

GREENBRIER ***LEASING COMPANY LLC***

Greenbrier Leasing Company LLC

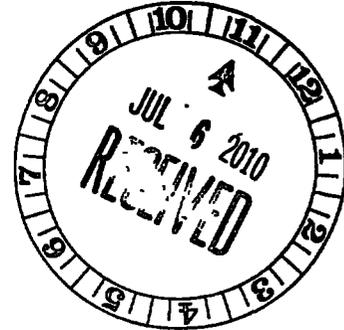
One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

July 2, 2010

RECORDATION NO. 27139-9 FILED

JUL 07 '10 -8 05 AM

SURFACE TRANSPORTATION BOARD



VIA FEDERAL EXPRESS

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D C. 20423

Dear Section Chief:

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 dated as of March 8, 2010 for Schedule No. 10 dated as of March 8, 2010, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a payment of \$41 payable to the order of the Surface Transportation Board covering the required recordation fee.

This document relates to the Lease Agreement dated May 16, 2000, which was duly filed and recorded on August 31, 2007 and assigned Recordation Number 27139.

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: Ferrocarril Mexicano, S A. de C.V.
Bosque de Ciruelos No. 180
Col. Bosques de las Lomas
11700 México, D.F.

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

Thirty-nine (39) mill gondola railcars marked and numbered AOK 101 to AOK 139.

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

Section Chief
Surface Transportation Board
July 2, 2010
Page 2

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

Memorandum of Lease Agreement dated as of March 8, 2010 for Schedule
No. 10.

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

Sincerely,

A handwritten signature in black ink, appearing to read "Sheri 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.

RECORDATION NO. 27139-6 FILED

JUL 07 '10 -8 05 AM

STATE TRANSPORTATION BOARD



MEMORANDUM OF LEASE AGREEMENT

BETWEEN

***GREENBRIER LEASING COMPANY LLC,
formerly known as Greenbrier Leasing Corporation ("LESSOR")***

AND

FERROCARRIL MEXICANO, S.A. de C.V. ("LESSEE")

MAY 16, 2000

SCHEDULE NO. 10

MARCH 8, 2010

4/10

Memorandum of Schedule No 10 dated as of March 8, 2010, to a Lease Agreement made and entered into as of May 16, 2000 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, formerly known as Greenbrier Leasing Corporation ("Lessor") and Ferrocarril Mexicano, S A de C V , a Mexican corporation ("Lessee")

WITNESSETH

- 1 Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor, thirty-nine (39) 52-foot mill gondola railcars, bearing marks and numbers AOK 101 through AOK 139, inclusive
- 2 Schedule No 10 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 10, 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

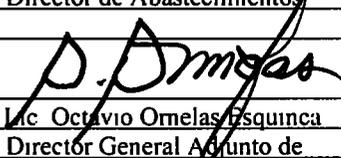
LESSOR
GREENBRIER LEASING COMPANY LLC

BY 
NAME J.T. Shaw
TITLE President

I certify that I am an authorized signer of the Lessee and hold the title set forth below, that this instrument was signed on behalf of the Lessee and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee I further declare under penalty of perjury that the foregoing is true and correct

LESSEE
FERROCARRIL MEXICANO, S A de C V

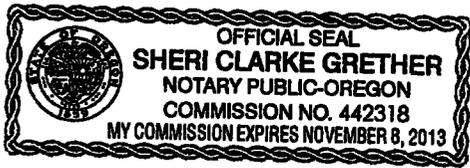
BY 
NAME Ing Florentino Matadamas Hernández
TITLE Director de Abastecimientos
DATE _____

BY 
NAME Lic Octavio Ornelas Esquinca
TITLE Director General Adjunto de
Administración y Finanzas
DATE _____



STATE OF OREGON)
) ss
COUNTY OF CLACKAMAS)

On this 1st day of July, 2010, before me personally appeared James T Sharp, to me personally known, who being by me duly sworn, says that ~~she~~ he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and ~~she~~ he acknowledged that the execution of the said instrument was ~~her~~ or his free act and deed



Sheri Clarke Grether
Notary Public for Oregon
My commission expires November 8, 2013

A small, handwritten mark or signature in the bottom right corner of the page.