

JULY 30 , 2014 12:45 PM

ALVORD AND ALVORD SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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July 30, 2014

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. 16 to Lease Agreement, dated as of April 23, 2014, 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: EOG Resources, Inc.
1111 Bagby, Sky Lobby 2
Houston, Texas 77002

Chief, Section of Administration
July 30, 2014
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A description of the railroad equipment covered by the enclosed document is:

75 covered hopper railcars within the series AOKX 498654 – AOKX 498786 as set forth in the attachment to the document.

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

Memorandum of Schedule No. 16 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,



Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF SCHEDULE NO. 16

TO LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC (“LESSOR”)

AND

EOG RESOURCES, INC. (“LESSEE”)

DATED: APRIL 23, 2014

Memorandum of Schedule No. 16 dated as of 23 April, 2014 and effective as of April 1, 2014, to a Lease Agreement made and entered into May 9, 2011 and effective October 1, 2010, and amended effective July 31, 2013, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and EOG Resources, Inc., a Delaware corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor, seventy-five (75) 3,250 c.f. capacity covered hopper railcars, bearing reporting marks and numbers as set forth on Exhibit A hereto.
2. Schedule No. 16 to the Lease Agreement shall be effective as of the date hereof, and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 16, as each may be amended from time to time.

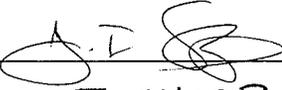
IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

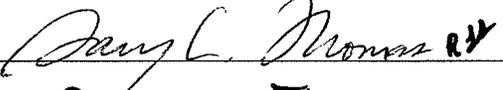
LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

EOG RESOURCES, INC.

BY: 

BY: 

NAME: JT SHARP

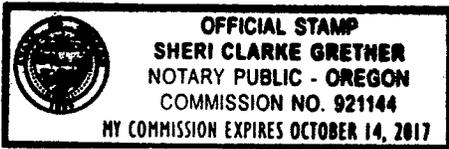
NAME: Gary L. Thomas

TITLE: PRESIDENT

TITLE: Chief operations Officer

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

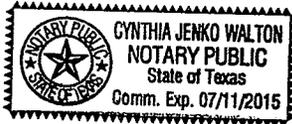
On this 29th day of April, 2014, before me personally appeared J. T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was ~~her~~ or his free act and deed.



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

STATE OF Texas)
) ss.
COUNTY OF Harris)

On this 23rd day of April, 2014, before me personally appeared Jerry L. Thomas, to me personally known, who being by me duly sworn, says that s/he is the COO of EOG Resources, Inc. and that the foregoing instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Cynthia Jenko Walton
NOTARY PUBLIC
My commission expires: 7/11/2015

EXHIBIT A

RAIL EQUIPMENT LIST

Mark	Number	Mark	Number	Mark	Number
AOKX	498654	AOKX	498683	AOKX	498726
AOKX	498656	AOKX	498684	AOKX	498727
AOKX	498657	AOKX	498685	AOKX	498729
AOKX	498658	AOKX	498686	AOKX	498730
AOKX	498659	AOKX	498687	AOKX	498733
AOKX	498660	AOKX	498688	AOKX	498734
AOKX	498661	AOKX	498689	AOKX	498736
AOKX	498662	AOKX	498690	AOKX	498737
AOKX	498664	AOKX	498691	AOKX	498738
AOKX	498665	AOKX	498709	AOKX	498739
AOKX	498666	AOKX	498710	AOKX	498740
AOKX	498667	AOKX	498711	AOKX	498742
AOKX	498668	AOKX	498712	AOKX	498743
AOKX	498669	AOKX	498713	AOKX	498744
AOKX	498671	AOKX	498714	AOKX	498745
AOKX	498672	AOKX	498715	AOKX	498746
AOKX	498673	AOKX	498717	AOKX	498747
AOKX	498674	AOKX	498718	AOKX	498748
AOKX	498675	AOKX	498719	AOKX	498749
AOKX	498676	AOKX	498720	AOKX	498750
AOKX	498677	AOKX	498721	AOKX	498751
AOKX	498678	AOKX	498722	AOKX	498774
AOKX	498679	AOKX	498723	AOKX	498783
AOKX	498681	AOKX	498724	AOKX	498784
AOKX	498682	AOKX	498725	AOKX	498786

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: 7/30/14

Edward M Luria
Edward M. Luria