

RECORDATION NO 30940-A FILED
September 30, 2013 04:25 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

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 Lease Agreement, dated as of September 26, 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 30940.

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

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

Assignee: Midwest Railcar Corporation
4949 Autumn Oaks Drive, Suite B
Maryville, Illinois 62062

Chief
Section of Administration
September 30, 2013
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A description of the railroad equipment covered by the enclosed document is:

33 covered hopper railcars: AEX 9004, AEX 14141 and within the series AEX 13327 – AEX 13707 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 \$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 LEASE AGREEMENT

This **MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT** (this "Memorandum of Assignment") is made entered into as of September 26, 2013 by and between The Andersons, Inc. ("Assignor") and Midwest Railcar Corporation ("Assignee").

WHEREAS, Assignor and Chemical Lime Company now known as Lhoist North America, Inc. ("Lessee") entered into the Full Service Master Lease Agreement dated effective as of February 5, 2004 as amended by Amendment to The Andersons, Inc. Full Service Lease Agreement, dated effective as of March 10, 2009 (as amended, the "Master Lease"), and Full Service Lease Agreement Rider, Deal #R01288 to the Master Lease made effective as of December 1, 2008 (collectively with the Master Lease to the extent it is incorporated therein, the "Lease") providing for the lease of the railcars more specifically described in Exhibit A hereto (the "Equipment") from Assignor subject to the terms and conditions set forth therein. Evidence of the Lease has been recorded with the STB pursuant to 49 U.S.C. §11301 simultaneously with this Assignment and assigned recordation number 30940.

WHEREAS, Assignor and Assignee entered into that certain Assignment and Assumption Agreement dated as of the date hereof (the "Assignment and Assumption Agreement") under which Assignor assigned and Assignee assumed all of Assignor's rights, title and interest in and to the Lease (the "Assignment");

WHEREAS, Assignor and Assignee desire to show for the public record the existence of the aforesaid Assignment, and their respective interests therein and accordingly Assignor and Assignee here caused this Memorandum to be executed by their respective duly authorized officers as of the date first above written.

NOW, THEREFORE, 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 and Assignee hereby confirm and agree that Assignor has assigned to Assignee all right, title and interest of Assignor in, to and under the Lease and the Equipment, and Assignee has accepted such assignment thereunder as provided in the Assignment.

The terms and provisions of the Assignment are more particularly set forth in the Assignment and Assumption Agreement.

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

[Signature Page to Follow]

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

ASSIGNOR: The Andersons, Inc.

By: Catherine Shelnick
Catherine Shelnick

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., an Ohio corporation, who acknowledged that she being thereunto duly authorized, did sign the foregoing instrument in behalf of said company and by authority of its Board of Directors on behalf of the company and that the same is the free act and deed of said officer and of said company.

In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio this 27th day of September, 2013.



Julie Ann Dibble
Notary Public

JULIE ANN DIBBLE
Notary Public, State of Ohio
Commission Expires 09-23-2015

ASSIGNEE: MIDWEST RAILCAR CORPORATION

By: 
Richard M. Folio
Executive Vice President

STATE OF MARYLAND)

CITY OF BALTIMORE) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Richard M. Folio, Executive Vice President of Midwest Railcar Corporation, an Illinois corporation, who acknowledged that/he 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 Minneapolis, Minnesota this 26th day of September 2013.


Notary Public

HENRYKA W. GRYC CRAIG
NOTARY PUBLIC STATE OF MARYLAND
County of Baltimore
Commission Expires September 20, 2015

7/8/14

Exhibit A

Equipment

Thirty-three (33) covered hopper railcars bearing the reporting marks and numbers as follows:

1	AEX 009004
2	AEX 013327
3	AEX 013332
4	AEX 013343
5	AEX 013347
6	AEX 013366
7	AEX 013413
8	AEX 013420
9	AEX 013439
10	AEX 013443
11	AEX 013452
12	AEX 013491
13	AEX 013492
14	AEX 013494
15	AEX 013515
16	AEX 013520
17	AEX 013525
18	AEX 013527
19	AEX 013537
20	AEX 013540
21	AEX 013545
22	AEX 013546
23	AEX 013571
24	AEX 013584
25	AEX 013586
26	AEX 013588
27	AEX 013594
28	AEX 013613
29	AEX 013656
30	AEX 013679
31	AEX 013694
32	AEX 013707
33	AEX 014141

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