

GREENBRIER
LEASING COMPANY LLC

Greenbrier Leasing Company LLC

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

April 1, 2014

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SURFACE TRANSPORTATION BOARD

VIA FEDERAL EXPRESS

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 are one (1) original and four (4) photocopies of a Memorandum of Schedule No. 14 dated as of March 6, 2014 and effective January 1, 2014, to Lease Agreement dated as of May 9, 2011, a primary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a check for \$44 payable to the order of the Surface Transportation Board covering the required recordation fee.

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, TX 77002

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

One hundred (100) 3,250 c.f. capacity covered hopper railcars, marked and numbered within the series AOKX 496480 to AOKX 497604, as more particularly set forth in the schedule attached to the document.

Please return stamped copies of the enclosed document not needed for your files to the undersigned.

Section Chief
Surface Transportation Board
April 1, 2014
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A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 14.

If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in cursive script, appearing to read "Sheri Grether".

Sheri Clarke Grether
Senior Paralegal

SCG:ms
Enclosures

cc: Edward M. Luria, Esq.

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF SCHEDULE NO. 14

TO LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

EOG RESOURCES, INC. ("LESSEE")

EFFECTIVE: JANUARY 1, 2014

Memorandum of Schedule No. 14 dated as of March 6, 2014 and effective as of January 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, one hundred fifty (150) 3,250 c.f. capacity covered hopper railcars, bearing reporting marks and numbers as set forth on Exhibit A hereto.
2. Schedule No. 14 to the Lease Agreement shall be effective as of January 1, 2014, and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 14, 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: JIM SHARP

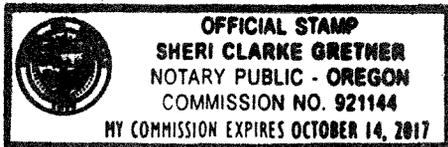
NAME: Gary L Thomas

TITLE: PRESIDENT

TITLE: Chief Operating Officer 

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 6th day of March, 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 Gretner
NOTARY PUBLIC
My commission expires: October 14, 2017

STATE OF Texas)
) ss.
COUNTY OF Harris)

On this 27th day of February, 2014, before me personally appeared Greg L Thomas, to me personally known, who being by me duly sworn, says that s/he is the Chief Operating Officer of EOC 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

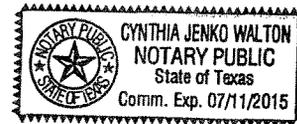


EXHIBIT A

RAIL EQUIPMENT LIST

Mark	Number	Mark	Number	Mark	Number	Mark	Number	Mark	Number
AOKX	496480	AOKX	496510	AOKX	496540	AOKX	496570	AOKX	497575
AOKX	496481	AOKX	496511	AOKX	496541	AOKX	496571	AOKX	497576
AOKX	496482	AOKX	496512	AOKX	496542	AOKX	496572	AOKX	497577
AOKX	496483	AOKX	496513	AOKX	496543	AOKX	496573	AOKX	497578
AOKX	496484	AOKX	496514	AOKX	496544	AOKX	496574	AOKX	497579
AOKX	496485	AOKX	496515	AOKX	496545	AOKX	496575	AOKX	497580
AOKX	496486	AOKX	496516	AOKX	496546	AOKX	496576	AOKX	497581
AOKX	496487	AOKX	496517	AOKX	496547	AOKX	496577	AOKX	497582
AOKX	496488	AOKX	496518	AOKX	496548	AOKX	496578	AOKX	497583
AOKX	496489	AOKX	496519	AOKX	496549	AOKX	496579	AOKX	497584
AOKX	496490	AOKX	496520	AOKX	496550	AOKX	496580	AOKX	497585
AOKX	496491	AOKX	496521	AOKX	496551	AOKX	496581	AOKX	497586
AOKX	496492	AOKX	496522	AOKX	496552	AOKX	496582	AOKX	497587
AOKX	496493	AOKX	496523	AOKX	496553	AOKX	496583	AOKX	497588
AOKX	496494	AOKX	496524	AOKX	496554	AOKX	496584	AOKX	497589
AOKX	496495	AOKX	496525	AOKX	496555	AOKX	496585	AOKX	497590
AOKX	496496	AOKX	496526	AOKX	496556	AOKX	496586	AOKX	497591
AOKX	496497	AOKX	496527	AOKX	496557	AOKX	496587	AOKX	497592
AOKX	496498	AOKX	496528	AOKX	496558	AOKX	496588	AOKX	497593
AOKX	496499	AOKX	496529	AOKX	496559	AOKX	496589	AOKX	497594
AOKX	496500	AOKX	496530	AOKX	496560	AOKX	496590	AOKX	497595
AOKX	496501	AOKX	496531	AOKX	496561	AOKX	496591	AOKX	497596
AOKX	496502	AOKX	496532	AOKX	496562	AOKX	496592	AOKX	497597
AOKX	496503	AOKX	496533	AOKX	496563	AOKX	497568	AOKX	497598
AOKX	496504	AOKX	496534	AOKX	496564	AOKX	497569	AOKX	497599
AOKX	496505	AOKX	496535	AOKX	496565	AOKX	497570	AOKX	497600
AOKX	496506	AOKX	496536	AOKX	496566	AOKX	497571	AOKX	497601
AOKX	496507	AOKX	496537	AOKX	496567	AOKX	497572	AOKX	497602
AOKX	496508	AOKX	496538	AOKX	496568	AOKX	497573	AOKX	497603
AOKX	496509	AOKX	496539	AOKX	496569	AOKX	497574	AOKX	497604
								Total	150 Cars