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May 27, 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 May 26, 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. 6 previously filed with the Board under Recordation Number 31729.

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

Transferor:	Greenbrier Leasing Company LLC One Centerpointe Drive, Suite 200 Lake Oswego, OR 97035
Transferee:	FirstMerit Equipment Finance, Inc. 106 S. Main Street TOW 90/8th Floor Akron, OH 44333
[Lessee:	Halliburton Company 10200 Bellaire Blvd Houston, TX 77072]

Section Chief
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A description of the equipment covered by the enclosed document is:

200 covered hopper railcars: HWCX 9101 – HWCX 9302 (excluding
HWCX 9297 and HWCX 9299.

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 May 26, 2015, is between GREENBRIER LEASING COMPANY LLC, an Oregon limited liability company (“Greenbrier”), and FIRSTMERIT EQUIPMENT FINANCE, INC., a Ohio corporation (“FMEF”).

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

A. Greenbrier, as lessor, has leased covering two hundred (200) 3,250 c.f. capacity, 286,000 lbs. GRL, covered hopper railcars, with three (3) circular loading hatches and two low-profile discharge gates, marked and numbered HWCX 9101 through HWCX 9296, inclusive, HWCX 9298, HWCX 9300, HWCX 9301 and HWCX 9302 (the “Cars”) pursuant to that certain Lease Agreement dated as of June 1, 2014, and Schedule No. 6 thereto, dated as of January 2, 2015 (as amended, modified, extended, supplemented, restated and/or replaced from time to time, the “Lease”) to Halliburton Company.

B. A Memorandum of Lease was filed with respect to Schedule No. 6 with the U.S. Surface Transportation Board on May 13, 2015, under recordation number 31729.

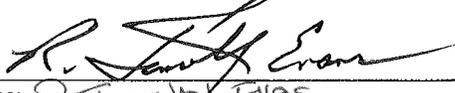
C. Greenbrier and FMEF are parties to that certain Assignment Agreement dated May 26, 2015, pursuant to which Greenbrier has assigned all of its right, title and interest under the Lease, as it pertains to periods on and after May 26, 2015, and the Cars, to FMEF.

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.

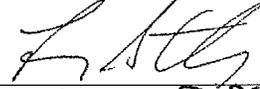
[The remainder of this page has been intentionally left blank.]

IN WITNESS WHEREOF, each party, pursuant to due authority, has caused this instrument to be signed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this instrument was the free act of the entity, that the foregoing is true and correct and that this instrument was executed on the date indicated below.

FIRSTMERIT EQUIPMENT FINANCE, INC.

By: 
Name: Timothy Elias
Title: President

GREENBRIER LEASING COMPANY LLC

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

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: May 27, 2015

Edward M. Luria

Edward M. Luria