

GREENBRIER
LEASING COMPANY LLC

Greenbrier Leasing Company LLC

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

November 8, 2012

RECORDATION NO. 30517 FILED

NOV 13 '12 -1 07 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 three (3) originals and two (2) photocopies of a Memorandum of Schedule No. 2 dated as of February 1, 2012 to Lease Agreement dated as of February 1, 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 \$42 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: Eighty-Eight Oil LLC
455 N. Poplar
Casper, WY 82604

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

One hundred (100) 30,000 gallon, non-coiled, non-insulated tank railcars,
bearing marks and numbers GBRX 700300 through GBRX 700399, inclusive.

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

A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Agreement for Schedule No. 2.

Section Chief
Surface Transportation Board
November 8, 2012
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If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink that reads "Sheri Grether". The signature is written in a cursive style with a large initial "S".

Sheri Clarke Grether
Senior Paralegal

SCG:ms
Enclosures

cc: Edward M. Luria, Esq.

NOV 13 '12 -1 07 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF SCHEDULE NO. 2
TO LEASE AGREEMENT
BETWEEN
GREENBRIER LEASING COMPANY LLC ("LESSOR")
AND
EIGHTY-EIGHT OIL LLC ("LESSEE")

FEBRUARY 1, 2012

Memorandum of Schedule No. 2 dated February 1, 2012 to a Lease Agreement made and entered into as of February 1, 2012, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and Eighty-Eight Oil LLC, a Wyoming limited liability company ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor, one hundred (100) 30,000 gallon, non-coiled, non-insulated tank railcars, bearing marks and numbers as follows: GBRX 700300 through GBRX 700399, inclusive.
2. Schedule No. 2 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. 2, 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.

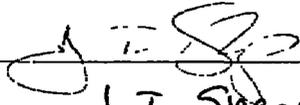
LESSOR:

GREENBRIER LEASING COMPANY LLC

BY: _____

NAME: _____

TITLE: _____


J.T. Sharp
President

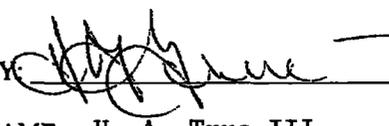
LESSEE:

EIGHTY-EIGHT OIL LLC

BY: _____

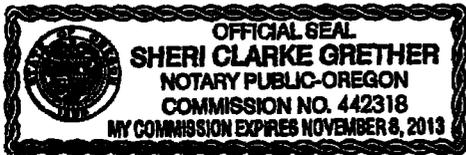
NAME: _____

TITLE: _____


H. A. True III
Trustee, H.A. True III Trust, Member

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 29th day of October, 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 WYOMING)
) ss.
COUNTY OF NATRONA)

On this 26th day of October, 2012, before me personally appeared H. A. True III, to me personally known, who being by me duly sworn, says that s/he is the Member of Eighty-Eight Oil 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.

Linda Koch
NOTARY PUBLIC
My commission expires: 05/24/15

