

RECORDATION NO. 27947 FILED

MAY 28 '09 -9 00 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

May 28, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

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 September 16, 2008, 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 W. Dussel Drive
Maumee, OH 43537

Lessee: Consolidated Grain and Barge Co.
Bluff Road
Mt. Vernon, Indiana 47620

Anne K. Quinlan, Esquire
May 28, 2009
Page 2

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

100 covered hopper railcars within the series AEX 6272 - AEX 9071, as more particularly set forth in the attachment to the document.

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

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 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 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO. 27947 FILED

MAY 28 '09 -9:00 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 16th day of September, 2008, 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 **Consolidated Grain and Barge Co.**, a Missouri corporation, having its principal place of business at Bluff Road, Mt. Vernon, Indiana 47620-0548 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated December 1, 2006 (the "Master Lease"), and Rider Deal #R01334 dated as of September 16, 2008 (the "Schedule"), whereby Lessor leases to Lessee one hundred (100) 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 Pages to Follow]

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

Lessee

CONSOLIDATED GRAIN AND BARGE CO.

By: *Kent Hall*
Printed
Name: Kent Hall

Title: Rail Transportation Mgr

Date: 9-9-08

STATE OF Louisiana
~~PARIS~~
COUNTY OF St. Tammy SS:

The foregoing instrument was acknowledged before me this 9th day of September 2008, by Kent Hall, the Rail Transportation Mgr of Consolidated Grain and Barge Co., a Missouri corporation, on behalf of the corporation.

L. A. Beard
Notary Public
Commission Expires
At Death

LESSOR:

THE ANDERSONS, INC.

By: Rasesh H. Shah
Printed

Name: Rasesh H. Shah

Title: President, Rail Group

Date: 9/16/08

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 16th day of September, 2008, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.


Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

EXHIBIT A

Car List

One Hundred (100) Covered Hopper Cars

1	AEX 006272	26	AEX 007430	51	AEX 008643	76	AEX 008687
2	AEX 006599	27	AEX 007431	52	AEX 008644	77	AEX 008688
3	AEX 006604	28	AEX 007433	53	AEX 008647	78	AEX 008689
4	AEX 006634	29	AEX 007434	54	AEX 008651	79	AEX 008690
5	AEX 007125	30	AEX 008500	55	AEX 008654	80	AEX 008692
6	AEX 007160	31	AEX 008512	56	AEX 008656	81	AEX 008693
7	AEX 007180	32	AEX 008524	57	AEX 008659	82	AEX 008696
8	AEX 007195	33	AEX 008525	58	AEX 008660	83	AEX 008697
9	AEX 007201	34	AEX 008531	59	AEX 008661	84	AEX 008698
10	AEX 007213	35	AEX 008549	60	AEX 008662	85	AEX 008699
11	AEX 007215	36	AEX 008565	61	AEX 008664	86	AEX 008700
12	AEX 007228	37	AEX 008577	62	AEX 008665	87	AEX 008701
13	AEX 007295	38	AEX 008581	63	AEX 008668	88	AEX 008702
14	AEX 007315	39	AEX 008582	64	AEX 008670	89	AEX 008703
15	AEX 007324	40	AEX 008586	65	AEX 008671	90	AEX 008705
16	AEX 007361	41	AEX 008587	66	AEX 008672	91	AEX 008708
17	AEX 007372	42	AEX 008593	67	AEX 008673	92	AEX 008720
18	AEX 007375	43	AEX 008605	68	AEX 008674	93	AEX 008722
19	AEX 007381	44	AEX 008610	69	AEX 008677	94	AEX 008727
20	AEX 007387	45	AEX 008628	70	AEX 008678	95	AEX 008728
21	AEX 007408	46	AEX 008629	71	AEX 008681	96	AEX 008730
22	AEX 007409	47	AEX 008632	72	AEX 008682	97	AEX 008731
23	AEX 007425	48	AEX 008635	73	AEX 008684	98	AEX 008732
24	AEX 007426	49	AEX 008636	74	AEX 008685	99	AEX 008733
25	AEX 007429	50	AEX 008639	75	AEX 008686	100	AEX 009071

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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: 5/28/09



Robert W. Alvord