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November 19, 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 November 19, 2014 a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 31662.

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

Assignor:	Greenbrier Leasing Company LLC One Centerpointe Drive, Suite 200 Lake Oswego, Oregon 97035
Assignee:	FirstMerit Equipment Finance, Inc. 106 S. Main Street TOW 90/8th Floor Akron, OH 44333
[Lessee:	CSX Transportation, Inc. 100 North Charles St. Baltimore, Maryland 21201]

Section Chief  
November 19, 2015  
Page 2

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

100 covered hopper railcars within the series CSXT 244002 – CSXT 244199 as set forth in the attachment to the document.

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 November 19, 2015, is between GREENBRIER LEASING COMPANY LLC, an Oregon limited liability company ("Greenbrier"), and FIRSTMERIT EQUIPMENT FINANCE, INC., an Ohio corporation ("FMEF").

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

A. Greenbrier, as lessor, has leased 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 244002 to CSXT 244199, non-inclusive and as set forth on Exhibit A hereto (the "Cars") pursuant to that certain Lease Agreement made as of January 1, 2008, and that certain Schedule No. 14 dated as of October 1, 2014 as amended by an amendment thereto dated November 17, 2015 (as amended, modified, extended, supplemented, restated and/or replaced from time to time, the "Lease") to CSX Transportation, Inc.

B. A Memorandum of Lease Agreement was filed with respect to Schedule No. 14 with the U.S. Surface Transportation Board on April 8, 2015, under recordation number 31662.

C. An Amendment to the Memorandum of Lease Agreement was filed with respect to the Lease with the Surface Transportation Board on November 18, 2015, under recordation number 31662-A.

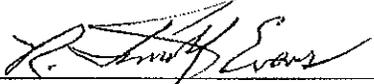
D. Greenbrier and FMEF are parties to that certain Assignment and Assumption Agreement dated as of November 19, 2015, pursuant to which Greenbrier has assigned all of its right, title and interest under the Lease, as it pertains to periods on and after November 19, 2015, and the Cars, to FMEF.

E. 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 effective as of the date first indicated above.

FIRSTMERIT EQUIPMENT FINANCE, INC.

By:   
Name: R. Timothy Evans  
Title: President

GREENBRIER LEASING COMPANY LLC

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

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 effective as of the date first indicated above.

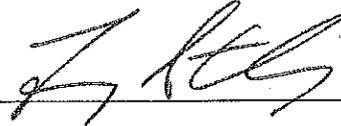
FIRSTMERIT EQUIPMENT FINANCE, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

GREENBRIER LEASING COMPANY LLC

By:  \_\_\_\_\_

Name: Larry Stanley

Title: Senior Vice President

EXHIBIT A  
RAIL CAR LIST

Mark	Number	Mark	Number	Mark	Number	Mark	Number
CSXT	244002	CSXT	244125	CSXT	244150	CSXT	244175
CSXT	244008	CSXT	244126	CSXT	244151	CSXT	244176
CSXT	244010	CSXT	244127	CSXT	244152	CSXT	244177
CSXT	244028	CSXT	244128	CSXT	244153	CSXT	244178
CSXT	244040	CSXT	244129	CSXT	244154	CSXT	244179
CSXT	244050	CSXT	244130	CSXT	244155	CSXT	244180
CSXT	244052	CSXT	244131	CSXT	244156	CSXT	244181
CSXT	244058	CSXT	244132	CSXT	244157	CSXT	244182
CSXT	244098	CSXT	244133	CSXT	244158	CSXT	244183
CSXT	244100	CSXT	244134	CSXT	244159	CSXT	244184
CSXT	244102	CSXT	244135	CSXT	244160	CSXT	244185
CSXT	244103	CSXT	244136	CSXT	244161	CSXT	244186
CSXT	244105	CSXT	244137	CSXT	244162	CSXT	244187
CSXT	244107	CSXT	244138	CSXT	244163	CSXT	244188
CSXT	244111	CSXT	244139	CSXT	244164	CSXT	244189
CSXT	244113	CSXT	244140	CSXT	244165	CSXT	244190
CSXT	244116	CSXT	244141	CSXT	244166	CSXT	244191
CSXT	244117	CSXT	244142	CSXT	244167	CSXT	244192
CSXT	244118	CSXT	244143	CSXT	244168	CSXT	244193
CSXT	244119	CSXT	244144	CSXT	244169	CSXT	244194
CSXT	244120	CSXT	244145	CSXT	244170	CSXT	244195
CSXT	244121	CSXT	244146	CSXT	244171	CSXT	244196
CSXT	244122	CSXT	244147	CSXT	244172	CSXT	244197
CSXT	244123	CSXT	244148	CSXT	244173	CSXT	244198
CSXT	244124	CSXT	244149	CSXT	244174	CSXT	244199

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 19, 2015

*Edward M. Luria*

\_\_\_\_\_  
Edward M. Luria