

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.  
20036  
—  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

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

September 30, 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 Assignment of Railcar Lease, dated as of July 16, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Schedule #14 to Full Service Master Lease Agreement being filed with the Board under Recordation Number 30941.

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

Assignor:	Midwest Railcar Corporation 4949 Autumn Oaks Drive, Suite B Maryville, Illinois 620629
Assignee:	The Andersons, Inc. 480 West Dussel Drive Maumee, OH 43537

Chief  
Section of Administration  
September 30, 2013  
Page 2

A description of the railroad equipment covered by the enclosed document is:

100 railcars: AEX 27001 – AEX 27100.

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

Memorandum of Assignment of Railcar Lease.

Also enclosed is a check in the amount of \$44.00 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 ASSIGNMENT OF RAILCAR LEASE**  
(Surface Transportation Board)

THIS MEMORANDUM OF ASSIGNMENT OF RAILCAR LEASE (this "Memorandum") dated as of July 16, 2012 is between MIDWEST RAILCAR CORPORATION (the "Assignor") and THE ANDERSONS, INC. (the "Assignee").

The parties to this Memorandum hereby acknowledge and confirm the following:

A. The Assignor, as lessor, has leased to Baker Hughes Oilfield Operations, Inc., successor to BJ Services Company U.S.A., as lessee (the "Lessee"), one-hundred (100) 3250 c.f., 286K GRL Covered Hopper cars, identified on **Schedule 1** attached hereto (the "Railcars") under that certain Schedule #14 dated December 8, 2011, by and between Assignor, as lessor, and Lessee, as lessee, as amended, to the Full Service Master Lease Agreement dated as of March 1, 2010 by and between Assignor, as successor lessor and Lessee (collectively, as amended, the "Lease").

B. The Assignor, as assignor, and the Assignee, as assignee, are parties to that certain Assignment of Lessor's Interest in Lease, dated as of even date herewith, pursuant to which the Assignor as assigned to the Assignee the rights of "Lessor" under the Lease. The terms of the assignment are more particularly set forth in the above-referenced Assignment of Lessor's Interest in the Lease.

C. The parties hereto wish to show for public record this Memorandum and accordingly have caused this Memorandum to be executed by their officers thereunto duly authorized, as of the date first above written. This Memorandum may be executed in counterparts, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

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

MIDWEST RAILCAR CORPORATION  
as Assignor

By:   
Richard M. Folio  
Executive Vice President & CFO

STATE OF MARYLAND     )  
  ) SS:  
CITY OF BALTIMORE     )

The foregoing Memorandum of Assignment of Railcar Lease was acknowledged before me, the undersigned Notary Public, in the City of Baltimore this 13<sup>th</sup> day of July, 2012 by Richard M. Folio, as the Executive Vice President & CFO of Midwest Railcar Corporation, an Illinois corporation.

  
Notary Public

My commission expires: 7/8/14

[Notarial Seal]     HENRYKA W. GRYC CRAIG  
NOTARY PUBLIC STATE OF MARYLAND  
County of Baltimore  
My Commission Expires ~~September 20, 2005~~  
7/8/14

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

THE ANDERSONS, INC.

("Assignee")

By: *Rasesh H. Shah* (SEAL)  
Rasesh H. Shah  
President, Rail Group

STATE OF OHIO)

) SS:

COUNTY OF LUCAS)

The foregoing Memorandum of Assignment of Railcar Lease was acknowledged before me, the undersigned Notary Public, in the County of LUCAS this 16<sup>th</sup> day of July, 2012 by Rasesh H. Shah, as the President, Rail Group of THE ANDERSONS, INC., an Ohio corporation.

My commission expires: \_\_\_\_\_

[Notarial Seal]



*Julie Ann Dibble*  
Notary Public  
**JULIE ANN DIBBLE**  
Notary Public, State of Ohio  
Commission Expires 09-23-2015

**SCHEDULE I**  
to Memorandum of Assignment

**DESCRIPTION OF RAILCARS**

One-Hundred (100) railcars bearing the following reporting marks and numbers:

AEX 027001 to AEX 027100, Inclusive

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: 9/30/17

Edward M Luria  
Edward M. Luria