

***GREENBRIER***  
***LEASING COMPANY LLC***

Greenbrier Leasing Company LLC

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

August 29, 2012

RECORDATION NO. 30362 FILED

AUG 31 12 -3 55 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. 7 dated as of March 28, 2012 to Lease Agreement dated as of May 9, 2011. 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: 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, marked and numbered within the series AOKX 495270 to AOKX 495917, 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  
August 29, 2012  
Page 2

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

Memorandum of Lease Agreement for Schedule No. 7

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 written in a cursive style with a large initial "S".

Sheri Clarke Grether  
Senior Paralegal

SCG:ms  
Enclosures

cc: Edward M. Luria, Esq.

AUG 31 '12 -3 55 PM

~~SURFACE TRANSPORTATION BOARD~~

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***MEMORANDUM OF SCHEDULE NO. 7***

***TO LEASE AGREEMENT***

***BETWEEN***

***GREENBRIER LEASING COMPANY LLC ("LESSOR")***

***AND***

***EOG RESOURCES, INC. ("LESSEE")***

***DATED: MARCH 28, 2012***

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Memorandum of Schedule No. 7 dated as of March 28, 2012, 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 (200) 3,250 c.f. capacity covered hopper railcars, bearing reporting marks and numbers as set forth on Exhibit A hereto
2. Schedule No 7 to the Lease Agreement shall be effective as of March 28, 2012, and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 7, 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

EOG RESOURCES, INC

BY:   
NAME: J.T. Shar

BY:   
NAME: TIM WERNICKE

TITLE: President

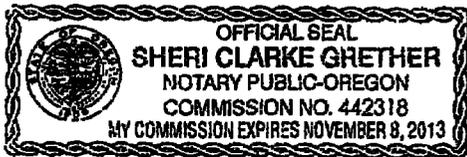
TITLE: GENERAL MANAGER

G:\LEASE\2012\EOG SCHED 7 200 HOPPERS 032812 V1 docx

*PKL*

STATE OF OREGON )  
 ) ss.  
COUNTY OF CLACKAMAS )

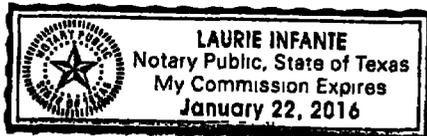
On this 30<sup>th</sup> day of April, 2012, before me personally appeared J. T. Sharp  
President, to me personally known, who being by me duly sworn, says that s/he is the  
signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his  
free act and deed



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

STATE OF Texas )  
 ) ss.  
COUNTY OF Tarrant )

On this 26<sup>th</sup> day of April, 2012, before me personally appeared Tim Wainorke  
General Manager, to me personally known, who being by me duly sworn, says that s/he is the  
behalf of said corporation, and s/he acknowledged that the execution of the said instrument was her or his free act  
and deed



Laurie Infante  
NOTARY PUBLIC  
My commission expires. 1/22/16

**EXHIBIT A**

**RAIL EQUIPMENT LIST**

<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>
AOKX	495270	AOKX	495324	AOKX	495390
AOKX	495271	AOKX	495325	AOKX	495391
AOKX	495272	AOKX	495326	AOKX	495392
AOKX	495273	AOKX	495329	AOKX	495393
AOKX	495275	AOKX	495330	AOKX	495394
AOKX	495276	AOKX	495335	AOKX	495395
AOKX	495277	AOKX	495337	AOKX	495396
AOKX	495278	AOKX	495340	AOKX	495397
AOKX	495283	AOKX	495350	AOKX	495398
AOKX	495284	AOKX	495352	AOKX	495399
AOKX	495285	AOKX	495358	AOKX	495400
AOKX	495287	AOKX	495363	AOKX	495401
AOKX	495288	AOKX	495364	AOKX	495402
AOKX	495289	AOKX	495367	AOKX	495405
AOKX	495290	AOKX	495368	AOKX	495406
AOKX	495291	AOKX	495370	AOKX	495407
AOKX	495292	AOKX	495371	AOKX	495408
AOKX	495294	AOKX	495372	AOKX	495409
AOKX	495295	AOKX	495373	AOKX	495410
AOKX	495298	AOKX	495374	AOKX	495411
AOKX	495301	AOKX	495375	AOKX	495412
AOKX	495305	AOKX	495376	AOKX	495413
AOKX	495307	AOKX	495377	AOKX	495414
AOKX	495308	AOKX	495378	AOKX	495415
AOKX	495309	AOKX	495379	AOKX	495416
AOKX	495310	AOKX	495380	AOKX	495417
AOKX	495312	AOKX	495381	AOKX	495418
AOKX	495315	AOKX	495382	AOKX	495419
AOKX	495316	AOKX	495383	AOKX	495420
AOKX	495317	AOKX	495384	AOKX	495421
AOKX	495318	AOKX	495385	AOKX	495422
AOKX	495319	AOKX	495386	AOKX	495423
AOKX	495320	AOKX	495387	AOKX	495424
AOKX	495321	AOKX	495388	AOKX	495425
AOKX	495323	AOKX	495389	AOKX	495426

[list continues on following page]

<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>	<b>Mark</b>	<b>Number</b>
AOKX	495427	AOKX	495466	AOKX	495656
AOKX	495428	AOKX	495469	AOKX	495657
AOKX	495429	AOKX	495571	AOKX	495658
AOKX	495430	AOKX	495572	AOKX	495659
AOKX	495431	AOKX	495583	AOKX	495660
AOKX	495432	AOKX	495590	AOKX	495661
AOKX	495433	AOKX	495593	AOKX	495662
AOKX	495434	AOKX	495600	AOKX	495663
AOKX	495435	AOKX	495612	AOKX	495664
AOKX	495436	AOKX	495613	AOKX	495665
AOKX	495437	AOKX	495627	AOKX	495666
AOKX	495438	AOKX	495629	AOKX	495667
AOKX	495439	AOKX	495631	AOKX	495668
AOKX	495440	AOKX	495633	AOKX	495669
AOKX	495441	AOKX	495635	AOKX	495673
AOKX	495443	AOKX	495636	AOKX	495674
AOKX	495444	AOKX	495637	AOKX	495676
AOKX	495445	AOKX	495638	AOKX	495680
AOKX	495446	AOKX	495639	AOKX	495683
AOKX	495447	AOKX	495640	AOKX	495687
AOKX	495448	AOKX	495641	AOKX	495902
AOKX	495449	AOKX	495642	AOKX	495912
AOKX	495450	AOKX	495643	AOKX	495915
AOKX	495451	AOKX	495644	AOKX	495916
AOKX	495452	AOKX	495645	AOKX	495917
AOKX	495453	AOKX	495646		
AOKX	495454	AOKX	495647	<b>Total</b>	<b>200 Cars</b>
AOKX	495455	AOKX	495648		
AOKX	495456	AOKX	495649		
AOKX	495458	AOKX	495650		
AOKX	495461	AOKX	495651		
AOKX	495462	AOKX	495652		
AOKX	495463	AOKX	495653		
AOKX	495464	AOKX	495654		
AOKX	495465	AOKX	495655		