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December 8, 2014

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 is a **Memorandum of Schedule No. 21** effective September 7, 2014, to a Lease Agreement effective October 1, 2010, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a payment authorization for \$43 to cover 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 400
Lake Oswego, Oregon 97035

Lessee: EOG Resources, Inc.
421 W. 3rd Street, Suite 150
Ft. Worth, TX 76102

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

One hundred (100) new 3,250 c.f. capacity covered hopper railcars bearing reporting marks and numbers within the series AOKX 480333 to AOKX 499849, non inclusive, and as more particularly set forth in the Exhibit A attached to the Memorandum of Lease Schedule.

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

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

Memorandum of Lease Agreement for Schedule No. 21

MEMORANDUM OF SCHEDULE NO. 21

TO LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC (“LESSOR”)

AND

EOG RESOURCES, INC. (“LESSEE”)

DATED: OCTOBER 13, 2014
EFFECTIVE: SEPTEMBER 7, 2014

Memorandum of Schedule No. dated as of 21 October 13th, 2014, and effective September 7, 2014, to a Lease Agreement made and entered into May 9, 2011 and effective October 1, 2010, and amended effective July 31, 2013, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and EOG Resources, Inc., a Delaware corporation ("Lessee").

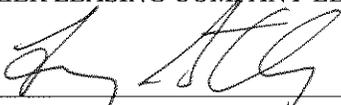
WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred (100) new 3,250 c.f. capacity covered hopper railcars, bearing reporting marks and numbers as set forth on Exhibit A hereto.
2. Schedule No. 21 to the Lease Agreement shall be effective as of the date hereof, and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 21, 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

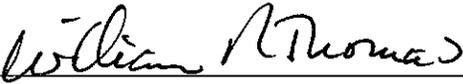
BY: 

NAME: LARRY STANLEY

TITLE: SUP FINANCE

LESSEE:

EOG RESOURCES, INC.

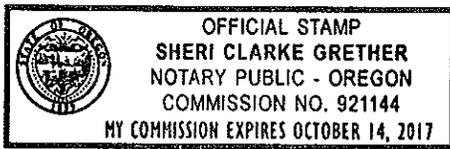
BY:  R & L

NAME: William R Thomas

TITLE: Chairman and CEO

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 21st day of October, 2014, before me personally appeared Larry Stanley, to me personally known, who being by me duly sworn, says that s/he is the Senior 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.



Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: October 14, 2017

STATE OF Texas)
) ss.
COUNTY OF Harris)

On this 13 day of October, 2014, before me personally appeared _____ William R. Thomas, to me personally known, who being by me duly sworn, says that s/he is the Chairman + CEO of EOG Resources, Inc. 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.



Gina Hauck
NOTARY PUBLIC
My commission expires: 5-28-2015

**EXHIBIT A
RAIL EQUIPMENT LIST**

Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOKX	480333	AOKX	480417	AOKX	499725	AOKX	499793
AOKX	480372	AOKX	480418	AOKX	499726	AOKX	499795
AOKX	480373	AOKX	480419	AOKX	499727	AOKX	499796
AOKX	480374	AOKX	480420	AOKX	499728	AOKX	499797
AOKX	480375	AOKX	480421	AOKX	499729	AOKX	499798
AOKX	480376	AOKX	480422	AOKX	499730	AOKX	499799
AOKX	480377	AOKX	480423	AOKX	499731	AOKX	499800
AOKX	480378	AOKX	480424	AOKX	499732	AOKX	499801
AOKX	480379	AOKX	480425	AOKX	499733	AOKX	499803
AOKX	480380	AOKX	480426	AOKX	499734	AOKX	499804
AOKX	480381	AOKX	480427	AOKX	499735	AOKX	499806
AOKX	480382	AOKX	480428	AOKX	499736	AOKX	499810
AOKX	480383	AOKX	480429	AOKX	499737	AOKX	499811
AOKX	480384	AOKX	480430	AOKX	499738	AOKX	499812
AOKX	480385	AOKX	480431	AOKX	499739	AOKX	499813
AOKX	480386	AOKX	480432	AOKX	499740	AOKX	499814
AOKX	480387	AOKX	480433	AOKX	499741	AOKX	499815
AOKX	480388	AOKX	480434	AOKX	499743	AOKX	499834
AOKX	480389	AOKX	480435	AOKX	499744	AOKX	499843
AOKX	480390	AOKX	480436	AOKX	499745	AOKX	499844
AOKX	480391	AOKX	480437	AOKX	499746	AOKX	499845
AOKX	480403	AOKX	480438	AOKX	499747	AOKX	499846
AOKX	480414	AOKX	480439	AOKX	499748	AOKX	499847
AOKX	480415	AOKX	480440	AOKX	499749	AOKX	499848
AOKX	480416	AOKX	480441	AOKX	499750	AOKX	499849

100 Cars Total