

September 2, 2015

**RECORDATION NO. 31858-A  
FILED SEPTEMBER 3, 2015 8:30 AM  
SURFACE TRANSPORTATION BOARD**

**VIA ELECTRONIC FILING**

Chief Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001  
Washington, DC 20024 (express courier)

Re: Memorandum of Assignment of Lease Agreement/Secondary Document  
Related Rail Recordation No. 31858

Dear Section Chief:

Enclosed for recordation pursuant to Section 11301 of Title 49 of the U.S. Code is a Memorandum of Assignment of Lease Agreement, dated as of September 2, 2015 (“Assignment”), a secondary document as defined in the Board’s Rules for Recordation of Documents, 49 C.F.R. Section 1177.

The Assignment relates to the Memorandum of Lease Schedule No. 10 previously filed with the Board under Recordation Number 31858.

The names and addresses of the parties to the Memorandum of Assignment of Lease agreement dated September 2, 2015, are:

Lessor/Assignor: Greenbrier Leasing Company LLC  
One Centerpointe Drive, Suite 200  
Lake Oswego, OR 97035

Assignee: Financial Pacific Leasing, Inc. d.b.a  
Umpqua Bank Equipment Leasing & Finance  
3455 S. 34<sup>th</sup> Way, Suite 300  
Federal Way, WA 98001

A description of the equipment covered by the Memorandum of Assignment of Lease consists of:

One hundred fifty (150) covered hopper railcars within the series reporting marks and road numbers HWCX 10084 – HWCX 10255 as set forth in the attachment to the document.

DWT 27792872v1 0103174-000003

Chief Section of Administration  
September 2, 2015  
Page 2

A recording fee of \$43.00 is being remitted. Please return recorded document to:

Richard J. Schroeder  
Davis Wright Tremaine LLP  
1201 3<sup>rd</sup> Avenue, Suite 2200  
Seattle, WA 98101

A short summary of the document to appear in the index as follows:

Secondary Document: Memorandum of Assignment of Lease Schedule No. 10 covering one hundred fifty (150) covered hopper railcars within the series of reporting marks and road numbers HWCX 10084 – HWCX 10255.

Very truly yours,

Davis Wright Tremaine LLP



Richard J. Schroeder

Enclosures

**MEMORANDUM OF ASSIGNMENT**

THIS MEMORANDUM OF ASSIGNMENT dated as of September 2, 2015 (the “**Memorandum**”), is between GREENBRIER LEASING COMPANY LLC, an Oregon limited liability company (“**Transferor**”), and Financial Pacific Leasing, Inc., d.b.a. Umpqua Bank Equipment Leasing & Finance, a Washington corporation (“**Transferee**”).

The parties to this Memorandum hereby acknowledge and confirm the following:

A. Transferor, as lessor, has leased certain railroad cars more particularly described in Exhibit A attached hereto (the “**Cars**”) pursuant to that certain Lease Agreement dated as of June 1, 2014, and Schedule No. 10 thereto dated as of January 2, 2015 (each as amended, modified, extended, supplemented, restated and/or replaced from time to time, and Schedule No. 10 together with the Lease Agreement as it pertains to Schedule No. 10, the “**Lease**”) to Halliburton Company.

B. A Memorandum of Lease was filed with respect to Schedule No. 10 with the U.S. Surface Transportation Board on August 19, 2015, under recordation number 31858.

C. Transferor and Transferee are parties to that certain Assignment Agreement dated September 2, 2015, pursuant to which Transferor has assigned all of its right, title and interest under the Lease, as it pertains to periods on and after September 1, 2015, and the Cars, to Transferee.

D. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

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**EXHIBIT A**

**RAILCARS**

One hundred fifty (150) 3,250 cubic foot capacity, 286,000 lbs. GRL, covered hopper railcars with three (3) circular loading hatches and two low profile discharge gates, marked and numbered as follows:

