

RECORDATION NO. 30941 FILED
September 30, 2013 5:15 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

September 30, 2013

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 a Memorandum of Schedule #14 to Full Service Master Lease Agreement, effective as of December 8, 2011, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor:	Midwest Railcar Corporation 4949 Autumn Oaks Drive, Suite B Maryville, Illinois 620629
Lessee:	Baker Hughes Oilfield Operations, Inc. 1625 Broadway # 1300 Denver, CO 80202

Chief
Section of Administration
September 30, 2013
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A description of the railroad equipment covered by the enclosed document is:

100 railcars: AEX 27001 – AEX 27100.

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

Memorandum of Schedule #14 to Full Service Master Lease Agreement.

Also enclosed is a check in the amount of \$42.00 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

MIDWEST RAILCAR CORPORATION

**MEMORANDUM OF SCHEDULE #14 TO
FULL SERVICE MASTER LEASE AGREEMENT**

between

MIDWEST RAILCAR CORPORATION

as Lessor

and

BAKER HUGHES OILFIELD OPERATIONS, INC.

as Lessee

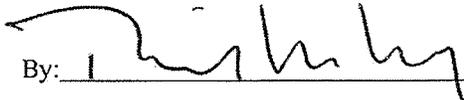
MEMORANDUM OF SCHEDULE #14 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #14 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of December 8, 2011, by and between MIDWEST RAILCAR CORPORATION, an Illinois Corporation ("Lessor"), and BAKER HUGHES OILFIELD OPERATIONS, INC., a California Corporation, successor by merger to BJ SERVICES COMPANY, U.S.A. ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #14 dated December 8, 2011 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of March 1, 2010 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #14.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #14 to Full Service Master Lease Agreement to be executed as of the date first above written.

MIDWEST RAILCAR CORPORATION
Lessor

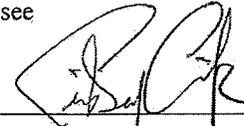
By: 

Printed
Name: Richard M. Murphy

Title: President & CEO

Date: 12/13/11

BAKER HUGHES OILFIELD OPERATIONS, INC.
Lessee

By:  *AMBS*

Printed
Name: Lindsay Link

Title: Vice President

Date: 12/12/11

STATE OF Illinois, COUNTY OF Madison, TO WIT:

On this 13th day of December, 2011 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on December 13, 2011 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Karyn F. Ward
Notary Public

[Notarial Seal]

My commission expires: 5/13/14



STATE OF TEXAS, COUNTY OF HARRIS, TO WIT:

On this 12 day of December, 2011 before me appeared, Lindsay Link, to me personally known, who being by me duly sworn, says that he is a Vice President, of BAKER HUGHES OILFIELD OPERATIONS, INC., a California Corporation, that said instrument was signed on December, 2011 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Barbara Funderburg
Notary Public

[Notarial Seal]

My commission expires: 06/04/13

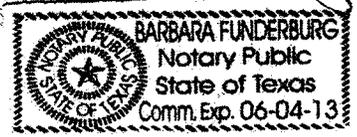


EXHIBIT A
Description of Railcars

One Hundred (100) Railcars with the following reporting marks and numbers:

AEX 027001 to AEX 027100, Inclusive

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:

9/30/17

Edward M Luria

Edward M. Luria