

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

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

20036

OF COUNSEL  
URBAN A. LESTER

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

April 25, 2002

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

RECORDATION NO. 23801-B FILED

APR 25 '02 1:19 PM

Dear Mr. Williams:

SURFACE TRANSPORTATION BOARD

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of an Addendum to Memorandum of Lease, dated as of March 1, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement which was previously filed with the Board under Recordation Number 23801.

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

Lessor: Comerica Leasing Corporation  
29201 Telegraph Road  
Southfield, MI 48034

Lessee: The Andersons, Inc.  
480 West Dussel Drive  
Maumee, Ohio 43537

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

Railcar AEX 000242 is ADDED to the Lease and railcar AEX 001236 is DELETED from the Lease.

Mr. Vernon A. Williams  
April 25, 2002  
Page Two

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

Addendum to Memorandum of Lease.

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed documents to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", written in a cursive style.

Robert W. