

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

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

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 Collateral Assignment Agreement, 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 documents being filed with the Board under Recordation Number 30892.

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

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

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

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 Collateral Assignment 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

MEMORANDUM OF
COLLATERAL ASSIGNMENT AGREEMENT

This MEMORANDUM OF COLLATERAL ASSIGNMENT AGREEMENT ("Assignment") made and entered into as of this 31st day of July, 2013, by and between The Andersons, Inc., an Ohio corporation ("Assignor") and First Financial Equipment Finance, LLC, an Ohio limited liability company ("Assignee").

WITNESSTH

1. Assignor has agreed to assign to Assignee that certain Rider, Deal #R02098 to Railcar Net Leasing Agreement dated June 5, 2013, and commences August 1, 2013 to Rail Car Net Leasing Agreement ("Lease") dated December 16, 2003, both by and between The Andersons, Inc. ("Lessor") and Corn Products International, Inc., now known as, Ingredion Incorporated ("Lessee") for the Thirty-Nine (39) Covered Hoppers bearing the railroad reporting markings set forth on Exhibit A attached hereto.
2. This Assignment shall be effective as of the date set forth below and shall be subject to the Lease Term, as defined in the Lease.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed and delivered by their duly authorized representatives as of the date set forth above, and shall be effective as of August 1, 2013.

The Andersons, Inc.

By: Catherine Shelnick
Catherine Shelnick

Title: Assistant Treasurer, Short-Term Funding

First Financial Equipment Finance, LLC

By: [Signature]

Title: VP

IN WITNESS WHEREOF, the parties have executed or caused this Assignment to be executed as of the day and year first written above.

ASSIGNOR: The Andersons, Inc.

By: Catherine Shelnick
Catherine Shelnick

Title: Assistant Treasurer, Short-Term Funding

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Catherine Shelnick, Assistant Treasurer, Short-Term Funding of The Andersons, Inc., an Ohio corporation, who acknowledged that she being thereunto duly authorized, did sign the foregoing instrument in behalf of said company and by authority of its Board of Directors on behalf of the company and that the same is the free act and deed of said officer and of said company.

In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio this 31st day of July 2013.

Rachel D. Fox
Notary Public



RACHELL D. FOX
NOTARY PUBLIC - OHIO
MY COMMISSION EXPIRES 02-26-2018

ASSIGNEE: First Financial Equipment Finance, LLC

By: *[Signature]*

Title: _____

STATE OF OHIO)
COUNTY OF HAMILTON) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Steven Liardi of First Financial Equipment Finance, LLC, an Ohio limited liability company, who acknowledged that s/he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Cincinnati, Ohio this 3rd day of July 2013.



[Signature]
Notary Public

JERRI SOUTHERLAND
Notary Public, State of Ohio
My Commission Expires Oct. 28, 2016

EXHIBIT A
EQUIPMENT

- 1 CCLX095000
- 2 CCLX095001
- 3 CCLX095002
- 4 CCLX095003
- 5 CCLX095004
- 6 CCLX095005
- 7 CCLX095006
- 8 CCLX095007
- 9 CCLX095008
- 10 CCLX095009
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- 35 CCLX095034
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- 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