

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.  
20036  
—  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

February 4, 2016

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(a) are two (2) copies of a Memorandum of Lease Schedule No. 2, dated as of July 1, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor:	Greenbrier Leasing Company LLC One Centerpointe Drive, Suite 200 Lake Oswego, OR 97035
Lessee:	Savatran LLC 46226 National Road St. Clairsville, OH 43950

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

128 covered hopper railcars within the series BNBX 503554 – BNBX 503566 and GBRX 49002 – GBRX 49245 as more particularly set forth on the attachment to the document.

A short summary of the document to appear in the index is:

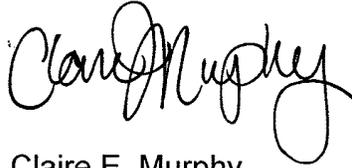
Memorandum of Lease Schedule No. 2.

Section Chief  
February 4, 2016  
Page 2

Also enclosed is a check in the amount of \$43.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M" and "y".

Claire E. Murphy

CEM  
Enclosures

**MEMORANDUM OF LEASE**

**SCHEDULE NO. 2**

This is a Memorandum of Schedule No. 2 dated as of July 1, 2014 to a Lease Agreement made and entered into as of April 20, 2010 by and between Greenbrier Leasing Company LLC, as assignee of WL Ross-Greenbrier Rail I LLC, as ultimate assignee of BBRX Five LLC ("Lessor"), and Savatran LLC ("Lessee").

**WITNESSETH:**

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred twenty-eight (128) used aluminum rapid discharge coal hoppers, 286,000 lbs GRL, bearing reporting marks and numbers as set forth in the Rail Equipment List attached hereto.
2. Schedule No. 2 to the Lease Agreement will be effective as of the date first set forth hereinabove and will remain in effect through the lease term, as described in the Lease Agreement and Schedule No. 2, 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:

LESSEE:

GREENBRIER LEASING COMPANY LLC

SAVATRAN LLC

BY: 

BY: \_\_\_\_\_

NAME: Larry D. Stanley

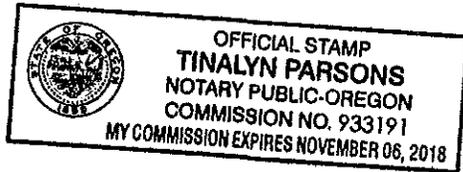
NAME: Robert D. Moore

TITLE: Sr. Vice President

TITLE: President and Chief Executive Officer

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this 2<sup>nd</sup> day of February, 2016 before me personally appeared Larry D. Stanley to me personally known, who being by me duly sworn, says that s/he is the Sr. Vice 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.



Tinalyn Parsons  
NOTARY PUBLIC  
My commission expires: 11-6-2018

STATE OF \_\_\_\_\_ )  
 ) ss.  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that s/he is the \_\_\_\_\_ of Savatran 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.

\_\_\_\_\_  
NOTARY PUBLIC  
My commission expires: \_\_\_\_\_

**MEMORANDUM OF LEASE**

**SCHEDULE NO. 2**

This is a Memorandum of Schedule No. 2 dated as of July 1, 2014 to a Lease Agreement made and entered into as of April 20, 2010 by and between Greenbrier Leasing Company LLC, as assignee of WL Ross-Greenbrier Rail I LLC, as ultimate assignee of BBRX Five LLC ("Lessor"), and Savatran LLC ("Lessee").

**WITNESSETH:**

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred twenty-eight (128) used aluminum rapid discharge coal hoppers, 286,000 lbs GRL, bearing reporting marks and numbers as set forth in the Rail Equipment List attached hereto.
2. Schedule No. 2 to the Lease Agreement will be effective as of the date first set forth hereinabove and will remain in effect through the lease term, as described in the Lease Agreement and Schedule No. 2, 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: \_\_\_\_\_

TITLE: \_\_\_\_\_

LESSEE:

SAVATRAN LLC

BY:  \_\_\_\_\_

NAME: Robert D. Moore

TITLE: President and Chief Executive Officer

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

On this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that s/he is the \_\_\_\_\_ 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.

\_\_\_\_\_  
NOTARY PUBLIC  
My commission expires: \_\_\_\_\_

STATE OF Ohio )  
 ) ss.  
COUNTY OF Belmont )

On this 1st day of February, 2016, before me personally appeared Robert D. Moore, to me personally known, who being by me duly sworn, says that s/he is the President and Chief Executive Officer of Savatran 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.



ANGELA M. ROTH  
Notary Public  
State of Ohio  
My Commission Expires Oct. 19, 2019

Angela M Roth  
NOTARY PUBLIC  
My commission expires: 10/19/19

## RAIL EQUIPMENT LIST

BNBX 503554	GBRX 49010	GBRX 49100	GBRX 49168
BNBX 503555	GBRX 49013	GBRX 49101	GBRX 49169
BNBX 503556	GBRX 49014	GBRX 49102	GBRX 49174
BNBX 503557	GBRX 49015	GBRX 49110	GBRX 49176
BNBX 503558	GBRX 49016	GBRX 49111	GBRX 49178
BNBX 503559	GBRX 49018	GBRX 49113	GBRX 49179
BNBX 503560	GBRX 49020	GBRX 49116	GBRX 49181
BNBX 503561	GBRX 49022	GBRX 49117	GBRX 49182
BNBX 503562	GBRX 49023	GBRX 49118	GBRX 49184
BNBX 503563	GBRX 49026	GBRX 49119	GBRX 49186
BNBX 503564	GBRX 49031	GBRX 49120	GBRX 49188
BNBX 503565	GBRX 49035	GBRX 49124	GBRX 49195
BNBX 503566	GBRX 49039	GBRX 49128	GBRX 49198
GBRX 49002	GBRX 49040	GBRX 49130	GBRX 49204
GBRX 49003	GBRX 49041	GBRX 49131	GBRX 49208
GBRX 49004	GBRX 49042	GBRX 49132	GBRX 49210
GBRX 49006	GBRX 49044	GBRX 49133	GBRX 49211
GBRX 49007	GBRX 49045	GBRX 49134	GBRX 49213
	GBRX 49046	GBRX 49135	GBRX 49217
	GBRX 49047	GBRX 49139	GBRX 49221
	GBRX 49048	GBRX 49140	GBRX 49223
	GBRX 49052	GBRX 49141	GBRX 49224
	GBRX 49054	GBRX 49144	GBRX 49225
	GBRX 49057	GBRX 49147	GBRX 49228
	GBRX 49058	GBRX 49148	GBRX 49229
	GBRX 49060	GBRX 49150	GBRX 49230
	GBRX 49069	GBRX 49153	GBRX 49231
	GBRX 49070	GBRX 49154	GBRX 49234
	GBRX 49071	GBRX 49155	GBRX 49235
	GBRX 49075	GBRX 49156	GBRX 49238
	GBRX 49076	GBRX 49157	GBRX 49239
	GBRX 49078	GBRX 49158	GBRX 49240
	GBRX 49082	GBRX 49159	GBRX 49241
	GBRX 49085	GBRX 49160	GBRX 49243
	GBRX 49086	GBRX 49163	GBRX 49245
	GBRX 49097	GBRX 49165	GBRX 49180
	GBRX 49099	GBRX 49167	

**CERTIFICATION**

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: February 4, 2016

  
\_\_\_\_\_  
Claire E. Murphy