

RECORDATION NO. 30150 FILED
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SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

March 30, 2012

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 August 17, 2011, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor:	The Andersons, Inc. 480 West Dussel Drive Maumee, Ohio 43537
Lessee:	Bunge North America, Inc. 11720 Borman Drive St. Louis, Missouri 63146

Chief
Section of Administration
March 30, 2012
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A description of the railroad equipment covered by the enclosed document is:

23 boxcars: ANGX 002135, ANGX 002238, ANGX 002239, BAEX 000216, BAEX 000223, BAEX 000749, BAEX 000750, BAEX 000752, BAEX 000753, BAEX 000754, BAEX 000755, BAEX 000756, BAEX 000757, BAEX 000758, BAEX 000787, BAEX 000788, BAEX 000789, BAEX 000791, BAEX 000793, BAEX 000794, BAEX 000796, BAEX 000797, BAEX 000798

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

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 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 LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 17th day of August, 2011, by and between **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, Ohio 43537 (hereinafter "Lessor") and **Bunge North America, Inc.**, a New York corporation, having its principal place of business at 11720 Borman Drive, St. Louis, Missouri 63146-1000 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement #200101-BNA dated April 2, 2002 and made effective as of September 21, 2001 (the "Master Lease"), and Rider #200101-BNAR33, Deal #R01824 dated effective as of August 1, 2011 (the "Schedule"), whereby Lessor leases to Lessee twenty-three (23) railcars 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 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 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

BUNGE NORTH AMERICA, INC.

Witness: *Harry D Young*
Printed
Name: Harry D Young

By: *Darrell R Wallace*
Printed
Name: Darrell R. Wallace

Title: Vice President, Transportation

Date: 08/17/2011

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

THE ANDERSONS, INC.

Witness: *Julie A Dibble*
Printed
Name: Julie A Dibble

By: *Rasesh H. Shah*
Printed
Name: Rasesh H. Shah

Title: President, Rail Group

Date: 8/22/2011

EXHIBIT A

**Car List
Twenty-Three (23) Boxcars**

1	ANGX002135
2	ANGX002238
3	ANGX002239
4	BAEX000216
5	BAEX000223
6	BAEX000749
7	BAEX000750
8	BAEX000752
9	BAEX000753
10	BAEX000754
11	BAEX000755
12	BAEX000756
13	BAEX000757
14	BAEX000758
15	BAEX000787
16	BAEX000788
17	BAEX000789
18	BAEX000791
19	BAEX000793
20	BAEX000794
21	BAEX000796
22	BAEX000797
23	BAEX000798

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: 3/30/12

Edward M Luria
Edward M. Luria