

RECORDATION NO 30768-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 May 29, 2013, 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 30768.

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:

44 covered hopper railcars: AEX 015169 – AEX 015212, inclusive.

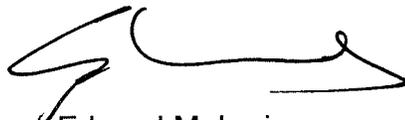
A short summary of the document to appear in the index is:

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,



Edward M. Luria

EML/sem
Enclosures

380511

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 29th day of May, 2013, 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 General Electric Railcar Services Corporation Car Leasing Agreement 791101 (the "Master Lease"), between General Electric Railcar Services Corporation and J.R. Simplot Company dated July 12, 1985, and General Electric Railcar Services Corporation Car Leasing Agreement 791101, Rider No. 23 Renewal No. 1, Deal #R01911 (the "Rider"), whereby Lessor leases to Lessee forty-four (44) 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

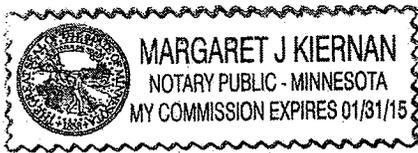
I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the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

Lessor

WELLS FARGO EQUIPMENT FINANCE, INC.

Witness: 
Name: Margaret Kiernan

By: 
Name: Suzanne M. Plaster
Sr. Contract Administrator
Title: _____
Date: _____



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: 
Name: Rachelle D. Fox

By: 
Name: Nicholas C. Conrad
Title: Vice President, Finance & Treasurer
Date: 5/29/13

EXHIBIT A

Car List

Forty-Four (44) Gondolas

1 AEX 015169	23 AEX 015191
2 AEX 015170	24 AEX 015192
3 AEX 015171	25 AEX 015193
4 AEX 015172	26 AEX 015194
5 AEX 015173	27 AEX 015195
6 AEX 015174	28 AEX 015196
7 AEX 015175	29 AEX 015197
8 AEX 015176	30 AEX 015198
9 AEX 015177	31 AEX 015199
10 AEX 015178	32 AEX 015200
11 AEX 015179	33 AEX 015201
12 AEX 015180	34 AEX 015202
13 AEX 015181	35 AEX 015203
14 AEX 015182	36 AEX 015204
15 AEX 015183	37 AEX 015205
16 AEX 015184	38 AEX 015206
17 AEX 015185	39 AEX 015207
18 AEX 015186	40 AEX 015208
19 AEX 015187	41 AEX 015209
20 AEX 015188	42 AEX 015210
21 AEX 015189	43 AEX 015211
22 AEX 015190	44 AEX 015212

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