| <b>Mark</b> | <b>Number</b> | <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        | 10084         | HWCX        | 10132         | HWCX        | 10162         | HWCX        | 10192         | HWCX         | 10222           |
| HWCX        | 10085         | HWCX        | 10133         | HWCX        | 10163         | HWCX        | 10193         | HWCX         | 10223           |
| HWCX        | 10086         | HWCX        | 10134         | HWCX        | 10164         | HWCX        | 10194         | HWCX         | 10225           |
| HWCX        | 10105         | HWCX        | 10135         | HWCX        | 10165         | HWCX        | 10195         | HWCX         | 10226           |
| HWCX        | 10106         | HWCX        | 10136         | HWCX        | 10166         | HWCX        | 10196         | HWCX         | 10227           |
| HWCX        | 10107         | HWCX        | 10137         | HWCX        | 10167         | HWCX        | 10197         | HWCX         | 10228           |
| HWCX        | 10108         | HWCX        | 10138         | HWCX        | 10168         | HWCX        | 10198         | HWCX         | 10229           |
| HWCX        | 10109         | HWCX        | 10139         | HWCX        | 10169         | HWCX        | 10199         | HWCX         | 10230           |
| HWCX        | 10110         | HWCX        | 10140         | HWCX        | 10170         | HWCX        | 10200         | HWCX         | 10231           |
| HWCX        | 10111         | HWCX        | 10141         | HWCX        | 10171         | HWCX        | 10201         | HWCX         | 10233           |
| HWCX        | 10112         | HWCX        | 10142         | HWCX        | 10172         | HWCX        | 10202         | HWCX         | 10234           |
| HWCX        | 10113         | HWCX        | 10143         | HWCX        | 10173         | HWCX        | 10203         | HWCX         | 10235           |
| HWCX        | 10114         | HWCX        | 10144         | HWCX        | 10174         | HWCX        | 10204         | HWCX         | 10236           |
| HWCX        | 10115         | HWCX        | 10145         | HWCX        | 10175         | HWCX        | 10205         | HWCX         | 10237           |
| HWCX        | 10116         | HWCX        | 10146         | HWCX        | 10176         | HWCX        | 10206         | HWCX         | 10238           |
| HWCX        | 10117         | HWCX        | 10147         | HWCX        | 10177         | HWCX        | 10207         | HWCX         | 10240           |
| HWCX        | 10118         | HWCX        | 10148         | HWCX        | 10178         | HWCX        | 10208         | HWCX         | 10241           |
| HWCX        | 10119         | HWCX        | 10149         | HWCX        | 10179         | HWCX        | 10209         | HWCX         | 10242           |
| HWCX        | 10120         | HWCX        | 10150         | HWCX        | 10180         | HWCX        | 10210         | HWCX         | 10243           |
| HWCX        | 10121         | HWCX        | 10151         | HWCX        | 10181         | HWCX        | 10211         | HWCX         | 10244           |
| HWCX        | 10122         | HWCX        | 10152         | HWCX        | 10182         | HWCX        | 10212         | HWCX         | 10245           |
| HWCX        | 10123         | HWCX        | 10153         | HWCX        | 10183         | HWCX        | 10213         | HWCX         | 10246           |
| HWCX        | 10124         | HWCX        | 10154         | HWCX        | 10184         | HWCX        | 10214         | HWCX         | 10247           |
| HWCX        | 10125         | HWCX        | 10155         | HWCX        | 10185         | HWCX        | 10215         | HWCX         | 10248           |
| HWCX        | 10126         | HWCX        | 10156         | HWCX        | 10186         | HWCX        | 10216         | HWCX         | 10250           |
| HWCX        | 10127         | HWCX        | 10157         | HWCX        | 10187         | HWCX        | 10217         | HWCX         | 10251           |
| HWCX        | 10128         | HWCX        | 10158         | HWCX        | 10188         | HWCX        | 10218         | HWCX         | 10252           |
| HWCX        | 10129         | HWCX        | 10159         | HWCX        | 10189         | HWCX        | 10219         | HWCX         | 10253           |
| HWCX        | 10130         | HWCX        | 10160         | HWCX        | 10190         | HWCX        | 10220         | HWCX         | 10254           |
| HWCX        | 10131         | HWCX        | 10161         | HWCX        | 10191         | HWCX        | 10221         | HWCX         | 10255           |
|             |               |             |               |             |               |             |               | <b>Total</b> | <b>150 Cars</b> |

CERTIFICATE OF TRUE COPY

I, Richard J. Schroeder, an attorney licensed to practice in the State of Washington and the State of Alaska, 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 this 2nd day of September, 2015.



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Richard J. Schroeder

Address: Davis Wright Tremaine, LLP  
1201 3<sup>rd</sup> Avenue, Suite 2200  
Seattle, WA 98101

Telephone: (206) 757-8139