

RECORDATION NO 30834-B FILED  
July 10, 2013 04:10 PM  
SURFACE TRANSPORTATION BOARD

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](mailto:alvordlaw@aol.com)

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

July 10, 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 Subleases, dated as of July 10, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents being filed with the Board under Recordation Number 30834.

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

Lessor/Assignee: The Huntington National Bank  
105 East 4<sup>th</sup> Street  
Cincinnati, OH 43537

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

Section Chief  
July 10, 2013  
Page 2

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

40 tank railcars: TAEX 000660 – TAEX 000699, inclusive.

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

Memorandum of Assignment of Subleases.

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 "E. Luria", with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

July 10, 2013 04:10 PM

**MEMORANDUM OF ASSIGNMENT OF SUBLEASES** SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF ASSIGNMENT OF SUBLEASES is effective as of July 10, 2013, by and between THE ANDERSONS, INC., an Ohio corporation, ("Lessee"), and THE HUNTINGTON NATIONAL BANK, a national banking association, ("Lessor"), with reference to the following:

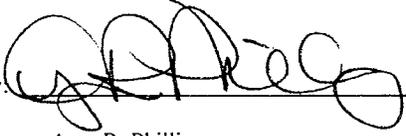
Lessee, as lessee, Lessor, as lessor, are parties to that certain Subleasing Consent and Amendment, dated as of July 10, 2013 (the "Collateral Assignment") whereby Lessee has pledged, assigned, transferred and granted to Lessor, a continuing, first priority security interest in any and all Lease Agreements (as defined in the Collateral Assignment and as more fully set forth on Schedule I hereto) to the extent the same relate to the railcars described in Schedule I hereto (the "Units"), together with all proceeds thereof, including proceeds in the form of goods, accounts, chattel paper, documents, instruments, general intangibles, investment property, deposit accounts, letter of credit rights and supporting obligations, and all books and records solely regarding the leasing or subleasing of the Units under the Agreement (as defined in the Collateral Assignment).

[signatures appear on next page]



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

**THE HUNTINGTON NATIONAL BANK**

By: 

Name: Amy R. Phillips

Title: Assistant Vice President

STATE OF OHIO )  
 ) SS:  
COUNTY OF FRANKLIN )

On this 10 day of July, 2013, before me the subscriber, Jessica J. Gourash, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Amy R. Phillips, to me personally known, who stated and acknowledged that he/she is the Assistant Vice President of The Huntington National Bank, a national banking association, and duly authorized by authority of the Board of Directors or By-laws of said association in his/her capacity as such officer to execute and acknowledge this document for and in the name and on behalf of said association and further stated and acknowledged that he/she has so signed, executed and delivered this document as the free and voluntary act and deed of said association, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 10 day of July, 2013.

  
(Notary Signature)

My commission expires:

\_\_\_\_\_



JESSICA J. GOURASH  
Notary Public, State of Ohio  
My Comm. Expires 01-03-2016

**SCHEDULE I  
TO  
MEMORANDUM OF ASSIGNMENT OF SUBLEASES**

**CARS:**

Forty (40) 2008 23,570 - 23,740 gallon UTLX Corp. built tank cars bearing car marks:

1	TAEX000660	21	TAEX000680
2	TAEX000661	22	TAEX000681
3	TAEX000662	23	TAEX000682
4	TAEX000663	24	TAEX000683
5	TAEX000664	25	TAEX000684
6	TAEX000665	26	TAEX000685
7	TAEX000666	27	TAEX000686
8	TAEX000667	28	TAEX000687
9	TAEX000668	29	TAEX000688
10	TAEX000669	30	TAEX000689
11	TAEX000670	31	TAEX000690
12	TAEX000671	32	TAEX000691
13	TAEX000672	33	TAEX000692
14	TAEX000673	34	TAEX000693
15	TAEX000674	35	TAEX000694
16	TAEX000675	36	TAEX000695
17	TAEX000676	37	TAEX000696
18	TAEX000677	38	TAEX000697
19	TAEX000678	39	TAEX000698
20	TAEX000679	40	TAEX000699

**LEASES:**

Full Service Lease Agreement Rider (Deal #N01650) dated October 8, 2010 to that Full Service Lease Agreement dated October 8, 2010 between The Andersons, Inc. and Agridyne, L.L.C.

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: 7/10/13

Edward M Luria  
Edward M. Luria