

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

Greenbrier Leasing Company LLC

One Centerpointe Drive Suite 2110  
Lake Oswego Oregon 97035  
503 684 7000 Fax 503 684 7553

April 9, 2013

RECORDED CO. 30252-A 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 two (2) originals and three (3) photocopies of Amendment No. 1 dated as of January 9, 2012 to Memorandum of Lease for Rider No. 1 to Lease Agreement dated as of January 9, 2012, 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 \$42 payable to the order of the Surface Transportation Board covering the required recordation fee.

This document relates to the Memorandum of Lease dated as of January 9, 2012 which was duly filed and recorded on June 13, 2012 and assigned Recordation Number 30252.

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: The Louisiana and North West Railroad Company, Inc.  
One Boca Place  
2255 Glades Road  
Boca Raton, FL 33431

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

One hundred forty-seven (147) 65-foot 6-inch, 263,000 lbs GRL bulkhead gondola railcars marked and numbered within the series WCRC 3175 to WCRC 3324, not inclusive

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

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

Amendment to Memorandum of Lease Agreement for Rider No. 1.

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  
Senior Paralegal

SCG.ms  
Enclosures

cc: Edward M Luria, Esq

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~~SURFACE TRANSPORTATION BOARD~~

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**AMENDMENT NO. 1 DATED AS OF JANUARY 9, 2012**

**TO**

**MEMORANDUM OF LEASE  
FOR RIDER NO. 1 DATED AS OF JANUARY 9, 2012**

**BETWEEN**

**WL ROSS-GREENBRIER RAIL I LLC, ("LESSOR")**

**AND**

**LOUISIANA AND NORTH WEST RAILROAD COMPANY, INC. ("LESSEE")**

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Amendment dated as of January 9, 2012 to Memorandum of Lease for Rider No 1 dated as of January 9, 2012 to a Lease Agreement made and entered into as of January 9, 2012, by and between WL Ross-Greenbrier Rail I LLC, a Delaware limited liability company ("Lessor") and Louisiana and North West Railroad Company, Inc (erroneously referred to in the Memorandum as The Louisiana North West Railroad Company, Inc ), a Louisiana corporation ("Lessee") (the "Memorandum").

WHEREAS, Lessor and Lessee executed the Memorandum describing the lease of certain railcars, and subsequently identified a clerical error in the transcription of Lessee's corporate name in the Memorandum; and

WHEREAS, the parties now wish to amend the Memorandum to correct all references to the Lessee's corporate name.

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

1. Each occurrence of the phrase "The Louisiana North West Railroad Company, Inc " in the Memorandum shall be amended to read "Louisiana and North West Railroad Company, Inc "
- 2 All other terms and conditions of the 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*

WL ROSS-GREENBRIER RAIL I LLC

By: W. Aramoh  
Title Vice 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 managing 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.*

LOUISIANA AND NORTH WEST RAILROAD COMPANY, INC

By: [Signature]  
Title: Chief Operating Officer