

RECORDATION NO 30885 FILED
August 06, 2013 05:20 PM
SURFACE TRANSPORTATION BOARD
ALVORD AND ALVORD

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ELIAS C. ALVORD (1942)
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August 6, 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 July 22, 2013, 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: Macquarie Rail Inc.
1 North Wacker Drive, 9th Floor
Chicago, IL 60606

Lessee: Archer-Daniels-Midland Company
4666 Faries Parkway
Decatur, IL 62526

Section Chief
August 6, 2013
Page 2

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

30 covered hopper railcars: MQRX 90001 – MQRX 90030.

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

**MEMORANDUM OF LEASE
BETWEEN
MACQUARIE RAIL INC.
("LESSOR")**

AND

**ARCHER DANIELS MIDLAND COMPANY
("LESSEE")**

July 22 2013

THIS MEMORANDUM OF LEASE is dated as of 7-22, 2013 by and between MACQUARIE RAIL INC., a Delaware corporation, ("*Lessor*") and ARCHER DANIELS MIDLAND COMPANY, an Arkansas corporation ("*Lessee*").

1. Lessor has agreed to furnish to Lessee, and Lessee has agreed to lease from Lessor thirty (30) 5,660 cubic foot capacity pressure differential covered hoppers built by Thrall in 2000 (286,000 lbs. GRL) (each, a "*Car*") bearing marks and numbers as follows:
MQRX 90001 through MQRX 90030 (inclusive)
2. The Lease will be effective as of the date of this Memorandum and will be subject to the lease term, as described in the Lease.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective officers as of the date and year first above written.

Lessor: MACQUARIE RAIL INC.

I, Harry Cauder (name of signor), certify that I am the Co-President of Macquarie Rail Inc., that the instrument was signed and sealed on behalf of the corporation by authority of its managers and/or members (as appropriate, and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the company. I further declare (certify, verify or state) under penalty of perjury ("under the laws of the United States of America" if executed outside the United States of America) that the foregoing is true and correct. Executed on the date indicated below.

By: [Signature]
Title: Co-President
Date: 8/6/2013

Lessor: MACQUARIE RAIL INC.

I, Mark Brecht (name of signor), certify that I am the Co-President of Macquarie Rail Inc., that the instrument was signed and sealed on behalf of the corporation by authority of its managers and/or members (as appropriate, and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the company. I further declare (certify, verify or state) under penalty of perjury ("under the laws of the United States of America" if executed outside the United States of America) that the foregoing is true and correct. Executed on the date indicated below.

By: [Signature]
Title: Co-President
Date: 8-6-2013

Lessee: ARCHER DANIELS MIDLAND COMPANY

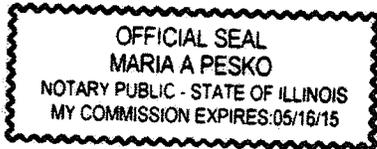
I, Eric Hansen (name of signor), certify that I am the Director, Energy & Fleet Mgmt (title of office) of ARCHER DANIELS MIDLAND COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that the instrument was signed and sealed on behalf of the corporation 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 the corporation. I further declare (certify, verify or state) under penalty of perjury ("under the laws of the United States of America" if executed outside the United States of America) that the foregoing is true and correct. Executed on date indicated below.

By: [Signature]
Title: Director - Energy & Fleet Mgmt
Date: 7-27-13

STATE OF ILLINOIS

COUNTY OF COOK

On this 6 day of August, 2013, before me personally appeared Henry Gauder, to me personally known, who being by me duly sworn, says that he is the Co-President of Macquarie Rail Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



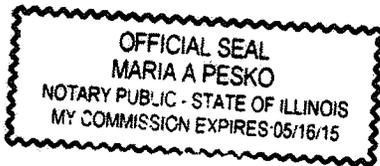
[Signature]
NOTARY PUBLIC

My commission expires: 5/16/15

STATE OF ILLINOIS

COUNTY OF COOK

On this 6 day of August, 2013, before me personally appeared Mark Bracht, to me personally known, who being by me duly sworn, says that he is the Co-President of Macquarie Rail Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



[Signature]
NOTARY PUBLIC

My commission expires: 5/16/15

STATE OF Illinois

COUNTY OF Macou

On this 22 day of July, 2013, before me personally appeared Dana Hanson, to me personally known, who being by me duly sworn, says that he is the Director - Rail & Fleet Maint of ARCHER DANIELS MIDLAND COMPANY that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

[Signature]
NOTARY PUBLIC

My commission expires



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: 8/16/13

Edward M Luria
Edward M. Luria