

**OSTER RESEARCHING SERVICES**

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January 6, 2014

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Schedule #2 to Full Service Master  
Lease Agreement dated 10/30/13

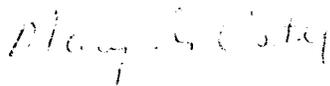
Lessor: Wells Fargo Equipment Finance, Inc. DBA  
Midwest Railcar Capital Equipment Company  
733 Marquette Avenue  
Minneapolis, MN 55402

Lessee: Perdue Agribusiness LLC  
31149 Old Ocean City Road  
Salisbury, MD 21804

Equipment: 90, Railcars  
MCEX 95300-95399

Please record this agreement as a primary document. The filing fee of \$44 is enclosed.  
Thank you.

Sincerely,



Mary Ann Oster  
Research Consultant

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

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**MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE  
MASTER LEASE AGREEMENT**

**between**

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

**as Lessor**

**and**

**PERDUE AGRIBUSINESS LLC**

**as Lessee**

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**MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE MASTER LEASE AGREEMENT**

THIS MEMORANDUM OF SCHEDULE #2 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of October 30, 2013, by and between WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation ("Lessor"), and PERDUE AGRIBUSINESS LLC, a Maryland Limited Liability Company ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #2 dated October 30, 2013 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of February 29, 2008 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #2.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #2 to Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A  
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY  
Lessor

By: Julie Milbrath

Printed Name: Julie Milbrath  
Vice President

Title: \_\_\_\_\_

Date: 1-6-14

PERDUE AGRIBUSINESS LLC  
Lessee

By: Sharon G. Clark

Printed Name: Sharon G. Clark

Title: SVP Transportation & Regulatory Affairs

Date: 11/20/13

**EXHIBIT A**  
**DESCRIPTION OF RAILCARS**

Ninety (90) Railcars with Reporting Marks and Numbers as follows:

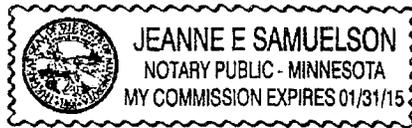
<b><u>Reporting Mark &amp; Number</u></b>	<b><u>Reporting Mark &amp; Number</u></b>	<b><u>Reporting Mark &amp; Number</u></b>
MCEX 095300	MCEX 095332	MCEX 095365
MCEX 095301	MCEX 095333	MCEX 095366
MCEX 095303	MCEX 095335	MCEX 095367
MCEX 095304	MCEX 095336	MCEX 095368
MCEX 095305	MCEX 095337	MCEX 095370
MCEX 095306	MCEX 095338	MCEX 095371
MCEX 095308	MCEX 095339	MCEX 095372
MCEX 095309	MCEX 095340	MCEX 095373
MCEX 095310	MCEX 095342	MCEX 095374
MCEX 095311	MCEX 095343	MCEX 095375
MCEX 095312	MCEX 095344	MCEX 095376
MCEX 095313	MCEX 095345	MCEX 095377
MCEX 095314	MCEX 095347	MCEX 095378
MCEX 095315	MCEX 095348	MCEX 095380
MCEX 095316	MCEX 095349	MCEX 095381
MCEX 095317	MCEX 095350	MCEX 095382
MCEX 095318	MCEX 095351	MCEX 095383
MCEX 095319	MCEX 095352	MCEX 095384
MCEX 095320	MCEX 095353	MCEX 095385
MCEX 095321	MCEX 095354	MCEX 095386
MCEX 095322	MCEX 095355	MCEX 095387
MCEX 095323	MCEX 095356	MCEX 095388
MCEX 095324	MCEX 095357	MCEX 095389
MCEX 095325	MCEX 095358	MCEX 095392
MCEX 095326	MCEX 095359	MCEX 095393
MCEX 095327	MCEX 095360	MCEX 095395
MCEX 095328	MCEX 095361	MCEX 095396
MCEX 095329	MCEX 095362	MCEX 095397
MCEX 095330	MCEX 095363	MCEX 095398
MCEX 095331	MCEX 095364	MCEX 095399

STATE OF Minnesota, COUNTY OF Hennepin, TO WIT:

On this 4<sup>th</sup> day of January, 2014 before me appeared, Julie Milbrath to me personally known, who being by me duly sworn, says that he is the VP of WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation, that said instrument was signed on January 6, 2014 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jeanne E Samuelson  
Notary Public

[Notarial Seal]



My commission expires:

STATE OF Maryland, COUNTY OF Wicomico, TO WIT:

On this 20<sup>th</sup> day of November, 2013 before me appeared, Sabrina G. Clark to me personally known, who being by me duly sworn, says that he is the VP of Finance of PERDUE AGRIBUSINESS LLC, a Maryland Limited Liability Company, that said instrument was signed and sealed on \_\_\_\_\_, 2013 on behalf of said limited liability company by authority of its members, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

M Kathleen Wilkin  
Notary Public

[Notarial Seal]

My commission expires:

October 17, 2017