	182074
AOK	181785	AOK	181878	AOK	181990	AOK	182075
AOK	181788	AOK	181881	AOK	181991	AOK	182079
AOK	181791	AOK	181883	AOK	181992	AOK	182082
AOK	181792	AOK	181888	AOK	181996	AOK	182086
AOK	181798	AOK	181892	AOK	181997	AOK	182087
AOK	181800	AOK	181896	AOK	181998	AOK	182090
AOK	181803	AOK	181897	AOK	182000	AOK	182092
AOK	181804	AOK	181898	AOK	182002	AOK	182093
AOK	181806	AOK	181899	AOK	182003	AOK	182097
AOK	181808	AOK	181903	AOK	182005	AOK	182099
AOK	181809	AOK	181904	AOK	182009	AOK	182101
AOK	181810	AOK	181910	AOK	182012	AOK	182103
AOK	181812	AOK	181912	AOK	182013	AOK	182104
AOK	181814	AOK	181915	AOK	182014	AOK	182105
AOK	181818	AOK	181918	AOK	182018	AOK	182106
AOK	181821	AOK	181920	AOK	182020	AOK	182109
AOK	181823	AOK	181923	AOK	182021	AOK	182110
AOK	181824	AOK	181930	AOK	182022	AOK	182111
AOK	181827	AOK	181938	AOK	182024		
AOK	181828	AOK	181941	AOK	182026	Total	301 Cars
AOK	181829	AOK	181943	AOK	182028		
AOK	181830	AOK	181944	AOK	182030		
AOK	181832	AOK	181951	AOK	182033		
AOK	181833	AOK	181957	AOK	182034		
AOK	181834	AOK	181958	AOK	182037		
AOK	181837	AOK	181959	AOK	182040		
AOK	181838	AOK	181960	AOK	182042		
AOK	181840	AOK	181961	AOK	182047		
AOK	181841	AOK	181964	AOK	182048		
AOK	181843	AOK	181968	AOK	182049		
AOK	181845	AOK	181969	AOK	182050		
AOK	181847	AOK	181970	AOK	182051		
AOK	181850	AOK	181974	AOK	182054		
AOK	181851	AOK	181975	AOK	182057		
AOK	181856	AOK	181979	AOK	182060		
AOK	181858	AOK	181980	AOK	182061		
AOK	181862	AOK	181982	AOK	182062		