

JULY 17 , 2014 12:45 PM

ALVORD AND ALVORD SURFACE TRANSPORTATION BOARD

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

July 17, 2014

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 Schedule No. 15 to Lease Agreement, effective as of April 23, 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, Oregon 97035

Lessee: EOG Resources, Inc.  
1111 Bagby, Sky Lobby 2  
Houston, Texas 77002

Chief, Section of Administration  
July 17, 2014  
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A description of the railroad equipment covered by the enclosed document is:

100 covered hopper railcars within the series AOKX 498116 – AOKX 498741 as set forth in the attachment to the document.

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

Memorandum of Schedule No. 15 to Lease Agreement.

Also enclosed is a check in the amount of \$44.00 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 that reads "Edward M. Luria". The signature is written in a cursive style with a large initial "E".

Edward M. Luria

EML/bhs  
Enclosures

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*MEMORANDUM OF SCHEDULE NO. 15*

*TO LEASE AGREEMENT*

*BETWEEN*

*GREENBRIER LEASING COMPANY LLC (“LESSOR”)*

*AND*

*EOG RESOURCES, INC. (“LESSEE”)*

*DATED: APRIL 23, 2014*

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Memorandum of Schedule No. 15 dated as of 23 April 2014, 2014 and effective as of March 1, 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) 3,250 c.f. capacity covered hopper railcars, bearing reporting marks and numbers as set forth on Exhibit A hereto.
2. Schedule No. 15 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. 15, as each may be amended from time to time.

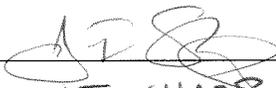
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

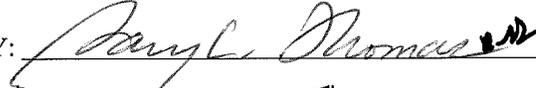
LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

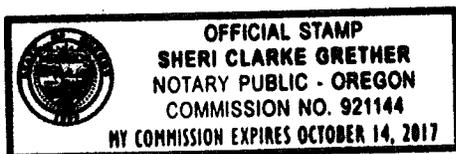
EOG RESOURCES, INC.

BY:   
NAME: JT SHARP  
TITLE: PRESIDENT

BY:   
NAME: Gary L Thomas  
TITLE: Chief Operations Officer

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

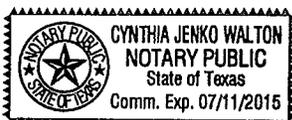
On this 29<sup>th</sup> day of April, 2014, before me personally appeared J. T. Sharp,  
to me personally known, who being by me duly sworn, says that s/he is the President of  
Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and  
s/he acknowledged that the execution of the said instrument was ~~her~~ or his free act and deed.



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

STATE OF Texas )  
 ) ss.  
COUNTY OF Harris )

On this 23<sup>rd</sup> day of April, 2014, before me personally appeared Gary L. Thomas  
COO, to me personally known, who being by me duly sworn, says that s/he is the  
COO 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.



Cynthia Jenko Walton  
NOTARY PUBLIC  
My commission expires: 7/11/2015

## EXHIBIT A

### RAIL EQUIPMENT LIST

<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>
AOKX	498116	AOKX	498180	AOKX	498605	AOKX	498630
AOKX	498117	AOKX	498181	AOKX	498606	AOKX	498631
AOKX	498118	AOKX	498182	AOKX	498607	AOKX	498632
AOKX	498119	AOKX	498183	AOKX	498608	AOKX	498633
AOKX	498120	AOKX	498191	AOKX	498609	AOKX	498634
AOKX	498121	AOKX	498585	AOKX	498610	AOKX	498635
AOKX	498122	AOKX	498586	AOKX	498611	AOKX	498636
AOKX	498123	AOKX	498587	AOKX	498612	AOKX	498637
AOKX	498124	AOKX	498588	AOKX	498613	AOKX	498638
AOKX	498125	AOKX	498589	AOKX	498614	AOKX	498639
AOKX	498126	AOKX	498590	AOKX	498615	AOKX	498640
AOKX	498127	AOKX	498591	AOKX	498616	AOKX	498641
AOKX	498128	AOKX	498592	AOKX	498617	AOKX	498642
AOKX	498129	AOKX	498593	AOKX	498618	AOKX	498643
AOKX	498130	AOKX	498594	AOKX	498619	AOKX	498644
AOKX	498164	AOKX	498595	AOKX	498620	AOKX	498645
AOKX	498170	AOKX	498596	AOKX	498621	AOKX	498646
AOKX	498172	AOKX	498597	AOKX	498622	AOKX	498647
AOKX	498173	AOKX	498598	AOKX	498623	AOKX	498649
AOKX	498174	AOKX	498599	AOKX	498624	AOKX	498650
AOKX	498175	AOKX	498600	AOKX	498625	AOKX	498651
AOKX	498176	AOKX	498601	AOKX	498626	AOKX	498652
AOKX	498177	AOKX	498602	AOKX	498627	AOKX	498653
AOKX	498178	AOKX	498603	AOKX	498628	AOKX	498655
AOKX	498179	AOKX	498604	AOKX	498629	AOKX	498741
						<b>Total</b>	<b>100 Cars</b>

**CERTIFICATION**

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: July 17, 2014

*Edward M Luria*

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Edward M. Luria