RECORDATION NO 30934-A FILD
September 26, 2013 04:00 PM
SURFACE TRANSPORTATION BOARD

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

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 Assignment of Lease Agreement, dated as of October 1, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease being filed with the Board under Recordation Number 30934.

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

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

Assignee: Fifth Third Equipment Finance Company
38 Fountain Square Plaza
Cincinnati, OH 45263

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

39 tank railcars within the series TAEX 1248 – TAEX 1270 and TAEX 1344 – TAEX 1442 as more particularly set forth in the attachment to the document.

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

Memorandum of Assignment of Lease Agreement.

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

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MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT ("Assignment") is made and entered effective as of October 1, 2013, by and between The Andersons, Inc. ("Assignor") and Fifth Third Equipment Finance Company ("Assignee").

WHEREAS, The Anderson, Inc., as Lessor, and Oxyde Chemicals, Inc., as Lessee, have heretofore entered into that certain Full Service Lease Agreement dated April 19, 2012 and that certain Full Service Lease Agreement Rider Deal #R01921 dated April 19, 2012 (collectively, the "Lease") pertaining to the rail cars described on Exhibit A ("Equipment"). Evidence of the Lease has been recorded with the Surface Transportation Board pursuant to 49 U.S.C.§11301 simultaneously with this Assignment and assigned recordation number 30934.

NOW, THERFORE, in consideration of the sum of Ten Dollars ($10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Lease; and Assignee accepts such assignment.

This Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same assignment.

[Signature Pages to Follow]

IN WITNESS WHEREOF, the parties have executed or caused this Assignment to be executed as of the day and year first written above.

ASSIGNOR: **THE ANDERSONS, INC.**

By: Catherine Shelnick

Catherine Shelnick
Assistant Treasurer, Short-Term Funding

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Catherine Shelnick,, Assistant Treasurer, Short-Term Funding of The Andersons, Inc., and she being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its board of directors and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio, this 26th day of September, 2013.

Rachell D. Fox

Notary Public
My commission expires 2/26/18

NOTARIAL SEAL
STATE OF OHIO

RACHELL D. FOX
NOTARY PUBLIC - OHIO
MY COMMISSION EXPIRES 02-26-2018

Memorandum of Assignment Signature Page

ASSIGNEE: FIFTH THIRD EQUIPMENT FINANCE COMPANY

By: _____

Name: Robert Koelling, VP

Title: _____

STATE OF Ohio)
) ss:
COUNTY OF Hamilton)

Before me, a Notary Public, in and for said county and state, personally appeared Robert Koelling, the VP of Fifth Third Equipment Finance Company, an Ohio corporation, who acknowledged that he/she being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Cincinnati, OH this _____ day of 9-26, 2013.

Paula D. McQueen

Notary Public
My Commission Expires:

NOTARIAL SEAL STATE OF OHIO

Paula D. McQueen
Notary Public, State of Ohio
My Commission Expires 10-13-2013

EXHIBIT A

Assigned Car Mark
TAEX 1270
TAEX 1265
TAEX 1366
TAEX 1442
TAEX 1253
TAEX 1254
TAEX 1259
TAEX 1261
TAEX 1262
TAEX 1266
TAEX 1268
TAEX 1347
TAEX 1352
TAEX 1355
TAEX 1356
TAEX 1359
TAEX 1363
TAEX 1365
TAEX 1367
TAEX 1368
TAEX 1369
TAEX 1354
TAEX 1256
TAEX 1255
TAEX 1350
TAEX 1344
TAEX 1249
TAEX 1251
TAEX 1252
TAEX 1257
TAEX 1258
TAEX 1260
TAEX 1351
TAEX 1269
TAEX 1264
TAEX 1353
TAEX 1248
TAEX 1250
TAEX 1441

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