

**GREENBRIER**  
**LEASING COMPANY LLC**

Greenbrier Leasing Company LLC

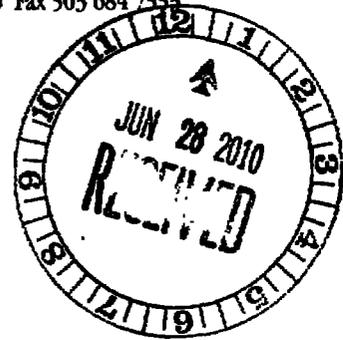
One Centerpointe Drive Suite 200  
Lake Oswego Oregon 97035  
503 684 7000 Fax 503 684 7553

June 24, 2010

RECORDATION NO. 27139-F FILED

JUN 28 '10 -2 53 PM

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 November 12, 2009 for Schedule No. 9 dated as of November 12, 2009, 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:

Fifty-five (55) hopper railcars marked and numbered as more particularly described in the schedule attached to the document.

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

Section Chief  
Surface Transportation Board  
June 24, 2010  
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A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Agreement dated as of November 12, 2009 for  
Schedule No. 9.

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, flowing style.

Sheri Clarke Grether  
Paralegal

SCG:ms  
Enclosures

cc: Robert W. Alvord, Esq.

JUN 28 '10 -2 53 PM

SURFACE TRANSPORTATION BOARD

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**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. 9**

**EFFECTIVE: NOVEMBER 12, 2009**

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Memorandum of Schedule No. 9 dated as of November 12, 2009, 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, fifty-five (55) 7,000 cubic foot capacity woodchip hopper railcars, bearing marks and numbers as set forth in the Rail Equipment List attached hereto as Exhibit A.
2. Schedule No. 9 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. 9, 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: [Signature]  
NAME: D. J. S. Slone  
TITLE: President

*I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its governing body 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: [Signature]  
NAME: Ing. Florentino Matadamas Hernández  
TITLE: Director de Abastecimientos

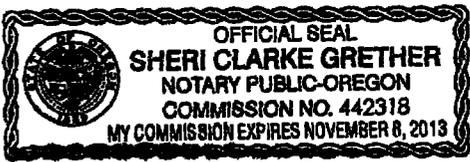
BY: [Signature]  
NAME: Lic. Octavio Javier Ornelas Esquinca  
TITLE: Director General Adjunto de Administración y Finanzas

[Handwritten initials]  
[Handwritten initials]

[Handwritten initials]

STATE OF OREGON            )  
  ) ss.  
COUNTY OF CLACKAMAS    )

On this 21<sup>st</sup> day of June, 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

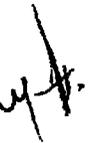
*[Handwritten initials]*

*[Handwritten initials]*

EXHIBIT A  
RAIL EQUIPMENT LIST

Mark	Number	Mark	Number
AOK	503410	AOK	503363
AOK	503673	AOK	503681
AOK	503835	AOK	504041
AOK	503860	AOK	504165
AOK	503924	AOK	504262
AOK	504084	AOK	503975
AOK	504181	AOK	503061
AOK	504220	AOK	503088
AOK	503720	AOK	503207
AOK	504050	AOK	503606
AOK	504157	AOK	503517
AOK	503100	AOK	503223
AOK	503622	AOK	503461
AOK	504033	AOK	503584
AOK	504149	AOK	503592
AOK	503029	AOK	503801
AOK	503037	AOK	504009
AOK	503304	AOK	504025
AOK	503690	AOK	504106
AOK	503401	AOK	504289
AOK	503444	AOK	503649
AOK	504076	AOK	503789
AOK	504173	AOK	503959
AOK	503291	AOK	503991
AOK	503002	AOK	504017
AOK	503142	AOK	503967
AOK	503240	AOK	504271
AOK	503282	<b>Total</b>	<b>55 Cars</b>

Handwritten signature and initials, possibly "L. M." and "10".

Handwritten initials, possibly "y.f.".