

**THE
GREENBRIER
COMPANIES**

The Greenbrier Companies, Inc.

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

September 29, 2011

RECORDATION NO. 29917 FILED

OCT 03 '11 -4 32 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 August 23, 2010, for Rider No. 1 dated August 23, 2010, a primary 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.

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: Louisiana Pacific Corporation
414 Union Street, Suite 2000
Nashville, Tennessee 37219

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

Twenty-five (25) 73-foot, 110-ton riserless deck center partition flatcars with fabricated top chords, designed for a gross rail load of 286,000 lbs., marked and numbered AOK 27850 through AOK 27874, inclusive.

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

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

- Memorandum of Lease Agreement dated August 23, 2010, for Rider No. 1.

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

Sincerely,

A handwritten signature in cursive script that reads "Debbie Kelly".

Debbie Kelly
Paralegal

DLK:ms
Enclosures

cc: Edward M. Luria, Esq.

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

LOUISIANA-PACIFIC CORPORATION ("LESSEE")

AUGUST 23, 2010

RIDER NO. 1

AUGUST 23, 2010

Memorandum of a Lease Agreement and Rider No. 1 thereto, made and entered into as of August 23, 2010, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor"), and Louisiana-Pacific Corporation, a Delaware corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor twenty-five (25) 73-foot, 110-ton riserless deck center partition flatcars with fabricated top chords, designed for a gross rail load of 286,000 lbs., marked and numbered AOK 27850 through AOK 27874, inclusive.
2. Rider No. 1 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term set forth in the Lease Agreement and Rider 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:

GREENBRIER LEASING COMPANY LLC

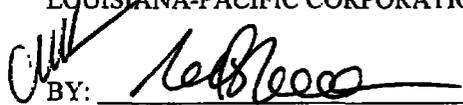
BY: 

NAME: J.T. Sharp

TITLE: President

LESSEE:

LOUISIANA-PACIFIC CORPORATION

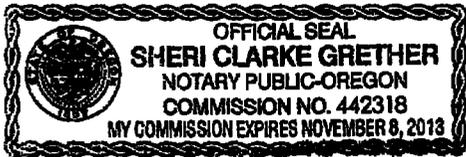
BY: 

NAME: Neil Sherman

TITLE: Vt, Procurement

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 26th day of September, 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 or his free act and deed.



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

STATE OF Tennessee)
) ss.
COUNTY OF Davidson)

On this 15th day of Sept, 2011, before me personally appeared Neil Spelman, to me personally known, who being by me duly sworn, says that s/he is the VP Procurement of Louisiana-Pacific Corporation and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Susan D Emery
NOTARY PUBLIC
My commission expires: 7/8/2013