

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)

January 15, 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. 2, dated as of August 25, 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:	Halliburton Company 10200 Bellaire Blvd Houston, TX 77072

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

150 railcars within the series HWCX 8551 – HWCX 8700, inclusive.

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

Memorandum of Lease Schedule No. 2.

Section Chief  
January 15, 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. 2

This is a Memorandum of Schedule No. 2 dated August 25, 2014, to a Lease Agreement made and entered into as of June 1, 2014, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Halliburton Company, a Delaware corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor one hundred fifty (150) 3,250 cubic foot capacity covered hopper railcars bearing reporting marks and numbers as set forth on Exhibit A 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

HALLIBURTON COMPANY

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

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

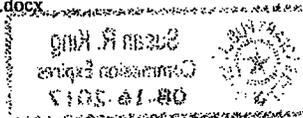
NAME: \_\_\_\_\_

NAME: \_\_\_\_\_

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

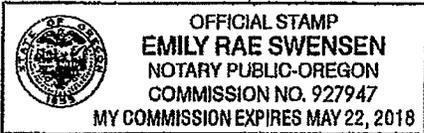
TITLE: \_\_\_\_\_

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STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

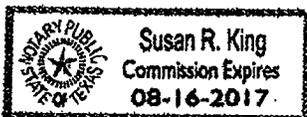
On this 25<sup>th</sup> day of August, 2014 before me personally appeared James T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Emily Swensen  
NOTARY PUBLIC  
My commission expires: May 22, 2018

STATE OF Texas )  
 ) ss.  
COUNTY OF Harris )

On this 20<sup>th</sup> day of August, 2014, before me personally appeared Sammy Wesley, to me personally known, who being by me duly sworn, says that s/he is the Director of Halliburton Company 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.



Susan R. King  
NOTARY PUBLIC  
My commission expires: 8-16-2017

**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>
HWCX	8551	HWCX	8589	HWCX	8627	HWCX	8665
HWCX	8552	HWCX	8590	HWCX	8628	HWCX	8666
HWCX	8553	HWCX	8591	HWCX	8629	HWCX	8667
HWCX	8554	HWCX	8592	HWCX	8630	HWCX	8668
HWCX	8555	HWCX	8593	HWCX	8631	HWCX	8669
HWCX	8556	HWCX	8594	HWCX	8632	HWCX	8670
HWCX	8557	HWCX	8595	HWCX	8633	HWCX	8671
HWCX	8558	HWCX	8596	HWCX	8634	HWCX	8672
HWCX	8559	HWCX	8597	HWCX	8635	HWCX	8673
HWCX	8560	HWCX	8598	HWCX	8636	HWCX	8674
HWCX	8561	HWCX	8599	HWCX	8637	HWCX	8675
HWCX	8562	HWCX	8600	HWCX	8638	HWCX	8676
HWCX	8563	HWCX	8601	HWCX	8639	HWCX	8677
HWCX	8564	HWCX	8602	HWCX	8640	HWCX	8678
HWCX	8565	HWCX	8603	HWCX	8641	HWCX	8679
HWCX	8566	HWCX	8604	HWCX	8642	HWCX	8680
HWCX	8567	HWCX	8605	HWCX	8643	HWCX	8681
HWCX	8568	HWCX	8606	HWCX	8644	HWCX	8682
HWCX	8569	HWCX	8607	HWCX	8645	HWCX	8683
HWCX	8570	HWCX	8608	HWCX	8646	HWCX	8684
HWCX	8571	HWCX	8609	HWCX	8647	HWCX	8685
HWCX	8572	HWCX	8610	HWCX	8648	HWCX	8686
HWCX	8573	HWCX	8611	HWCX	8649	HWCX	8687
HWCX	8574	HWCX	8612	HWCX	8650	HWCX	8688
HWCX	8575	HWCX	8613	HWCX	8651	HWCX	8689
HWCX	8576	HWCX	8614	HWCX	8652	HWCX	8690
HWCX	8577	HWCX	8615	HWCX	8653	HWCX	8691
HWCX	8578	HWCX	8616	HWCX	8654	HWCX	8692
HWCX	8579	HWCX	8617	HWCX	8655	HWCX	8693
HWCX	8580	HWCX	8618	HWCX	8656	HWCX	8694
HWCX	8581	HWCX	8619	HWCX	8657	HWCX	8695
HWCX	8582	HWCX	8620	HWCX	8658	HWCX	8696
HWCX	8583	HWCX	8621	HWCX	8659	HWCX	8697
HWCX	8584	HWCX	8622	HWCX	8660	HWCX	8698
HWCX	8585	HWCX	8623	HWCX	8661	HWCX	8699
HWCX	8586	HWCX	8624	HWCX	8662	HWCX	8700
HWCX	8587	HWCX	8625	HWCX	8663		
HWCX	8588	HWCX	8626	HWCX	8664		

150 cars total

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: \_\_\_\_\_

4/15/14

*Edward M Luria*

\_\_\_\_\_  
Edward M. Luria