

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 13, 2012

RECORDATION NO. 30169 FILED

APR 16 '12 -3 51 PM

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 two (2) originals and three (3) photocopies of a Memorandum of Lease Agreement dated March 14, 2012 for Schedule No. 1 dated March 14, 2012, 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 \$41 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: Seacor Energy, Inc.
11200 Richmond Avenue, Suite 400
Houston, TX 77082

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

Seventy-five (75) new 30,000 gallon, non-coiled, non-insulated, 263,000 GRW stub sill tank railcars, marked and numbered GBRX 700000 through GBRX 700074.

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

Section Chief
Surface Transportation Board
April 13, 2012
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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. 1.

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

Sincerely,

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

Sheri Clarke Grether
Senior Paralegal

SCG:ms
Enclosures

cc: Edward M. Luria, Esq.

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~~STATE OF MISSISSIPPI~~

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

SEACOR ENERGY, INC. ("LESSEE")

MARCH 14, 2012

SCHEDULE NO. 1

MARCH 14, 2012

Memorandum of Schedule No. 1 dated as of March 14, 2012 to a Lease Agreement made and entered into as of March 14, 2012 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company, ("Lessor") and Seacor Energy, Inc., a Delaware corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor seventy-five (75) new 30,000 gallon, non-coiled, non-insulated "condensate" tank railcars, bearing marks and numbers as follows: GBRX 700000 through GBRX 700074, inclusive.
2. Schedule No. 1 to the Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to 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.

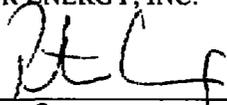
LESSOR:

LESSEE:

GREENBRIER LEASING COMPANY LLC

SEACOR ENERGY, INC.

BY: 

BY: 

NAME: W. F. Sharp

NAME: Peter Lovell

TITLE: _____

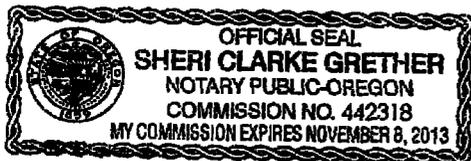
President

TITLE: _____

PRESIDENT

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

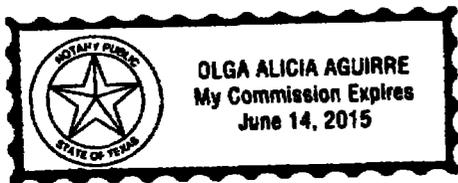
On this 5th day of April, 2012, before me personally appeared J. T. Sharp, to me personally known, who being by me duly sworn, says that ~~s/he~~ is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and ~~s/he~~ acknowledged that the execution of the said instrument was ~~her or~~ his free act and deed.



Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: November 8, 2013

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

On this 3rd day of APRIL, 2012, before me personally appeared _____, PETER COXON, to me personally known, who being by me duly sworn, says that s/he is the PRESIDENT of Seacor Energy, 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.



Olga Alicia Aguirre
NOTARY PUBLIC
My commission expires: 6/14/15