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March 30, 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 March 27, 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 being filed with the Board under Recordation Number 31641.

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

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

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

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

83 covered hopper railcars: AEX 7313, AEX 7396 and within the series AEX 10693 – AEX 10792 as set forth in the attachment to the document.

Chief, Section of Administration
March 30, 2015
Page 2

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,

A handwritten signature in black ink, appearing to read "E. Luria", with a stylized flourish at the end.

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 March 27, 2015 by and between The Andersons, Inc. (“Assignor”) and Fifth Third Equipment Finance Company (“Assignee”).

WHEREAS, Assignor as Lessor, and Cargill, Incorporated (“Lessee”) entered into a certain Full Service Lease Agreement, Lease Number 199503-CAR made as of June 19, 1995 (the “Master Lease”), and a Full Service Lease Agreement Rider, Deal #R02330 made as of May 29, 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 31641;

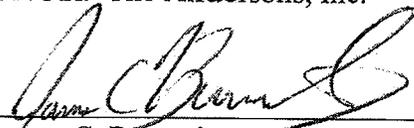
NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Lease; and Assignee 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.

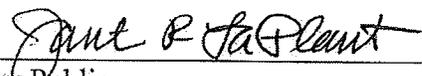
ASSIGNOR: The Andersons, Inc.

By: 
James C. Burmeister
Vice President, Finance & Treasurer

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared James C. Burmeister, Vice President, Finance & Treasurer 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 24th day of MARCH, 2015.


Notary Public

JANET R. LAMPLANT
Notary Public, Lucas Co., State of Ohio
My Commission Expires 11/29/19

ASSIGNEE: Fifth Third Equipment Finance Company

By: Jacob Uehlin

Title: Officer

STATE OF OHIO)
COUNTY OF HAMILTON) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Jacob Uehlin 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 30 day of March, 2015.

Karen Waymeyer
Notary Public



Karen Waymeyer
Notary Public, State of Ohio
My Commission Expires 11-25-2017

Exhibit A
Equipment

1	AEX 007313	43	AEX 010740
2	AEX 007396	44	AEX 010741
3	AEX 010693	45	AEX 010742
4	AEX 010694	46	AEX 010743
5	AEX 010695	47	AEX 010745
6	AEX 010697	48	AEX 010746
7	AEX 010698	49	AEX 010747
8	AEX 010699	50	AEX 010748
9	AEX 010700	51	AEX 010750
10	AEX 010701	52	AEX 010751
11	AEX 010702	53	AEX 010752
12	AEX 010703	54	AEX 010754
13	AEX 010705	55	AEX 010755
14	AEX 010706	56	AEX 010756
15	AEX 010707	57	AEX 010760
16	AEX 010708	58	AEX 010761
17	AEX 010710	59	AEX 010762
18	AEX 010711	60	AEX 010763
19	AEX 010712	61	AEX 010764
20	AEX 010713	62	AEX 010765
21	AEX 010714	63	AEX 010766
22	AEX 010715	64	AEX 010767
23	AEX 010716	65	AEX 010768
24	AEX 010718	66	AEX 010769
25	AEX 010719	67	AEX 010770
26	AEX 010720	68	AEX 010771
27	AEX 010721	69	AEX 010772
28	AEX 010722	70	AEX 010773
29	AEX 010723	71	AEX 010774
30	AEX 010724	72	AEX 010775
31	AEX 010725	73	AEX 010776
32	AEX 010726	74	AEX 010777
33	AEX 010727	75	AEX 010781
34	AEX 010728	76	AEX 010782
35	AEX 010729	77	AEX 010785
36	AEX 010730	78	AEX 010786
37	AEX 010731	79	AEX 010787
38	AEX 010732	80	AEX 010788
39	AEX 010733	81	AEX 010789
40	AEX 010734	82	AEX 010790
41	AEX 010738	83	AEX 010792
42	AEX 010739		

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: 3/30/15

Edward M Luria
Edward M. Luria