

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. 38170 FILED

APR 16 '12 -3 59 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 as of December 29, 2011, effective December 8, 2010, for Schedule No. 4 dated as of December 29, 2011, effective December 8, 2010. 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: EOG Resources, Inc.
31 Broad Oaks Drive
Houston, TX 77056

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

Two hundred (200) 3.250 c.f. capacity cement covered hopper railcars, bearing AOK and AOKX marks, and numbered as more particularly set forth in the schedule attached to the document.

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. 4.

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

Sincerely,

A handwritten signature in black ink, appearing to read "Sheri Grether". The signature is fluid and cursive, with a large initial "S" and "G".

Sheri Clarke Grether
Senior Paralegal

SCG:ms
Enclosures

cc: Edward M. Luria, Esq.

RECORDATION NO. 30170 FILED

APR 16 '12 -3 59 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

EOG RESOURCES, INC. ("LESSEE")

DECEMBER 29, 2011

SCHEDULE NO. 4

DECEMBER 29, 2011
EFFECTIVE DECEMBER 8, 2010

Memorandum of Schedule No. 4 dated as of December 29, 2011 and effective as of December 8, 2010, to a Lease Agreement made and entered into May 9, 2011 and effective October 1, 2010, by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and EOG Resources, Inc., a Delaware corporation ("Lessee").

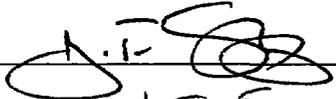
WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor two hundred fifty (250) newly built, 3,250 c.f. capacity cement covered hopper railcars, bearing reporting marks and numbers as set forth on Exhibit A hereto.
2. Schedule No. 4 to the Lease Agreement shall be effective as of December 8, 2010, and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 4, 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

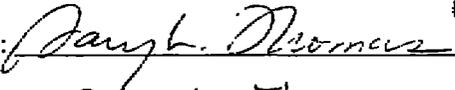
BY: 

NAME: J.T. Sharp

TITLE: President

LESSEE:

EOG RESOURCES, INC.

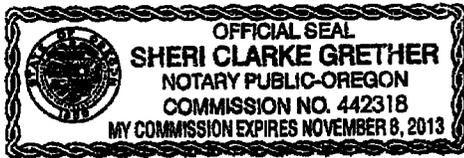
BY:  ^{RLT}

NAME: Gary L. Thomas

TITLE: Chief Operating Officer
JCO

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

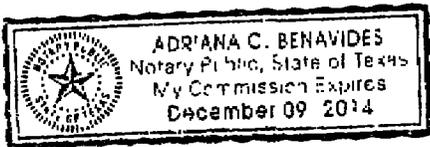
On this 3rd day of January, ²⁰¹² 2011, before me personally appeared J.T. Sharp to me personally known, who being by me duly sworn, says that s/he is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the 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 29th day of December, 2011, before me personally appeared GARY L. THOMAS to me personally known, who being by me duly sworn, says that s/he is the CHIEF OPERATING OFFICER of EOG Resources, 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.



Adriana C. Benavides
NOTARY PUBLIC
My commission expires: 12/9/14

EXHIBIT A
RAILCAR LIST

Mark	Number	Mark	Number	Mark	Number
AOK	492931	AOKX	494615	AOKX	494649
AOK	492987	AOKX	494616	AOKX	495052
AOK	494201	AOKX	494617	AOKX	495090
AOK	494222	AOKX	494618	AOKX	495091
AOK	494252	AOKX	494619	AOKX	495092
AOK	494341	AOKX	494620	AOKX	495093
AOK	494342	AOKX	494621	AOKX	495094
AOK	494343	AOKX	494622	AOKX	495095
AOK	494356	AOKX	494623	AOKX	495096
AOK	494366	AOKX	494624	AOKX	495097
AOKX	494208	AOKX	494625	AOKX	495098
AOKX	494210	AOKX	494626	AOKX	495099
AOKX	494214	AOKX	494627	AOKX	495100
AOKX	494227	AOKX	494628	AOKX	495101
AOKX	494229	AOKX	494629	AOKX	495102
AOKX	494250	AOKX	494630	AOKX	495103
AOKX	494293	AOKX	494631	AOKX	495104
AOKX	494299	AOKX	494632	AOKX	495105
AOKX	494315	AOKX	494633	AOKX	495106
AOKX	494600	AOKX	494634	AOKX	495107
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AOKX	494608	AOKX	494642	AOKX	495115
AOKX	494609	AOKX	494643	AOKX	495116
AOKX	494610	AOKX	494644	AOKX	495117
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AOKX	494613	AOKX	494647	AOKX	495120
AOKX	494614	AOKX	494648	AOKX	495121

[list continues on following page]

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AOKX	495125	AOKX	495175	AOKX	495225
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AOKX	495141	AOKX	495191	AOKX	495241
AOKX	495142	AOKX	495192	AOKX	495242
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AOKX	495148	AOKX	495198	AOKX	495248
AOKX	495149	AOKX	495199	AOKX	495249
AOKX	495150	AOKX	495200	AOKX	495250
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AOKX	495154	AOKX	495204	AOKX	495254
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AOKX	495156	AOKX	495206	AOKX	495256
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AOKX	495158	AOKX	495208	AOKX	495258
AOKX	495159	AOKX	495209	AOKX	495259
AOKX	495160	AOKX	495210	AOKX	495260
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AOKX	495163	AOKX	495213	AOKX	495263
AOKX	495164	AOKX	495214	AOKX	495264
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AOKX	495166	AOKX	495216	AOKX	495266
AOKX	495167	AOKX	495217	AOKX	495267
AOKX	495168	AOKX	495218	AOKX	495268
AOKX	495169	AOKX	495219	AOKX	495269
AOKX	495170	AOKX	495220		
AOKX	495171	AOKX	495221	Total	250 Cars