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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

January 13, 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 Lease Schedule No. 1, dated as of August 1, 2013, 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 documents are:

Lessor:	Greenbrier Leasing Company LLC One Centerpointe Drive, Suite 200 Lake Oswego, OR 97035
Lessee:	Equistar Chemicals, LP 1221 McKinney Street, Suite 300 Houston, TX 77010

Section Chief
January 13, 2014
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A description of the railroad equipment covered by the enclosed document is:

50 covered hopper railcars: AOKX 90000 – AOKX 90049.

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

Memorandum of Lease Schedule No. 1.

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,

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

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

SCHEDULE NO. 1

This is a Memorandum of Schedule No. 1 dated August 1, 2013 to a Lease Agreement made and entered into as of August 1, 2013 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Equistar Chemicals, LP, a Delaware limited partnership ("Lessee").

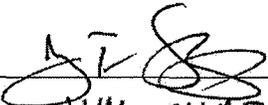
WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor fifty (50) newly built, 6,250 c.f., lined covered hopper railcars bearing reporting marks and numbers as indicated in the attached Rail Equipment List.
2. Schedule No. 1 to the Lease Agreement will be effective as of the date first set forth hereinabove and will remain in effect through the lease term, as described in the Lease Agreement and Schedule No. 1, 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:

GREENBRIER LEASING COMPANY LLC

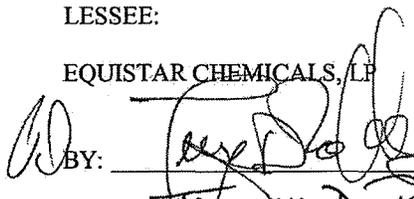
BY: 

NAME: JIM SHARP

TITLE: PRESIDENT

LESSEE:

EQUISTAR CHEMICALS, LP

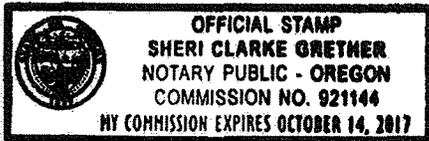
BY: 

NAME: TIMOTHY D. ROBERTS

TITLE: EXECUTIVE VICE PRESIDENT

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

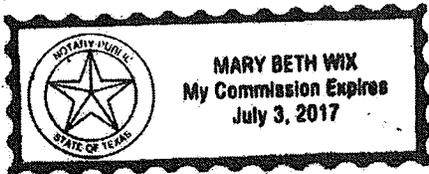
On this 10th day of January, ²⁰¹⁴~~2013~~, before me personally appeared J.T. Sharp, to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was ~~her~~ ^{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 6 day of JANUARY, ²⁰¹⁴~~2013~~, before me personally appeared Timothy D. Roberts, to me personally known, who being by me duly sworn, says that s/he is the EXEC VP of Equistar Chemicals, LP and that the foregoing instrument was signed on behalf of said organization, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Mary B. Wix
NOTARY PUBLIC
My commission expires: 7/3/2017

RAIL EQUIPMENT LIST

AOKX 90000 through AOKX 90049, inclusive.

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: 1/13/14

Edward M Luria
Edward M. Luria