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November 18, 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 an Amendment to Memorandum of Lease Schedule No. 13, dated as of November 17, 2014 a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement Schedule No. 13 and amends the railcars covered thereby previously filed with the Board under Recordation Number 31661.

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:	CSX Transportation, Inc. 100 North Charles St. Baltimore, Maryland 21201

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

100 covered hopper railcars within the series CSXT 244000 – CSXT 244115 as set forth in the attachment to the document.

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

. Amendment to Memorandum of Lease Schedule No. 13

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,

A handwritten signature in blue ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

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*AMENDMENT DATED NOVEMBER 17, 2015*

*TO*

*MEMORANDUM OF LEASE SCHEDULE NO. 13*

*BETWEEN*

*GREENBRIER LEASING COMPANY ("LESSOR")*

*AND*

*CSX TRANSPORTATION, INC. ("LESSEE")*

*AS OF OCTOBER 1, 2014*

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This Amendment is dated as of November 17, 2015 to Memorandum of Lease made and entered into as of October 1, 2014 and recorded with the Surface Transportation Board on April 8, 2015 in Record Number 31661 by and between Greenbrier Leasing LLC, an Oregon limited liability company ("Lessor") and CSX Transportation, Inc., an Ohio corporation ("Lessee") (the "Lease Memorandum").

WHEREAS, Lessor and Lessee executed the Lease Memorandum describing the lease of one hundred (100) 3,250 cf covered hopper railcars, 286,000 lbs. GRL with three 30" circular loading hatches and 21" x 54" autolock, low-profile discharge gates, marked and numbered CSXT 244000 to CSXT 244099, inclusive (the "Cars").

WHEREAS, Lessor and Lessee wish to amend the Lease Memorandum to conform to an amendment to the underlying lease schedule, deleting the reference to Car marks and numbers CSXT 244000 to CSXT 244099, inclusive and replacing such reference with the Car marks and numbers as indicated on the attached Exhibit A railcar list.

NOW THEREFORE, Lessor and Lessee hereby amend the Lease Memorandum as follows:

1. Delete Paragraph 1 in its entirety and add a new Paragraph 1 as follows:

Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from the Lessor one hundred (100) 3,250 cf covered hopper railcars, 286,000 lbs. GRL with three 30" circular loading hatches and 21" x 54" autolock low-profile discharge gates, marked and numbered as indicated on Exhibit A attached hereto (the "Cars").

2. Affix to the Lease Memorandum Exhibit A annexed to this Amendment.

All other terms and conditions of the Lease Memorandum not specifically amended hereby shall remain in full force and effect.

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 effective on the date first above written.

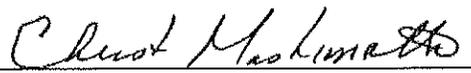
LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY, LLC

CSX TRANSPORTATION, INC.

BY: 

BY: 

NAME: Larry Stanley

NAME: CHRISTINE MASTROMATEO

TITLE: Senior Vice President

TITLE: MG&A Leasing + Treasury

EXHIBIT A  
Railcar List

Mark	Number	Mark	Number	Mark	Number	Mark	Number
CSXT	244000	CSXT	244029	CSXT	244057	CSXT	244083
CSXT	244001	CSXT	244030	CSXT	244059	CSXT	244084
CSXT	244003	CSXT	244031	CSXT	244060	CSXT	244085
CSXT	244004	CSXT	244032	CSXT	244061	CSXT	244086
CSXT	244005	CSXT	244033	CSXT	244062	CSXT	244087
CSXT	244006	CSXT	244034	CSXT	244063	CSXT	244088
CSXT	244007	CSXT	244035	CSXT	244064	CSXT	244089
CSXT	244009	CSXT	244036	CSXT	244065	CSXT	244090
CSXT	244011	CSXT	244037	CSXT	244066	CSXT	244091
CSXT	244012	CSXT	244038	CSXT	244067	CSXT	244092
CSXT	244013	CSXT	244039	CSXT	244068	CSXT	244093
CSXT	244014	CSXT	244041	CSXT	244069	CSXT	244094
CSXT	244015	CSXT	244042	CSXT	244070	CSXT	244095
CSXT	244016	CSXT	244043	CSXT	244071	CSXT	244096
CSXT	244017	CSXT	244044	CSXT	244072	CSXT	244097
CSXT	244018	CSXT	244045	CSXT	244073	CSXT	244099
CSXT	244019	CSXT	244046	CSXT	244074	CSXT	244101
CSXT	244020	CSXT	244047	CSXT	244075	CSXT	244104
CSXT	244021	CSXT	244048	CSXT	244076	CSXT	244106
CSXT	244022	CSXT	244049	CSXT	244077	CSXT	244108
CSXT	244023	CSXT	244051	CSXT	244078	CSXT	244109
CSXT	244024	CSXT	244053	CSXT	244079	CSXT	244110
CSXT	244025	CSXT	244054	CSXT	244080	CSXT	244112
CSXT	244026	CSXT	244055	CSXT	244081	CSXT	244114
CSXT	244027	CSXT	244056	CSXT	244082	CSXT	244115

100 Cars

**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: November 18, 2015

*Edward M Luria*

Edward M. Luria