

RECORDATION NO 30892-A FILED
August 13, 2013 02:35 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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August 13, 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 Lease, dated as of July 31, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease being filed with the Board under Recordation Number 30892.

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

Lessor: First Financial Equipment Finance, LLC
255 East 5th Street, Suite 800
Cincinnati, Ohio 45202

Lessee: The Andersons, Inc.
480 West Dussell Drive
Maumee, Ohio 43537]

Section Chief
August 13, 2013
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A description of the railroad equipment covered by the enclosed document is:

39 covered hopper cars: CCLX 095000 – CCLX 095038.

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

Memorandum of Lease.

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,

A handwritten signature in black ink, appearing to read "Edward M. Luria".

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 31st day of July 2013, by and between **First Financial Equipment Finance, LLC**, an Ohio limited liability company, having its principal place of business at First Financial Center, 255 East 5th Street, Suite 800, Cincinnati, OH 45202 (hereinafter "Lessor") and **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Railcar Net Leasing Agreement dated December 16, 2003 by and between Citicorp Railmark, Inc. and Corn Products International, Inc., now known as Ingredion Incorporated (the "Master Lease") and Railcar Net Leasing Agreement Rider Deal #R02098 to the Master Lease dated June 5, 2013 and commences August 1, 2013 (the "Rider"), by and between The Andersons, Inc. and Corn Products International, Inc., now known as Ingredion Incorporated, and whereby Lessor leases to Lessee thirty-nine (3) covered hoppers bearing railroad reporting marks as noted on attached **Exhibit A**.
2. The parties desire to execute this Memorandum of Lease for purposes of memorializing of record the Master Lease Agreement and Schedule contemplated hereby.
3. This Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Memorandum of Lease.

[Signature Page to Follow

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessor

FIRST FINANCIAL EQUIPMENT FINANCE, LLC

Witness: Jennifer Barrett
Name: Jennifer Barrett

By: [Signature]
Name: Steven Ucard
Title: VP
Date: 7/31/13

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessee. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessee

THE ANDERSONS, INC.

Witness: Rockwell D. Fox
Name: Rockwell D. Fox

By: Catherine Shelnick
Name: Catherine Shelnick
Title: Assistant Treasurer, Short-Term Funding
Date: 7/31/13

EXHIBIT A
Car List
Thirty-Nine (39) Covered Hoppers

1	CCLX095000
2	CCLX095001
3	CCLX095002
4	CCLX095003
5	CCLX095004
6	CCLX095005
7	CCLX095006
8	CCLX095007
9	CCLX095008
10	CCLX095009
11	CCLX095010
12	CCLX095011
13	CCLX095012
14	CCLX095013
15	CCLX095014
16	CCLX095015
17	CCLX095016
18	CCLX095017
19	CCLX095018
20	CCLX095019
21	CCLX095020
22	CCLX095021
23	CCLX095022
24	CCLX095023
25	CCLX095024
26	CCLX095025
27	CCLX095026
28	CCLX095027
29	CCLX095028
30	CCLX095029
31	CCLX095030
32	CCLX095031
33	CCLX095032

34	CCLX095033
35	CCLX095034
36	CCLX095035
37	CCLX095036
38	CCLX095037
39	CCLX095038

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: 8-13-13

Edward M Luria
Edward M. Luria