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October 30, 2014

Ms. Cynthia T. Brown  
Chief of the Section of Administration, Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to §11301. This document is a Memorandum of Lease Agreement, a primary document dated as of October 24, 2014. We request that this document be given the next Recordation No.

The names and addresses of the parties to the Memorandum of Lease Agreement are as follows:

Lessor:

JPMorgan Chase Bank, N.A.  
1111 Polaris Parkway  
Columbus, OH 43240

Lessee:

Halliburton Energy Services, Inc.  
1700 S. Highway 81  
Duncan, OK 73534-0207

A description of the equipment covered by the Memorandum of Lease Agreement consists of 800 covered hopper cars numbered HWCX 7400-8199, inclusive.

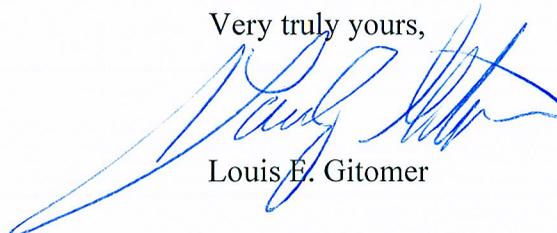
A fee of \$43.00 is enclosed. Please return a copy by email to:

Louis E. Gitomer  
600 Baltimore Avenue, Suite 301  
Towson, MD 21204  
Lou@lgraillaw.com

Ms. Cynthia T. Brown  
October 30, 2014  
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A short summary of the document to appear in the index as follows: a Memorandum of Lease Agreement dated as of October 24, 2014 between JPMorgan Chase Bank, N.A., 1111 Polaris Parkway, Columbus, OH 43240, and Halliburton Energy Services, Inc., 1700 S. Highway 81, Duncan, OK 73534-0207, covering 800 covered hopper cars numbered HWCX 7400-8199, inclusive.

Very truly yours,

A handwritten signature in blue ink, appearing to read "Louis E. Gitomer", is written over the typed name.

Louis E. Gitomer

Enclosure

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**MEMORANDUM OF LEASE AGREEMENT**

dated as of 10/24, 2014

between

JPMORGAN CHASE BANK, N.A.  
as Lessor,

and

HALLIBURTON ENERGY SERVICES, INC.  
as Lessee,

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of 10/24, 2014 by and between JPMORGAN CHASE BANK, N.A. ("Lessor"), 1111 Polaris Parkway, Suite A3 (OH1-1085), Columbus, OH 43240, and HALLIBURTON ENERGY SERVICES, INC. ("Lessee"), 10200 BELLAIRE BLVD, HOUSTON, TX 77072, with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto.
2. The Lease of the Railroad Equipment 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 between Lessor and Lessee.
3. This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

JPMORGAN CHASE BANK, N.A.

By: Mary T. Short  
Name: MARY T. SHORT  
Title: Authorized Officer

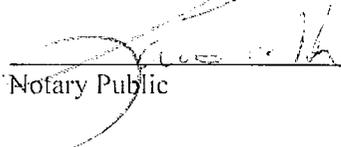
HALLIBURTON ENERGY SERVICES, INC.

By: Tim Wesbey  
Name: TIM WESBEY  
Title: D. Director

STATE OF OHIO )  
 ) ss.  
COUNTY OF DELAWARE )

On this 27<sup>th</sup> day of October, 2014, before me, Mary T. Short, the undersigned Notary Public, personally appeared Mary T. Short personally known to me to be the person who executed the within instrument as authorized officer on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

[Seal]

  
\_\_\_\_\_  
Notary Public

My commission expires:

10-24, 2016



Laura A. Noble  
Notary Public, State of Ohio  
My Commission Expires 10-24-2016

STATE OF Illinois )  
 ) ss.  
CITY OF Harriet )

On this 7<sup>th</sup> day of October 2014, before me, Susan R. King the undersigned Notary Public, personally appeared James M. King personally known to me to be the person who executed the within instrument as James M. King on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

[Seal]

Susan R. King  
Notary Public

My commission expires:

08-16-2017



**EXHIBIT NO. 1  
TO MEMORANDUM OF LEASE AGREEMENT**

**DESCRIPTION OF RAILCARS AND REPORTING MARKS**

Eight Hundred (800) 3281 Trinity c.f. Covered Hopper Rail cars numbered HWCX7400-HWCX8199 inclusive