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

April 23, 2104

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. 6 to Lease Agreement, effective as of August 1, 2013, 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:	CARBO Ceramics Inc. Energy Center II 575 N. Dairy Ashford, Suite 300 Houston, TX 77079

Chief, Section of Administration

April 23, 2014

Page 2

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

100 covered hopper railcars: AOKX 494949, AOKX 494950, AOKX 494968 and within the series AOKX 496907 - AOKX 497455 as more particularly set forth in the attachment to the document.

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

Memorandum of Schedule No. 6 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, appearing to read 'Edward M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

Memorandum of Schedule No. 6 effective as of August 1, 2013 to a Lease Agreement dated effective as of October 1, 2011 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and CARBO Ceramics 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 cubic foot capacity covered hopper railcars, bearing marks and numbers as set forth in the Rail Equipment List attached hereto as Exhibit A.
2. Schedule No. 6 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 6, as each may be amended from time to time.

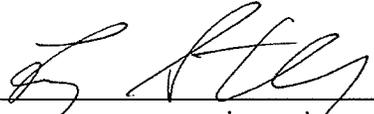
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

CARBO CERAMICS INC.

BY: 

BY: 

NAME: Larry Starlin

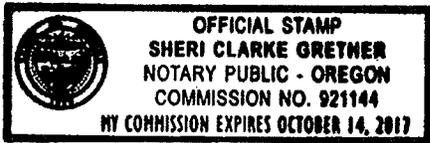
NAME: Ernesto Bautista, III

TITLE: SVP, Finance

TITLE: Chief Financial Officer

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 13th day of February, 2014, before me personally appeared Larry Stanley, to me personally known, who being by me duly sworn, says that s/he is the Senior 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.



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

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

On this 16th day of January, 2014, before me personally appeared Ernesto Bautista, III, to me personally known, who being by me duly sworn, says that he is the Chief Financial Officer of CARBO Ceramics Inc. and that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was her or his free act and deed.

Connie Howard
NOTARY PUBLIC
My commission expires: 5-6-17



EXHIBIT A

RAIL EQUIPMENT LIST

One hundred (100) 3,250 cubic foot capacity covered hopper railcars, marked and numbered as identified below:

Mark	Number	Mark	Number	Mark	Number
AOKX	494949	AOKX	497349	AOKX	497420
AOKX	494950	AOKX	497350	AOKX	497424
AOKX	494968	AOKX	497352	AOKX	497425
AOKX	496907	AOKX	497353	AOKX	497426
AOKX	496944	AOKX	497354	AOKX	497427
AOKX	496945	AOKX	497356	AOKX	497428
AOKX	496952	AOKX	497359	AOKX	497429
AOKX	496959	AOKX	497363	AOKX	497430
AOKX	496961	AOKX	497364	AOKX	497431
AOKX	497041	AOKX	497365	AOKX	497432
AOKX	497046	AOKX	497375	AOKX	497433
AOKX	497096	AOKX	497395	AOKX	497434
AOKX	497112	AOKX	497396	AOKX	497435
AOKX	497115	AOKX	497397	AOKX	497436
AOKX	497124	AOKX	497398	AOKX	497437
AOKX	497233	AOKX	497399	AOKX	497438
AOKX	497235	AOKX	497400	AOKX	497439
AOKX	497241	AOKX	497401	AOKX	497440
AOKX	497243	AOKX	497402	AOKX	497441
AOKX	497244	AOKX	497403	AOKX	497442
AOKX	497245	AOKX	497404	AOKX	497444
AOKX	497256	AOKX	497405	AOKX	497445
AOKX	497264	AOKX	497406	AOKX	497446
AOKX	497266	AOKX	497407	AOKX	497447
AOKX	497280	AOKX	497408	AOKX	497448
AOKX	497281	AOKX	497409	AOKX	497449
AOKX	497286	AOKX	497410	AOKX	497450
AOKX	497287	AOKX	497411	AOKX	497451
AOKX	497288	AOKX	497412	AOKX	497452
AOKX	497289	AOKX	497413	AOKX	497453
AOKX	497291	AOKX	497414	AOKX	497454
AOKX	497315	AOKX	497415	AOKX	497455
AOKX	497341	AOKX	497418	Total	100 Cars
AOKX	497342	AOKX	497419		

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: 4/23/14

Edward M Luria

Edward M. Luria