

RECORDATION NO. 30947 FILED
October 18, 2013 2:00 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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October 18, 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 May 1, 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: The Andersons, Inc.
480 W. Dussel Drive
Maumee, Ohio 43537

Lessee: Bunge North America, Inc.
11720 Borman Drive
St. Louis, Missouri 63145

Section Chief
October 18, 2013
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A description of the railroad equipment covered by the enclosed document is:

57 covered hopper railcars within the series AEX 15946 – AEX 15995 and CGLX 2200 – CGLX 2259 (to be remarked AEX 15940 – AEX 15995)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 Lease.

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 LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 15th day of May, 2013, 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 (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 Deal #R02130 effective as of May 1, 2013 (the "Schedule"), whereby Lessor leases to Lessee fifty-seven (57) 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: Anita LaChance
Printed
Name: Anita LaChance

By: [Signature]
Printed
Name: Terry McDermott
Title: Director, Supply Chain-Agribusiness
Date: 7/2/13

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: [Signature]
Printed
Name: Jolie Ann Dibble

By: [Signature]
Printed
Name: Rasesh H. Shah
Title: President, Rail Group
Date: 7/9/2013

EXHIBIT A

	Current	New		Current	New
	Mark & No.	Mark & No.		Mark & No.	Mark & No.
1	AEX 015946	AEX 015946	30	CGLX002218	AEX 015956
2	AEX 015949	AEX 015949	31	CGLX002220	AEX 015958
3	AEX 015953	AEX 015953	32	CGLX002222	AEX 015960
4	AEX 015957	AEX 015957	33	CGLX002224	AEX 015962
5	AEX 015959	AEX 015959	34	CGLX002226	AEX 015964
6	AEX 015961	AEX 015961	35	CGLX002227	AEX 015965
7	AEX 015963	AEX 015963	36	CGLX002228	AEX 015966
8	AEX 015967	AEX 015967	37	CGLX002230	AEX 015968
9	AEX 015969	AEX 015969	38	CGLX002232	AEX 015970
10	AEX 015975	AEX 015975	39	CGLX002233	AEX 015971
11	AEX 015976	AEX 015976	40	CGLX002234	AEX 015972
12	AEX 015981	AEX 015981	41	CGLX002235	AEX 015973
13	AEX 015983	AEX 015983	42	CGLX002236	AEX 015974
14	AEX 015987	AEX 015987	43	CGLX002239	AEX 015977
15	AEX 015992	AEX 015992	44	CGLX002240	AEX 015978
16	AEX 015995	AEX 015995	45	CGLX002241	AEX 015979
17	CGLX002200	AEX 015940	46	CGLX002242	AEX 015980
18	CGLX002201	AEX 015941	47	CGLX002244	AEX 015982
19	CGLX002202	AEX 015942	48	CGLX002246	AEX 015984
20	CGLX002203	AEX 015943	49	CGLX002247	AEX 015985
21	CGLX002205	AEX 015944	50	CGLX002248	AEX 015986
22	CGLX002206	AEX 015945	51	CGLX002250	AEX 015988
23	CGLX002208	AEX 015947	52	CGLX002251	AEX 015989
24	CGLX002209	AEX 015948	53	CGLX002252	AEX 015990
25	CGLX002211	AEX 015950	54	CGLX002253	AEX 015991
26	CGLX002212	AEX 015951	55	CGLX002256	AEX 015993
27	CGLX002213	AEX 015952	56	CGLX002257	AEX 015994
28	CGLX002216	AEX 015954	57	CGLX002259	AEX 015996
29	CGLX002217	AEX 015955			

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: 10/18/13

Edward M Luria
Edward M. Luria