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

June 18, 2014

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 August 1, 2012, 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 West Dussell Drive
Maumee, Ohio 43537

Lessee: Honeywell International Inc.
101 Columbia Road
Morristown, NJ 70962

Section Chief
June 18, 2014
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A description of the railroad equipment covered by the enclosed document is:

31 covered hopper railcars: AEX 011553, AEX 012405, AEX 012583, AEX 012611, AEX 012631, AEX 012639, AEX 012653, AEX 012662, AEX 012664, AEX 012674, AEX 012675, AEX 012682, AEX 016532, AEX 016547, AEX 016603, AEX 016615, AEX 016621, AEX 016634, AEX 016662, AEX 016698, AEX 016781, AEX 016783, AEX 016892, AEX 017614, AEX 017615, AEX 017630, AEX 017633, AEX 017637, AEX 017644, AEX 017651, AEX 017657 and AEX 017658.

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 effective as of the 1st day of August, 2012, 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 **Honeywell International Inc.**, a Delaware corporation, having its principal place of business at 101 Columbia Road, Morristown, New Jersey 70962 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated effective as of June 1, 2011 (the "Master Lease"), and Rider Deal #R01730 dated effective as of August 1, 2012 (the "Schedule"), whereby Lessor leases to Lessee thirty-one (31) 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

HONEYWELL INTERNATIONAL INC

Witness: _____
Printed _____
Name: _____

By: Nathan Hatheway
Printed _____
Name: Nathan Hatheway
Title: Mgr Global Eqpt
Date: 8-1-2012

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: Jolie Ann Dobbke
Printed _____
Name: Jolie Ann Dobbke

By: Rasesh H. Shah
Printed _____
Name: Rasesh H. Shah
Title: President, Rail Group
Date: 3/6/2014

EXHIBIT A
TO MEMORANDUM OF LEASE
Deal #R01730

Car List
Thirty-One (31) Covered Hopper Cars

1	AEX 011553
2	AEX 012405
3	AEX 012583
4	AEX 012611
5	AEX 012631
6	AEX 012639
7	AEX 012653
8	AEX 012662
9	AEX 012664
10	AEX 012674
11	AEX 012675
12	AEX 012682
13	AEX 016532
14	AEX 016547
15	AEX 016603
16	AEX 016615
17	AEX 016621
18	AEX 016634
19	AEX 016662
20	AEX 016698
21	AEX 016781
22	AEX 016783
23	AEX 016892
24	AEX 017614
25	AEX 017615
26	AEX 017630
27	AEX 017633
28	AEX 017637
29	AEX 017651
30	AEX 017657
31	AEX 017658

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: 6/18/12

Edward M Luria
Edward M. Luria