

RECORDATION NO 30449-B FILED
September 26, 2013 11:10 AM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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September 26, 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 October 31, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 30449.

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

Lessor: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue South, Suite 700
Minneapolis, MN 55402

Lessee: The Andersons, Inc.
480 West Dussel Drive
Maumee, OH 43537

Chief
Section of Administration
September 26, 2013
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A description of the railroad equipment covered by the enclosed document is:

102 gondola railcars: RMGX 350, RMGX 351 and within the series ANGX 2042 – ANGX 2093, RMGX 4213 – RMGX 4298 and RMGX 9200 - RMGX 9311.

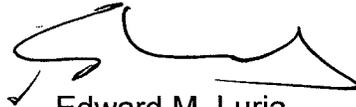
A short summary of the document to appear in the index is:

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', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 31st day of October, 2012, by and between **Wells Fargo Equipment Finance, Inc.**, a Minnesota corporation, having its principal place of business at Investors Building, Suite 700, 733 Marquette Avenue, Minneapolis, MN 55402 (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 Full Service Lease Agreement (the "Master Lease"), between NARCAT LLC and AK Steel Company dated June 19, 2009, which was subsequently assigned to The Andersons, Inc., and Full Service Lease Agreement Rider, Deal #R01965 (the "Rider"), whereby Lessor leases to Lessee one hundred two (102) gondola cars 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

WELLS FARGO EQUIPMENT FINANCE, INC.

Witness: Jeanne E. Samuelson

Name: Jeanne E. Samuelson

By: Kathleen Hatella

Name: Kathleen Hatella

Title: Vice President

Date: 10-31-12

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: Rhett D. Fox

Name: Rhett D. Fox

By: Nicholas C. Conrad

Name: Nicholas C. Conrad

Title: Vice President, Finance & Treasurer

Date: 10/31/12

EXHIBIT A
Car List

One Hundred Two (102) Gondolas

1	RMGX000350	35	ANGX002079	69	RMGX009224
2	ANGX002042	36	ANGX002081	70	RMGX009225
3	RMGX004298	37	ANGX002083	71	RMGX009226
4	RMGX000351	38	ANGX002084	72	RMGX009227
5	ANGX002043	39	ANGX002085	73	RMGX009228
6	ANGX002044	40	ANGX002086	74	RMGX009229
7	ANGX002045	41	ANGX002087	75	RMGX009230
8	ANGX002046	42	ANGX002090	76	RMGX009231
9	ANGX002047	43	ANGX002091	77	RMGX009232
10	ANGX002049	44	ANGX002093	78	RMGX009233
11	ANGX002050	45	RMGX009200	79	RMGX004213
12	ANGX002051	46	RMGX009201	80	RMGX004215
13	ANGX002052	47	RMGX009202	81	RMGX004236
14	ANGX002053	48	RMGX009203	82	RMGX004246
15	ANGX002054	49	RMGX009204	83	RMGX004247
16	ANGX002055	50	RMGX009205	84	RMGX004224
17	ANGX002056	51	RMGX009206	85	RMGX004249
18	ANGX002057	52	RMGX009207	86	RMGX004235
19	ANGX002058	53	RMGX009208	87	RMGX004248
20	ANGX002059	54	RMGX009209	88	RMGX004226
21	ANGX002060	55	RMGX009210	89	RMGX004228
22	ANGX002061	56	RMGX009211	90	RMGX004286
23	ANGX002062	57	RMGX009212	91	RMGX009300
24	ANGX002064	58	RMGX009213	92	RMGX009301
25	ANGX002066	59	RMGX009214	93	RMGX009302
26	ANGX002067	60	RMGX009215	94	RMGX009303
27	ANGX002068	61	RMGX009216	95	RMGX009304
28	ANGX002070	62	RMGX009217	96	RMGX009305
29	ANGX002071	63	RMGX009218	97	RMGX009306
30	ANGX002072	64	RMGX009219	98	RMGX009307
31	ANGX002073	65	RMGX009220	99	RMGX009308
32	ANGX002074	66	RMGX009221	100	RMGX009309
33	ANGX002076	67	RMGX009222	101	RMGX009310
34	ANGX002078	68	RMGX009223	102	RMGX009311

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: 9/26/13

Edward M Luria
Edward M. Luria