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

January 22, 2015

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. 1, dated as of December 1, 2014, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor:	Greenbrier Leasing Company LLC One Centerpointe Drive, Suite 200 Lake Oswego, Oregon 97035
Lessee:	Chevron Phillips Chemical Company LP 10001 Six Pines Drive The Woodlands, TX 77380

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

10 railcars: GBRX 701960 – GBRX 701969, inclusive.

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

Memorandum of Lease Schedule No. 1.

Section Chief
January 22, 2015
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,


for

Edward M. Luria

EML/cem
Enclosures

MEMORANDUM OF LEASE

SCHEDULE NO. 1

This is a Memorandum of Schedule No. 1 dated as of December 1, 2014 to a Master Full Service Lease Agreement ("Lease Agreement") made and entered into as of December 1, 2014 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Chevron Phillips Chemical Company LP, a Delaware limited partnership ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor ten (10) 29,000 gallon coiled, insulated DOT 111A100W1, 286,000 lbs GRL tank cars, bearing Lessor-controlled reporting marks and numbers as indicated in the attached Rail Equipment List.
2. Schedule No. 1 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. 1, as each may be amended from time to time.

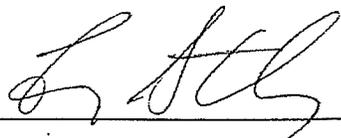
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

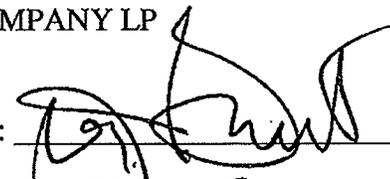
LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

CHEVRON PHILLIPS CHEMICAL
COMPANY LP

BY: 

BY:  BLB

NAME: Larry D. Stanley

NAME: John Barrett

TITLE: Sr. Vice President

TITLE: Gm Supply Chain

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

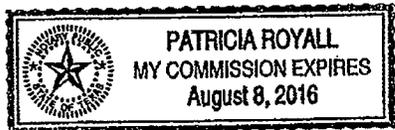
On this 21st day of January, 2015 before me personally appeared Larry D. Stanley, to me personally known, who being by me duly sworn, says that s/he is the Sr. Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged 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 Texas)
) ss.
COUNTY OF Montgomery)

On this 19 day of January, 2015 before me personally appeared John Barrett, to me personally known, who being by me duly sworn, says that s/he is the Gm Supply Chain of Chevron Phillips Chemical Company LP 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.



Patricia Royall
NOTARY PUBLIC
My commission expires: August 8, 2016

RAIL EQUIPMENT LIST

Car Initials	Car No.	Car Description
GBRX	701960	Tank Car
GBRX	701961	Tank Car
GBRX	701962	Tank Car
GBRX	701963	Tank Car
GBRX	701964	Tank Car
GBRX	701965	Tank Car
GBRX	701966	Tank Car
GBRX	701967	Tank Car
GBRX	701968	Tank Car
GBRX	701969	Tank Car

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: 4/22/15

Edward M Luria
Edward M. Luria