

ALVORD AND ALVORD PLLC  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.  
20036  
—  
PHONE: (202) 393-2266  
FAX: 1-855-600-2836  
E-MAIL: [alvord@alvordlaw.com](mailto:alvord@alvordlaw.com)  
WEBSITE: [www.alvordlaw.com](http://www.alvordlaw.com)

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

March 23, 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 February 10, 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 32142.

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

Assignor: The Andersons, Inc.  
480 West Dussell Drive  
Maumee, Ohio 43537

Assignee: Fifth Third Equipment Finance Company  
38 Fountain Square Plaza  
MD 10904A  
Cincinnati, Ohio 45263

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

Section Chief  
March 23, 2016  
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A description of the equipment covered by the enclosed document is:

50 covered hopper railcars within the series AEX 10077 – AEX 20370 as set forth in the attachment to the document.

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 \$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,



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 February 10 \_\_\_\_, 2016 by and between The Andersons, Inc. (“Assignor”) and Fifth Third Equipment Finance Company (“Assignee”).

**WHEREAS**, Assignor as Lessor, and Honeywell International Inc. (“Lessee”) entered into a certain Full Service Lease Agreement effective June 1, 2011 (the “Master Lease”), and a Full Service Lease Agreement Rider, Deal #R02551 dated July 10, 2015 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 32142 ;

**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]***

ASSIGNEE: Fifth Third Equipment Finance Company

By: Stephanie Wagner

Title: Stephanie Wagner  
Vice President

STATE OF OHIO                    )  
COUNTY OF HAMILTON        )        ss:

Before me, a Notary Public, in and for said county and state, personally appeared Stephanie Wagner of the Fifth Third Equipment Finance Company, an Ohio 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 10<sup>th</sup> day of February, 2016.

Ellen J. Ratney  
Notary Public



Ellen J. Ratney  
Notary Public, State of Ohio  
My Commission Expires 02-26-2019

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  
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 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 10<sup>th</sup> day of February, 2016.

Rachell D. Fox  
Notary Public



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

**Exhibit A**  
**Equipment**

1	AEX 010077	26	AEX 016875
2	AEX 011572	27	AEX 017594
3	AEX 011762	28	AEX 017599
4	AEX 011770	29	AEX 017606
5	AEX 013301	30	AEX 017631
6	AEX 013328	31	AEX 017644
7	AEX 013331	32	AEX 019078
8	AEX 013562	33	AEX 019079
9	AEX 013563	34	AEX 019081
10	AEX 013565	35	AEX 019082
11	AEX 013618	36	AEX 019083
12	AEX 013699	37	AEX 019084
13	AEX 014745	38	AEX 019085
14	AEX 014748	39	AEX 019086
15	AEX 014754	40	AEX 019089
16	AEX 016518	41	AEX 019090
17	AEX 016535	42	AEX 019093
18	AEX 016575	43	AEX 019094
19	AEX 016622	44	AEX 019106
20	AEX 016727	45	AEX 019109
21	AEX 016728	46	AEX 019112
22	AEX 016740	47	AEX 019113
23	AEX 016742	48	AEX 019196
24	AEX 016810	49	AEX 019198
25	AEX 016811	50	AEX 020370

**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: March 23, 2016

*Edward M. Luria*

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