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May 8, 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 Lease, dated as of April 1, 2015, 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 Dussel Drive Maumee, Ohio 43537
Lessee:	Archer-Daniels-Midland Company 4666 Faries Parkway Decatur, IL 62526

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

130 covered hopper railcars: AEX 1312, AEX 10238 and within the series AEX 11492 – AEX 18545 and AEX 20328 – AEX 20464 as set forth in the attachment to the document.

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

Memorandum of Lease.

Chief, Section of Administration  
May 8, 2015  
Page 2

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

Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF LEASE**

**WITNESSETH**

This Memorandum of Lease is entered into as effective of the 1<sup>st</sup> day of April, 2015, 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 **Archer-Daniels-Midland Company** (formerly known as ADM Milling Company), a Delaware corporation, having its principal place of business at 4666 Faries Parkway, Decatur, Illinois 62526 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement Number #199901-ADM dated June 15, 1999 (the "Master Lease"), and Rider Deal #R02518 dated effective as of April 1, 2015 (the "Schedule"), whereby Lessor leases to Lessee one hundred thirty (130) 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

**ARCHER-DANIELS-MIDLAND COMPANY**

Witness: Kyle Michael  
Printed  
Name: Kyle Michael

By: [Signature]  
Printed: DANA R HANSEN  
Name: DIRECTOR - RATES AND FLEET MANAGEMENT  
ARCHER DANIELS MIDLAND RAIL TRANSPORTATION  
Title: \_\_\_\_\_  
Date: 4/30/15

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 Doble  
Printed  
Name: Jolie Ann Doble

By: [Signature]  
Printed  
Name: Rasesh H. Shah  
Title: President, Rail Group  
Date: MAY 5, 2015

**EXHIBIT A**  
**TO THE MEMORANDUM OF LEASE**  
**Deal #R02518**  
**Car List**  
**One Hundred Thirty (130) Covered Hopper Cars**

1	AEX 001312	34	AEX 018453	67	AEX 018497	100	AEX 018535
2	AEX 010238	35	AEX 018454	68	AEX 018498	101	AEX 018536
3	AEX 011492	36	AEX 018455	69	AEX 018499	102	AEX 018537
4	AEX 011505	37	AEX 018456	70	AEX 018500	103	AEX 018538
5	AEX 011537	38	AEX 018458	71	AEX 018501	104	AEX 018539
6	AEX 011574	39	AEX 018459	72	AEX 018502	105	AEX 018540
7	AEX 011612	40	AEX 018461	73	AEX 018503	106	AEX 018541
8	AEX 011875	41	AEX 018463	74	AEX 018504	107	AEX 018542
9	AEX 012421	42	AEX 018466	75	AEX 018505	108	AEX 018543
10	AEX 012721	43	AEX 018467	76	AEX 018506	109	AEX 018544
11	AEX 014972	44	AEX 018468	77	AEX 018507	110	AEX 018545
12	AEX 015331	45	AEX 018469	78	AEX 018508	111	AEX 020328
13	AEX 015365	46	AEX 018470	79	AEX 018509	112	AEX 020336
14	AEX 015404	47	AEX 018473	80	AEX 018510	113	AEX 020337
15	AEX 016246	48	AEX 018474	81	AEX 018511	114	AEX 020338
16	AEX 016267	49	AEX 018475	82	AEX 018512	115	AEX 020339
17	AEX 016322	50	AEX 018476	83	AEX 018513	116	AEX 020340
18	AEX 016325	51	AEX 018478	84	AEX 018514	117	AEX 020341
19	AEX 016326	52	AEX 018479	85	AEX 018515	118	AEX 020343
20	AEX 016337	53	AEX 018480	86	AEX 018517	119	AEX 020352
21	AEX 016340	54	AEX 018481	87	AEX 018518	120	AEX 020353
22	AEX 016845	55	AEX 018483	88	AEX 018519	121	AEX 020354
23	AEX 018439	56	AEX 018484	89	AEX 018521	122	AEX 020356
24	AEX 018440	57	AEX 018486	90	AEX 018522	123	AEX 020360
25	AEX 018441	58	AEX 018487	91	AEX 018523	124	AEX 020435
26	AEX 018443	59	AEX 018489	92	AEX 018525	125	AEX 020437
27	AEX 018444	60	AEX 018490	93	AEX 018526	126	AEX 020444
28	AEX 018446	61	AEX 018491	94	AEX 018527	127	AEX 020451
29	AEX 018447	62	AEX 018492	95	AEX 018528	128	AEX 020457
30	AEX 018448	63	AEX 018493	96	AEX 018529	129	AEX 020463
31	AEX 018449	64	AEX 018494	97	AEX 018530	130	AEX 020464
32	AEX 018450	65	AEX 018495	98	AEX 018531		
33	AEX 018452	66	AEX 018496	99	AEX 018532		

**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: May 8, 2015

*Edward M Luria*

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