

RECORDATION NO 30170-A FILED
May 29, 2012 03:40 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

May 29, 2012

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 Amended and Restated Memorandum of Schedule No. 4 to Lease Agreement, dated as of May 4, 2012 but effective December 8, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement for Schedule No. 4 previously filed with the board under Recordation Number 30170.

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 W Broad Oaks Drive
Houston, TX 77056

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

250 railcars within the series AOK 492931 – AOK 494366 and AOKX 494208 – AOKX 495474 as more particularly set forth in the attachment to the document.

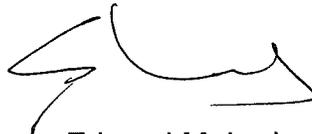
A short summary of the document to appear in the index is:

Amended and Restated Memorandum of Schedule No. 4 to Lease Agreement.

Also enclosed is a check in the amount of \$41.00 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

*AMENDED AND RESTATED
MEMORANDUM OF SCHEDULE NO. 4*

TO LEASE AGREEMENT

BETWEEN

GREENBRIER LEASING COMPANY LLC ("LESSOR")

AND

EOG RESOURCES, INC. ("LESSEE")

*DATED: MAY 4, 2012
EFFECTIVE: DECEMBER 8, 2010*

This Amended and Restated Memorandum of Schedule No. 4 dated as of May 4, 2012 and effective as of December 8, 2010, to a Lease Agreement made and entered into May 9, 2011 and effective October 1, 2010, is by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and EOG Resources, Inc., a Delaware corporation ("Lessee"), and supersedes and replaces that certain Memorandum of Lease for Schedule No. 4 dated December 29, 2011 and effective December 8, 2010.

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:  R.S.D.

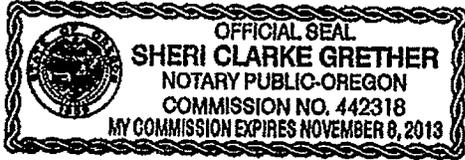
NAME: Gary L. Thomas

TITLE: COO

PT

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

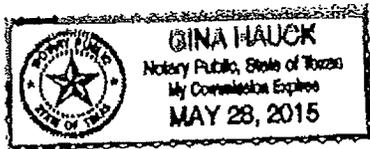
On this 29th day of May, 2012, before me personally appeared J. T. Sharp,
to me personally known, who being by me duly sworn, says that s/he is the President of
Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and
s/he acknowledged that the execution 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 29 day of MAY, 2012, before me personally appeared _____
GARY L THOMAS, to me personally known, who being by me duly sworn, says that s/he is the
CEO 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.



Gina Hauck
NOTARY PUBLIC
My commission expires: 5-28-2015

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 |
| AOKX | 494601 | AOKX | 494635 | AOKX | 495108 |
| AOKX | 494602 | AOKX | 494636 | AOKX | 495109 |
| AOKX | 494603 | AOKX | 494637 | AOKX | 495110 |
| AOKX | 494604 | AOKX | 494638 | AOKX | 495111 |
| AOKX | 494605 | AOKX | 494639 | AOKX | 495112 |
| AOKX | 494606 | AOKX | 494640 | AOKX | 495113 |
| AOKX | 494607 | AOKX | 494641 | AOKX | 495114 |
| AOKX | 494608 | AOKX | 494642 | AOKX | 495115 |
| AOKX | 494609 | AOKX | 494643 | AOKX | 495116 |
| AOKX | 494610 | AOKX | 494644 | AOKX | 495117 |
| AOKX | 494611 | AOKX | 494645 | AOKX | 495118 |
| AOKX | 494612 | AOKX | 494646 | AOKX | 495119 |
| AOKX | 494613 | AOKX | 494647 | AOKX | 495120 |
| AOKX | 494614 | AOKX | 494648 | AOKX | 495121 |

