

GREENBRIER
LEASING COMPANY LLC

Greenbrier Leasing Company LLC

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

January 7, 2011

RECORDATION NO. 24706-N FILED

JAN 10 11 -11 30 AM

VIA FEDERAL EXPRESS

SURFACE TRANSPORTATION BOARD

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 January 1, 2009 for Rider No. 7 dated as of January 1, 2009, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a check for \$41 payable to the order of the Surface Transportation Board covering the required recordation fee.

This document relates to the Lease Agreement dated as of October 1, 2003, which was duly filed and recorded on November 24, 2003 and assigned Recordation Number 24706.

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: Wisconsin Central Ltd.
c/o Canadian National Railway Company
CN Montreal HQ 8th Floor
935 rue de la Gauchetiere West
Montreal, Quebec H3B 2M9
CANADA

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

One hundred forty-seven (147) 60-foot Plate F boxcars marked and numbered within the series AOK 112000 to AOK 112149.

Section Chief
Surface Transportation Board
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Please return stamped copies of the enclosed document not needed for your files to the undersigned.

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

Memorandum of Lease Agreement dated as of January 1, 2009 for Rider
No. 7.

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

Sincerely,



Sheri Clarke Grether
Paralegal

SCG:ms
Enclosures

cc: Robert W. Alvord, Esq.

RECORDATION NO. 24706-N FRED

JAN 10 '11 -11 30 AM

SURFACE TRANSPORTATION BOARD



MEMORANDUM OF LEASE AGREEMENT

BETWEEN

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

AND

WISCONSIN CENTRAL LTD. ("LESSEE")

OCTOBER 1, 2003

RIDER NO. 7

JANUARY 1, 2009

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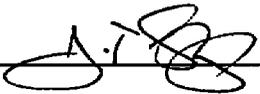
Memorandum of Rider No. 7 dated effective January 1, 2009 to a Lease Agreement made and entered into as of October 1, 2003 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, formerly known as Greenbrier Leasing Corporation ("Lessor") and Wisconsin Central Ltd., an Illinois corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor, one hundred forty-seven (147) 60-foot, 286,000 lb. GRL Plate F boxcars bearing marks and numbers as set forth in the Rail Equipment List attached hereto as Exhibit A.
2. The Lease Agreement and Rider No. 7 shall be effective as of the dates first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Rider No. 7, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be executed by their officers thereunto duly authorized as of the date first above written and, each such officer declares pursuant to 28 U.S.C. §1746 under penalty of perjury that the foregoing is a true and correct document.

LESSOR: GREENBRIER LEASING COMPANY LLC

By:  _____

Title: President

LESSEE: WISCONSIN CENTRAL LTD.

By:  _____

Title: Sr. Manager, Asset Finance

EXHIBIT A

RAIL EQUIPMENT LIST

AOK 112000 through AOK 112149, excluding
AOK 112023, AOK 112054 and AOK 112135

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