

GREENBRIER
LEASING COMPANY LLC

Greenbrier Leasing Company LLC

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

RECORDATION NO. 27830-N FILED

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TRANSPORTATION BOARD

July 5, 2011

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 January 1, 2011 for Schedule No. 12 dated as of January 1, 2011, 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 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 (300) covered hopper railcars marked and numbered AOKX 493850 through AOKX 494149, inclusive.

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

Section Chief
Surface Transportation Board
July 5, 2011
Page 2

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

Memorandum of Lease Agreement dated as of January 1, 2011 for Schedule
No. 12.

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.

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CENTRAL TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

WEDRON SILICA COMPANY ("LESSEE")

OCTOBER 1, 2008

SCHEDULE NO. 12

JANUARY 1, 2011

This Memorandum of a Lease Agreement and Schedule No. 12 thereto is made and entered into as of January 1, 2011 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and Wedron Silica Company, an Ohio corporation ("Lessee").

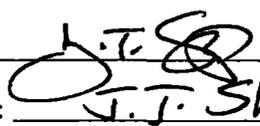
WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor three hundred (300) newly built 3,250 cubic foot capacity cement covered hopper railcars with three 30-inch circular loading hatches and two Miner MKE 10513 13-inch by 42-inch low-profile discharge gates, 286,000 lbs. GRL, bearing reporting marks and numbers as listed on Exhibit A 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. 12, 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. J. Sharp

TITLE: President

LESSEE:

WEDRON SILICA COMPANY

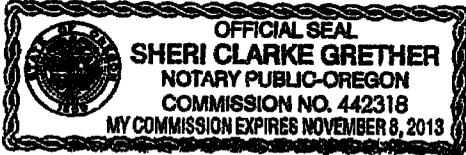
BY: 

NAME: Stephen King

TITLE: VP General Logistics

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 27th day of June, 2011, before me personally appeared James 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.



Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: November 8, 2013

STATE OF Illinois)
) ss.
COUNTY OF Madison)

On this 16th day of June, 2011, before me personally appeared Stephen King, to me personally known, who being by me duly sworn, says that s/he is the VP Systems Logistics 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: 1-20-14

EXHIBIT A

AOKX 493850 through AOKX 494149, inclusive