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

September 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 Memorandum of Assignment, dated as of September 18, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Schedule No. 11 previously filed with the Board under Recordation Number 31888.

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:	Citizens Asset Finance, Inc. 480 Jefferson Blvd. Warwick, RI 02886
Lessee	[Halliburton Company 10200 Bellaire Blvd Houston, TX 77072]

Section Chief
September 18, 2015
Page 2

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

100 covered hopper railcars within the series HWCX 10083 – HWCX 10368 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 September 18, 2015, is between GREENBRIER LEASING COMPANY LLC, an Oregon limited liability company ("**Greenbrier**"), and CITIZENS ASSET FINANCE, INC., a New York corporation ("**CAF**").

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

A. Greenbrier, as lessor, has leased certain railroad cars more particularly described in Exhibit A attached hereto (the "**Cars**") pursuant to that certain Lease Agreement made as of June 1, 2014 and that certain Schedule No. 11 thereto dated as of January 2, 2015 (as amended, modified, extended, supplemented, restated and/or replaced from time to time, the "**Lease**") to Halliburton Company.

B. A Memorandum of Lease was filed with respect to Schedule No. 11 with the U.S. Surface Transportation Board on August 26, 2015, under recordation number 31888.

C. Greenbrier and CAF are parties to that certain Assignment Agreement dated September 11, 2015 (the "**Closing Date**"), pursuant to which Greenbrier has assigned all of its right, title and interest under the Lease, as it pertains to periods on and after the Closing Date, and the Cars, to CAF.

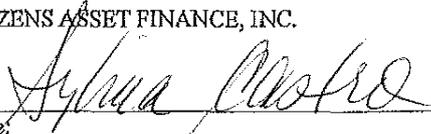
D. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both 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, the parties have caused this Memorandum to be executed as of the first date herein above written.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CAF by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CAF. I further declare under penalty of perjury that the foregoing is true and correct.

CITIZENS ASSET FINANCE, INC.

By: 
Name: _____
Title: **Sylvia Castro**
Assistant Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of Greenbrier by authority of its Manager and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Greenbrier. I further declare under penalty of perjury that the foregoing is true and correct.

GREENBRIER LEASING COMPANY LLC

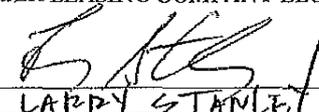
By: 
Name: LARRY STANLEY
Title: SVP

EXHIBIT A

RAILCARS

One hundred (100) 3,250 cubic foot capacity, 286,000 lbs. GRL covered hopper railcars with three (3) circular loading hatches and two low profile discharge gates marked and numbered as follows:

Mark	Number	Mark	Number	Mark	Number
HWCX	10083	HWCX	10286	HWCX	10321
HWCX	10224	HWCX	10287	HWCX	10322
HWCX	10232	HWCX	10288	HWCX	10323
HWCX	10239	HWCX	10289	HWCX	10324
HWCX	10249	HWCX	10290	HWCX	10327
HWCX	10256	HWCX	10291	HWCX	10328
HWCX	10257	HWCX	10293	HWCX	10329
HWCX	10259	HWCX	10295	HWCX	10331
HWCX	10260	HWCX	10296	HWCX	10332
HWCX	10261	HWCX	10297	HWCX	10333
HWCX	10262	HWCX	10298	HWCX	10334
HWCX	10263	HWCX	10299	HWCX	10335
HWCX	10264	HWCX	10300	HWCX	10336
HWCX	10265	HWCX	10301	HWCX	10337
HWCX	10266	HWCX	10302	HWCX	10338
HWCX	10267	HWCX	10303	HWCX	10339
HWCX	10268	HWCX	10304	HWCX	10340
HWCX	10269	HWCX	10305	HWCX	10341
HWCX	10270	HWCX	10306	HWCX	10342
HWCX	10271	HWCX	10307	HWCX	10343
HWCX	10272	HWCX	10308	HWCX	10344
HWCX	10273	HWCX	10309	HWCX	10350
HWCX	10274	HWCX	10310	HWCX	10352
HWCX	10275	HWCX	10311	HWCX	10354
HWCX	10276	HWCX	10312	HWCX	10356
HWCX	10277	HWCX	10313	HWCX	10359
HWCX	10278	HWCX	10314	HWCX	10360
HWCX	10279	HWCX	10315	HWCX	10361
HWCX	10280	HWCX	10316	HWCX	10362
HWCX	10281	HWCX	10317	HWCX	10363
HWCX	10282	HWCX	10318	HWCX	10364
HWCX	10283	HWCX	10319	HWCX	10365
HWCX	10284	HWCX	10320	HWCX	10368
HWCX	10285				

Total: 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: September 18, 2015

Edward M. Luria

Edward M. Luria