[list continues on following page]

| Mark | Number | Mark | Number | Mark | Number |
|------|--------|------|--------|-------|----------|
| AOKX | 495122 | AOKX | 495172 | AOKX | 495223 |
| AOKX | 495123 | AOKX | 495173 | AOKX | 495224 |
| AOKX | 495124 | AOKX | 495174 | AOKX | 495225 |
| AOKX | 495125 | AOKX | 495175 | AOKX | 495226 |
| AOKX | 495126 | AOKX | 495176 | AOKX | 495227 |
| AOKX | 495127 | AOKX | 495177 | AOKX | 495228 |
| AOKX | 495128 | AOKX | 495178 | AOKX | 495229 |
| AOKX | 495129 | AOKX | 495179 | AOKX | 495230 |
| AOKX | 495130 | AOKX | 495180 | AOKX | 495231 |
| AOKX | 495131 | AOKX | 495181 | AOKX | 495232 |
| AOKX | 495132 | AOKX | 495182 | AOKX | 495233 |
| AOKX | 495133 | AOKX | 495183 | AOKX | 495234 |
| AOKX | 495134 | AOKX | 495184 | AOKX | 495235 |
| AOKX | 495135 | AOKX | 495185 | AOKX | 495236 |
| AOKX | 495136 | AOKX | 495186 | AOKX | 495237 |
| AOKX | 495137 | AOKX | 495187 | AOKX | 495238 |
| AOKX | 495138 | AOKX | 495189 | AOKX | 495239 |
| AOKX | 495139 | AOKX | 495190 | AOKX | 495240 |
| AOKX | 495140 | AOKX | 495191 | AOKX | 495241 |
| AOKX | 495141 | AOKX | 495192 | AOKX | 495242 |
| AOKX | 495142 | AOKX | 495193 | AOKX | 495243 |
| AOKX | 495143 | AOKX | 495194 | AOKX | 495244 |
| AOKX | 495144 | AOKX | 495195 | AOKX | 495245 |
| AOKX | 495145 | AOKX | 495196 | AOKX | 495246 |
| AOKX | 495146 | AOKX | 495197 | AOKX | 495247 |
| AOKX | 495147 | AOKX | 495198 | AOKX | 495248 |
| AOKX | 495148 | AOKX | 495199 | AOKX | 495249 |
| AOKX | 495149 | AOKX | 495200 | AOKX | 495250 |
| AOKX | 495150 | AOKX | 495201 | AOKX | 495251 |
| AOKX | 495151 | AOKX | 495202 | AOKX | 495252 |
| AOKX | 495152 | AOKX | 495203 | AOKX | 495253 |
| AOKX | 495153 | AOKX | 495204 | AOKX | 495254 |
| AOKX | 495154 | AOKX | 495205 | AOKX | 495255 |
| AOKX | 495155 | AOKX | 495206 | AOKX | 495256 |
| AOKX | 495156 | AOKX | 495207 | AOKX | 495257 |
| AOKX | 495157 | AOKX | 495208 | AOKX | 495258 |
| AOKX | 495158 | AOKX | 495209 | AOKX | 495259 |
| AOKX | 495159 | AOKX | 495210 | AOKX | 495260 |
| AOKX | 495160 | AOKX | 495211 | AOKX | 495261 |
| AOKX | 495161 | AOKX | 495212 | AOKX | 495263 |
| AOKX | 495162 | AOKX | 495213 | AOKX | 495264 |
| AOKX | 495163 | AOKX | 495214 | AOKX | 495265 |
| AOKX | 495164 | AOKX | 495215 | AOKX | 495266 |
| AOKX | 495165 | AOKX | 495216 | AOKX | 495470 |
| AOKX | 495166 | AOKX | 495217 | AOKX | 495471 |
| AOKX | 495167 | AOKX | 495218 | AOKX | 495472 |
| AOKX | 495168 | AOKX | 495219 | AOKX | 495473 |
| AOKX | 495169 | AOKX | 495220 | AOKX | 495474 |
| AOKX | 495170 | AOKX | 495221 | | |
| AOKX | 495171 | AOKX | 495222 | Total | 250 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: 5/29/12

Edward M Luria
Edward M. Luria