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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
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August 28, 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 Assignment, dated as of August 28, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Schedule No. 1 previously filed with the Board under Recordation Number 31882.

The names and addresses of the parties to the enclosed document are:

Assignor:	Greenbrier Leasing Company LLC One Centerpointe Drive, Suite 200 Lake Oswego, Oregon 97035
Assignee:	Railcar Holdings PAS II LLC 200 Park Avenue South, Suite 1511 New York, New York 10002
[Lessee:	Murex LLC 7160 North Dallas Parkway, Suite 300 Plano, TX 75024]

Section Chief  
August 28, 2015  
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A description of the equipment covered by the enclosed document is:

100 tank railcars: GBRX 703250 – GBRX 703349.

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

Memorandum of Assignment.

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,



Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF ASSIGNMENT**

THIS MEMORANDUM OF ASSIGNMENT dated as of August 28, 2015, is between GREENBRIER LEASING COMPANY LLC, an Oregon limited liability company (“Greenbrier”), and RAILCAR HOLDINGS PAS II LLC, a Delaware limited liability company (“PAS II”).

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

A. Greenbrier, 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 April 15, 2015 between Greenbrier Leasing Company LLC and Murex LLC (the “Lease Agreement”), and Schedule No. 1 thereto dated April 15, 2015 (the “Schedule”, and together with the Lease Agreement as it relates to the Schedule, each as amended, modified, extended, supplemented, restated and/or replaced from time to time, the “Lease”) to Murex LLC.

B. A Memorandum of Lease was filed with respect to Schedule No. 1 with the U.S. Surface Transportation Board on August 21, 2015, under recordation number 31882.

C. Greenbrier and PAS II are parties to that certain Assignment Agreement dated August 28, 2015, pursuant to which Greenbrier has assigned all of its right, title and interest under the Lease, as it pertains to periods on and after August 28, 2015, and the Cars, to PAS II.

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.

[The remainder of this page has been intentionally left blank.]

IN WITNESS WHEREOF, the parties have caused this Memorandum of Assignment to be executed as of the first date herein above written.

*I certify that I hold the title set forth below, that this instrument was signed on behalf of Railcar Holdings PAS II LLC by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Railcar Holdings PAS II LLC. I further declare under penalty of perjury that the foregoing is true and correct.*

RAILCAR HOLDINGS PAS II LLC

By: ITE Management L.P., its Manager

By:   
Name: Jason Koenig  
Title: President

*I certify that I hold the title set forth below, that this instrument was signed on behalf of Greenbrier by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Greenbrier. I further declare under penalty of perjury that the foregoing is true and correct.*

GREENBRIER LEASING COMPANY  
LLC

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS WHEREOF, the parties have caused this Memorandum of Assignment to be executed as of the first date herein above written.

*I certify that I hold the title set forth below, that this instrument was signed on behalf of Railcar Holdings PAS II LLC by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Railcar Holdings PAS II LLC. I further declare under penalty of perjury that the foregoing is true and correct.*

RAILCAR HOLDINGS PAS II LLC

By: ITE Management L.P., its Manager

By: \_\_\_\_\_  
Name: Jason Koenig  
Title: President

*I certify that I hold the title set forth below, that this instrument was signed on behalf of Greenbrier by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Greenbrier. I further declare under penalty of perjury that the foregoing is true and correct.*

GREENBRIER LEASING COMPANY  
LLC

By:   
Name: Larry D. Stanley  
Title: Sr. Vice President

**EXHIBIT A**

**RAILCARS**

One Hundred (100) 30,100 gallon capacity, non-coiled, non-lined, DOT 117A100W1 tank railcars, 286,000 lbs. GRL, with thermal protection system, High Flow reclosing PRV and 9/16” steel shell, marked and numbered as follows:

MARK	NUMBER	MARK	NUMBER	MARK	NUMBER	MARK	NUMBER
GBRX	703250	GBRX	703275	GBRX	703300	GBRX	703325
GBRX	703251	GBRX	703276	GBRX	703301	GBRX	703326
GBRX	703252	GBRX	703277	GBRX	703302	GBRX	703327
GBRX	703253	GBRX	703278	GBRX	703303	GBRX	703328
GBRX	703254	GBRX	703279	GBRX	703304	GBRX	703329
GBRX	703255	GBRX	703280	GBRX	703305	GBRX	703330
GBRX	703256	GBRX	703281	GBRX	703306	GBRX	703331
GBRX	703257	GBRX	703282	GBRX	703307	GBRX	703332
GBRX	703258	GBRX	703283	GBRX	703308	GBRX	703333
GBRX	703259	GBRX	703284	GBRX	703309	GBRX	703334
GBRX	703260	GBRX	703285	GBRX	703310	GBRX	703335
GBRX	703261	GBRX	703286	GBRX	703311	GBRX	703336
GBRX	703262	GBRX	703287	GBRX	703312	GBRX	703337
GBRX	703263	GBRX	703288	GBRX	703313	GBRX	703338
GBRX	703264	GBRX	703289	GBRX	703314	GBRX	703339
GBRX	703265	GBRX	703290	GBRX	703315	GBRX	703340
GBRX	703266	GBRX	703291	GBRX	703316	GBRX	703341
GBRX	703267	GBRX	703292	GBRX	703317	GBRX	703342
GBRX	703268	GBRX	703293	GBRX	703318	GBRX	703343
GBRX	703269	GBRX	703294	GBRX	703319	GBRX	703344
GBRX	703270	GBRX	703295	GBRX	703320	GBRX	703345
GBRX	703271	GBRX	703296	GBRX	703321	GBRX	703346
GBRX	703272	GBRX	703297	GBRX	703322	GBRX	703347
GBRX	703273	GBRX	703298	GBRX	703323	GBRX	703348
GBRX	703274	GBRX	703299	GBRX	703324	GBRX	703349

**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: August 28, 2013

*Edward M Luria*

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