

ALVORD AND ALVORD PLLC

ATTORNEYS AT LAW

1050 SEVENTEENTH STREET, N.W.

SUITE 301

WASHINGTON, D.C.

20036

PHONE: (202) 393-2266

FAX: 1-855-600-2836

E-MAIL: alvord@alvordlaw.com

WEBSITE: www.alvordlaw.com

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

February 26, 2016

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 February 26, 2016, 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. 3 previously filed with the Board under Recordation Number 32000.

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:	Archer Daniels Midland Company 4666 Faries Parkway Decatur IL 62525]

Section Chief
February 26, 2016
Page 2

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

85 covered hopper railcars within the series AOKX 65501 – AOKX 65707 as more particularly set forth on 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 February 26 2016 (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 dated as of May 1, 2014, and Schedule No. 3 thereto dated as of August 1, 2015 (as amended, assigned, modified, extended, supplemented, restated and/or replaced from time to time, the "**Lease**") to Archer Daniels Midland Company.

B. A memorandum of the Lease was filed with respect to Schedule No. 3 with the U.S. Surface Transportation Board on November 10, 2015, under recordation number 32000.

C. Transferor and Transferee are parties to that certain Assignment Agreement dated February 26, 2016, pursuant to which Transferor has assigned all of its right, title and interest under the Lease, as it pertains to periods on and after February 26, 2016, and the Cars, to Transferee.

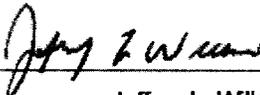
D. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both 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: Jeffrey L. Wilkison
Title: SVP & Chief Credit Officer

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: _____
Title: _____

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

Eighty-five (85) 5,161 cubic foot capacity covered hoppers, marked and numbered as indicated below:

Mark	Number	Mark	Number	Mark	Number
AOKX	65501	AOKX	65563	AOKX	65633
AOKX	65502	AOKX	65568	AOKX	65637
AOKX	65503	AOKX	65570	AOKX	65638
AOKX	65504	AOKX	65571	AOKX	65639
AOKX	65507	AOKX	65572	AOKX	65641
AOKX	65508	AOKX	65579	AOKX	65643
AOKX	65510	AOKX	65581	AOKX	65654
AOKX	65512	AOKX	65582	AOKX	65657
AOKX	65516	AOKX	65583	AOKX	65663
AOKX	65517	AOKX	65586	AOKX	65666
AOKX	65518	AOKX	65587	AOKX	65667
AOKX	65522	AOKX	65588	AOKX	65670
AOKX	65523	AOKX	65591	AOKX	65674
AOKX	65525	AOKX	65594	AOKX	65680
AOKX	65526	AOKX	65595	AOKX	65681
AOKX	65527	AOKX	65604	AOKX	65683
AOKX	65532	AOKX	65611	AOKX	65685
AOKX	65534	AOKX	65612	AOKX	65689
AOKX	65539	AOKX	65613	AOKX	65695
AOKX	65540	AOKX	65617	AOKX	65696
AOKX	65541	AOKX	65618	AOKX	65697
AOKX	65542	AOKX	65619	AOKX	65698
AOKX	65543	AOKX	65620	AOKX	65702
AOKX	65547	AOKX	65621	AOKX	65703
AOKX	65549	AOKX	65622	AOKX	65707
AOKX	65551	AOKX	65624		
AOKX	65553	AOKX	65625	Total	85 Cars
AOKX	65555	AOKX	65628		
AOKX	65558	AOKX	65631		
AOKX	65559	AOKX	65632		

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: February 26, 2016

Edward M. Luria

Edward M. Luria