

ALVORD AND ALVORD PLLC SURFACE TRANSPORTATION BOARD

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

December 30, 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 December 30, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Schedule No. 7 previously filed with the Board under Recordation Number 31811.

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: | Stonebriar Commercial Finance LLC 5800 Granite Parkway, Suite 860 Plano, Texas 75024 |
| [Lessee: | Halliburton Company 10200 Bellaire Blvd. Houston TX 77072] |

Section Chief
December 30, 2015
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A description of the railroad equipment covered by the enclosed document is:

200 covered hopper railcars: HWCX 9501 – HWCX 9640 and within the series HWCX 9810 – HWCX 9900 as set forth in the attachment to the document.

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 December 30, 2015 (the “**Memorandum**”), is between **GREENBRIER LEASING COMPANY LLC**, an Oregon limited liability company (“**Transferor**”), and **STONEBRIAR COMMERCIAL FINANCE LLC**, a Delaware limited liability company (“**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 made as of June 1, 2014, and Schedule No. 7 thereto dated as of January 2, 2015 (as amended, assigned, modified, extended, supplemented, restated and/or replaced from time to time, the “**Lease**”) to Halliburton Company.

B. A memorandum of the Lease was filed with respect to Schedule No. 7 with the U.S. Surface Transportation Board on July 8, 2015, under recordation number 31811.

C. Transferor and Transferee are parties to that certain Assignment Agreement dated December 30, 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 December 30, 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.

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

IN WITNESS WHEREOF, the parties have caused this Memorandum 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 Transferee by authority of its respective authorized officers and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Transferee. I further declare under penalty of perjury that the foregoing is true and correct.

STONEBRIAR COMMERCIAL FINANCE LLC

By: _____
Name:
Title:

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

GREENBRIER LEASING COMPANY LLC

By: _____
Name: James T. Sharp
Title: President

EXHIBIT A
RAILCARS

Two hundred (200) 3,250 c.f. 286,000 lbs. GRL, covered hopper railcars, with three (3) circular loading hatches and two low profile discharge gates, marked and numbered as indicated below:

| Mark | Number |
|-------------|---------------|-------------|---------------|-------------|---------------|-------------|---------------|-------------|---------------|
| HWCX | 9501 | HWCX | 9541 | HWCX | 9581 | HWCX | 9621 | HWCX | 9861 |
| HWCX | 9502 | HWCX | 9542 | HWCX | 9582 | HWCX | 9622 | HWCX | 9862 |
| HWCX | 9503 | HWCX | 9543 | HWCX | 9583 | HWCX | 9623 | HWCX | 9863 |
| HWCX | 9504 | HWCX | 9544 | HWCX | 9584 | HWCX | 9624 | HWCX | 9864 |
| HWCX | 9505 | HWCX | 9545 | HWCX | 9585 | HWCX | 9625 | HWCX | 9865 |
| HWCX | 9506 | HWCX | 9546 | HWCX | 9586 | HWCX | 9626 | HWCX | 9866 |
| HWCX | 9507 | HWCX | 9547 | HWCX | 9587 | HWCX | 9627 | HWCX | 9867 |
| HWCX | 9508 | HWCX | 9548 | HWCX | 9588 | HWCX | 9628 | HWCX | 9868 |
| HWCX | 9509 | HWCX | 9549 | HWCX | 9589 | HWCX | 9629 | HWCX | 9869 |
| HWCX | 9510 | HWCX | 9550 | HWCX | 9590 | HWCX | 9630 | HWCX | 9870 |
| HWCX | 9511 | HWCX | 9551 | HWCX | 9591 | HWCX | 9631 | HWCX | 9871 |
| HWCX | 9512 | HWCX | 9552 | HWCX | 9592 | HWCX | 9632 | HWCX | 9872 |
| HWCX | 9513 | HWCX | 9553 | HWCX | 9593 | HWCX | 9633 | HWCX | 9873 |
| HWCX | 9514 | HWCX | 9554 | HWCX | 9594 | HWCX | 9634 | HWCX | 9874 |
| HWCX | 9515 | HWCX | 9555 | HWCX | 9595 | HWCX | 9635 | HWCX | 9875 |
| HWCX | 9516 | HWCX | 9556 | HWCX | 9596 | HWCX | 9636 | HWCX | 9876 |
| HWCX | 9517 | HWCX | 9557 | HWCX | 9597 | HWCX | 9637 | HWCX | 9877 |
| HWCX | 9518 | HWCX | 9558 | HWCX | 9598 | HWCX | 9638 | HWCX | 9878 |
| HWCX | 9519 | HWCX | 9559 | HWCX | 9599 | HWCX | 9639 | HWCX | 9879 |
| HWCX | 9520 | HWCX | 9560 | HWCX | 9600 | HWCX | 9640 | HWCX | 9880 |
| HWCX | 9521 | HWCX | 9561 | HWCX | 9601 | HWCX | 9810 | HWCX | 9881 |
| HWCX | 9522 | HWCX | 9562 | HWCX | 9602 | HWCX | 9828 | HWCX | 9882 |
| HWCX | 9523 | HWCX | 9563 | HWCX | 9603 | HWCX | 9837 | HWCX | 9883 |
| HWCX | 9524 | HWCX | 9564 | HWCX | 9604 | HWCX | 9842 | HWCX | 9884 |
| HWCX | 9525 | HWCX | 9565 | HWCX | 9605 | HWCX | 9845 | HWCX | 9885 |
| HWCX | 9526 | HWCX | 9566 | HWCX | 9606 | HWCX | 9846 | HWCX | 9886 |
| HWCX | 9527 | HWCX | 9567 | HWCX | 9607 | HWCX | 9847 | HWCX | 9887 |
| HWCX | 9528 | HWCX | 9568 | HWCX | 9608 | HWCX | 9848 | HWCX | 9888 |
| HWCX | 9529 | HWCX | 9569 | HWCX | 9609 | HWCX | 9849 | HWCX | 9889 |
| HWCX | 9530 | HWCX | 9570 | HWCX | 9610 | HWCX | 9850 | HWCX | 9890 |
| HWCX | 9531 | HWCX | 9571 | HWCX | 9611 | HWCX | 9851 | HWCX | 9891 |
| HWCX | 9532 | HWCX | 9572 | HWCX | 9612 | HWCX | 9852 | HWCX | 9892 |
| HWCX | 9533 | HWCX | 9573 | HWCX | 9613 | HWCX | 9853 | HWCX | 9893 |
| HWCX | 9534 | HWCX | 9574 | HWCX | 9614 | HWCX | 9854 | HWCX | 9894 |
| HWCX | 9535 | HWCX | 9575 | HWCX | 9615 | HWCX | 9855 | HWCX | 9895 |
| HWCX | 9536 | HWCX | 9576 | HWCX | 9616 | HWCX | 9856 | HWCX | 9896 |
| HWCX | 9537 | HWCX | 9577 | HWCX | 9617 | HWCX | 9857 | HWCX | 9897 |
| HWCX | 9538 | HWCX | 9578 | HWCX | 9618 | HWCX | 9858 | HWCX | 9898 |
| HWCX | 9539 | HWCX | 9579 | HWCX | 9619 | HWCX | 9859 | HWCX | 9899 |
| HWCX | 9540 | HWCX | 9580 | HWCX | 9620 | HWCX | 9860 | HWCX | 9900 |

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: December 30, 2015

Edward M. Luria

Edward M. Luria