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May 29, 2015

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 May 29, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 31751.

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

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

Assignee: The Huntington National Bank
105 East 4th Street
Cincinnati, OH 43537

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

96 covered hopper railcars within the series AEX 000613 – AEX 000649;
AEX 010486 – AEX 019138 as more particularly set forth on the
attachment to the document.

A short summary of the document to appear in the index is:

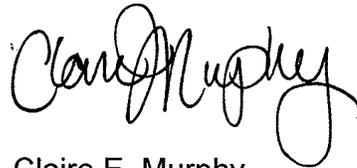
Section Chief
May 29, 2015
Page 2

Memorandum of Assignment of Lease Agreement.

Also enclosed is a check in the amount of \$43.00 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 black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M".

Claire E. Murphy

CEM
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This **MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT** (“Assignment”) is made entered into as of May 29, 2015 by and between The Andersons, Inc. (“Assignor”) and The Huntington National Bank (“Assignee”).

WHEREAS, Assignor and Honeywell International Inc., on behalf of its Performance Materials business unit (“Lessee”), entered into a certain Full Service Lease Agreement effective June 1, 2011 (the “Master Lease”), and an Full Service Lease Agreement Rider, Deal #R02183 made as of February 27, 2014 (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 _____;

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: Catherine Shelnick
Catherine Shelnick

Title: Assistant Treasurer, Short-Term Funding

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 29th day of May, 2015.

Rachell D. Fox
Notary Public



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

ASSIGNEE: The Huntington National Bank

By: Stephanie McDole

Title: Staff officer

STATE OF OHIO)
COUNTY OF HAMILTON) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Stephanie McDole of The Huntington National Bank, a(n) Staff Officer corporation, who acknowledged that he/she 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 Cincinnati, Ohio this 29th day of May, 2015.


Notary Public



ROBERT GLENN PRATT
Notary Public, State of Ohio
My Comm. Expires April 11, 2018

Exhibit A

Equipment

1	AEX 000613	33	AEX 018864	65	AEX 018902
2	AEX 000615	34	AEX 018865	66	AEX 018903
3	AEX 000630	35	AEX 018866	67	AEX 018905
4	AEX 000632	36	AEX 018867	68	AEX 018906
5	AEX 000633	37	AEX 018868	69	AEX 018907
6	AEX 000649	38	AEX 018869	70	AEX 018912
7	AEX 010486	39	AEX 018870	71	AEX 018915
8	AEX 011817	40	AEX 018872	72	AEX 018918
9	AEX 011932	41	AEX 018873	73	AEX 018923
10	AEX 013578	42	AEX 018874	74	AEX 018924
11	AEX 013579	43	AEX 018875	75	AEX 018925
12	AEX 013658	44	AEX 018876	76	AEX 018927
13	AEX 013683	45	AEX 018877	77	AEX 018928
14	AEX 013690	46	AEX 018878	78	AEX 018929
15	AEX 013720	47	AEX 018879	79	AEX 018930
16	AEX 014170	48	AEX 018880	80	AEX 018931
17	AEX 014213	49	AEX 018881	81	AEX 018932
18	AEX 016659	50	AEX 018885	82	AEX 018933
19	AEX 016724	51	AEX 018887	83	AEX 018934
20	AEX 016790	52	AEX 018888	84	AEX 018935
21	AEX 016896	53	AEX 018889	85	AEX 018936
22	AEX 017571	54	AEX 018890	86	AEX 018937
23	AEX 017586	55	AEX 018891	87	AEX 018938
24	AEX 018854	56	AEX 018892	88	AEX 018939
25	AEX 018856	57	AEX 018893	89	AEX 018940
26	AEX 018857	58	AEX 018894	90	AEX 018941
27	AEX 018858	59	AEX 018895	91	AEX 018942
28	AEX 018859	60	AEX 018897	92	AEX 018943
29	AEX 018860	61	AEX 018898	93	AEX 018944
30	AEX 018861	62	AEX 018899	94	AEX 018945
31	AEX 018862	63	AEX 018900	95	AEX 018946
32	AEX 018863	64	AEX 018901	96	AEX 019138

CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New Jersey, 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: May 29, 2015



Claire E. Murphy