

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

LOUIS E. GITOMER
Lou@lgraillaw.com

MELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2225

600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
(410) 296-2250 • (202) 466-6532
FAX (410) 332-0885

August 26, 2013

Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a primary document, dated as of August 1, 2013. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

GATX Rail Locomotive Group, L.L.C.
580 California Street, Suite 1100
San Francisco, CA 94104

Lessee:

Archer Daniels Midland Company, dba ADM Grain Company
300 Enterprise Street
Mound City, IL 62963

A description of the equipment covered by the Memorandum of Lease Agreement consists of one SW1500 locomotive numbered GMTX 163 and one SW 1001 locomotive numbered GMTX 67.

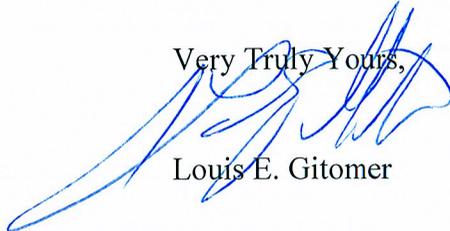
Ms. Cynthia T. Brown
August 26, 2013
Page 2

A fee of \$42.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between GATX Rail Locomotive Group, L.L.C., 580 California Street, Suite 1100, San Francisco, CA 94104, and Archer Daniels Midland Company, dba ADM Grain Company, 300 Enterprise Street, Mound City, IL 62963, covering one SW1500 locomotive numbered GMTX 163 and one SW 1001 locomotive numbered GMTX 67.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

dated as of August 1, 2013

between

GATX RAIL LOCOMOTIVE GROUP, L.L.C.,

as Lessor,

and

ARCHER DANIELS MIDLAND COMPANY dba ADM GRAIN COMPANY

as Lessee,

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of August 1, 2013, between GATX RAIL LOCOMOTIVE GROUP, L.L.C. ("Lessor"), 222 W. Adams Street, Chicago, IL 60606-5314, and ARCHER DANIELS MIDLAND COMPANY dba ADM GRAIN COMPANY ("Lessee"), 300 Enterprise Street, Mound City, IL, with reference to the following:

1. Pursuant to that certain Locomotive Lease Agreement dated August 1, 2013, between Lessor and Lessee (the "Lease"), Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, one SW1500 locomotive with road number GMTX 163 (the "Temporary Unit") and one SW1001 locomotive with road number GMTX 67 (the "Permanent Unit") and GMTX .
2. The Lease is effective as of August 1, 2013 and as of such date the Units are subject to all terms and conditions of the Lease.
3. This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

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

GATX RAIL LOCOMOTIVE GROUP, L.L.C.,
as Lessor

By: Eileen Raphael
Name: Eileen Raphael
Title: Vice President, Business Operations

ARCHER DANIELS MIDLAND COMPANY dba
ADM GRAIN COMPANY
as Lessee

By: Jeffrey J. Becker
Name: JEFFREY J. BECKER
Title: VICE PRESIDENT, OPERATIONS

State of Illinois
County of Macon

This instrument was acknowledged before me on 23 AUG 2013 (date) by

JEFFREY J. BECKER (name/s of person/s.)

Deborah A. Burris
(Signature of Notary Public)



STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO)

On August 20, 2013, before me, Nicholette Maris, Notary Public, personally appeared Eileen Raphael, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal.

Nicholette Maris
Notary Public
My Commission expires: May 17, 2015

