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September 14, 2016

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 14, 2016, 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 32316.

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

Assignor:	The Andersons, Inc. 480 West Dussel Drive Maumee, OH 43537
Assignee:	Citizens Asset Finance, Inc. 480 Jefferson Blvd. Warwick, RI 02886
[Lessee:	DAK Americas LLC 5925 Carnegie Boulevard, Suite 500 Charlotte, NC 28209]

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

36 covered hopper railcars

AEX 007556  
AEX 008262  
AEX 008402  
AEX 008404  
AEX 008408  
AEX 008409  
AEX 008411  
AEX 008413  
AEX 008414  
AEX 008417  
AEX 008418  
AEX 008420  
AEX 008421  
AEX 008422  
AEX 008426  
AEX 008428  
AEX 008432  
AEX 008435  
AEX 008437  
AEX 008442  
AEX 008444  
AEX 008451  
AEX 008452  
AEX 008453  
AEX 008455  
AEX 008457  
AEX 008460  
AEX 008468  
AEX 008470  
AEX 008473  
AEX 028234  
AEX 028245  
AEX 028423  
AEX 028447  
AEX 028448  
AEX 028449

Chief, Section of Administration  
September 14, 2016  
Page 3

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 \$45.00 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 blue ink, appearing to read "E. Luria", with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT**

This **MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT** (“Assignment”) is made entered into as of September 14, 2016 by and between The Andersons, Inc. (“Assignor”) and Citizens Asset Finance, Inc. (“Assignee”).

**WHEREAS**, Assignor as Lessor, and DAK Americas LLC (“Lessee”), entered into a certain Full Service Lease Agreement made effective as of February 1, 2013 (the “Master Lease”), Full Service Lease Agreement Rider, Deal #R02503 made effective as of March 1, 2015, and First Amendment to Full Service Lease Agreement Rider, Deal #R02503 made effective as of March 1, 2016 (collectively with Master Lease, the “Lease”), evidence of which is recorded with the Surface Transportation Board (“STB”) pursuant to 49 U.S.C. §11301, at recordation number 32316 ;

**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 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 Page 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: 

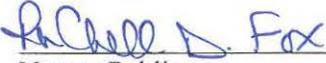
Name: James C. Burmeister

Title: Vice President, Finance & Treasurer

STATE OF OHIO                    )  
COUNTY OF LUCAS            )    ss:

Before me, a Notary Public, in and for said county and state, personally appeared James C. Burmeister, Vice President, Finance & Treasurer of The Andersons, Inc., an Ohio corporation, who acknowledged that he 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 14<sup>th</sup> day of September, 2016

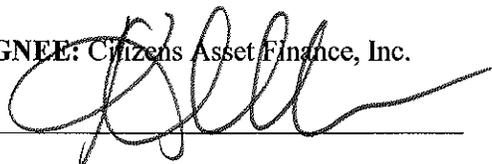
  
Notary Public



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

ASSIGNEE: Citizens Asset Finance, Inc.

By: \_\_\_\_\_



Name: Katherine M. Dickenson

Title: Vice President

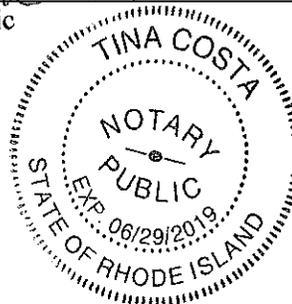
STATE OF RHODE ISLAND )  
COUNTY OF KENT )

ss:

Before me, a Notary Public, in and for said county and state, personally appeared Katherine M. Dickenson of Citizens Asset Finance, Inc., a New York corporation, who acknowledged that (s)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 Warwick, RI  
this 14<sup>th</sup> day of September, 2016.

Tina Costa  
Notary Public



**Exhibit A****Car List**

1	AEX 007556
2	AEX 008262
3	AEX 008402
4	AEX 008404
5	AEX 008408
6	AEX 008409
7	AEX 008411
8	AEX 008413
9	AEX 008414
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15	AEX 008426
16	AEX 008428
17	AEX 008432
18	AEX 008435
19	AEX 008437
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22	AEX 008451
23	AEX 008452
24	AEX 008453
25	AEX 008455
26	AEX 008457
27	AEX 008460
28	AEX 008468
29	AEX 008470
30	AEX 008473
31	AEX 028234
32	AEX 028245
33	AEX 028423
34	AEX 028447
35	AEX 028448
36	AEX 028449

**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: September 14, 2016

*Edward M. Luria*

\_\_\_\_\_  
Edward M. Luria