

GREENBRIER
LEASING COMPANY LLC

Greenbrier Leasing Company LLC

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

November 8, 2011

RECORDATION NO. 22081-C FILED

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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 one (1) original and four (4) photocopies of Amendment No. 1 dated June 1, 2011, to Memorandum of Lease for Schedule No. 1 dated August 31, 1997, a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

This document relates to the Lease Agreement dated August 31, 1997 which was duly filed and recorded on March 22, 1999 and assigned Recordation Number 22081.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Railcar LLC
One Centerpointe Drive, Suite 200 .
Lake Oswego, Oregon 97035

Lessee: Fabricated Metals, Inc.
2401 Merced Street
San Leandro, CA 94577

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

Seven (7) 60-foot, 100-ton flatcars marked and numbered CCKX 700, CCKX 707, CCKX 709, CCKX 713, CCKX 714, CCKX 715 and CCKX 716, and two (2) 61-foot, 100-ton flatcars marked and numbered CCKX 717 and CCKX 720.

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:

Amendment No. 1 dated June 1, 2011 to Memorandum of Lease Agreement
dated August 31, 1997 for Schedule No. 1.

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

Sincerely,



Sheri Clarke Grether
Senior Paralegal

SCG:ms
Enclosures

cc: Edward M. Luria, Esq.

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SOUTH CAROLINA TRANSPORTATION BOARD

AMENDMENT NO. 1 DATED JUNE 1, 2011

TO

***MEMORANDUM OF LEASE
FOR SCHEDULE NO. 1 DATED AUGUST 31, 1997***

BETWEEN

***GREENBRIER RAILCAR LLC,
formerly known as Greenbrier Railcar, Inc. ("LESSOR")***

AND

FABRICATED METALS, INC. ("LESSEE")

Amendment dated as of June 1, 2011 to Memorandum of Lease for Schedule No. 1 dated August 31, 1997 to a Lease Agreement made and entered into as of August 31, 1997 by and between Greenbrier Railcar LLC, an Oregon limited liability company, formerly known as Greenbrier Railcar, Inc. ("Lessor") and Fabricated Metals, Inc., a California corporation ("Lessee") (the "Lease Memorandum").

WHEREAS, Lessor and Lessee executed the Lease Memorandum describing the lease of four (4) 60-foot, 100-ton flatcars; and

WHEREAS, Lessor and Lessee wish to amend the Lease Memorandum to conform to amendments to the underlying lease by adding four additional railcars.

NOW THEREFORE, Lessor and Lessee hereby amend the Lease Memorandum as follows:

1. Delete Paragraph 1 in its entirety and add a new Paragraph 1 as follows:
 1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor seven (7) 60-foot, 100-ton flatcars marked and numbered CCKX 700, CCKX 707, CCKX 709, CCKX 713, CCKX 714, CCKX 715 and CCKX 716, and two (2) 61-foot, 100-ton flatcars marked and numbered CCKX 717 and CCKX 720.
2. All other terms and conditions of the Lease Memorandum not specifically amended hereby shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date first above written.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

GREENBRIER RAILCAR, LLC

By: _____

Title: _____

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors 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.

FABRICATED METALS, INC.

By: _____

Title: _____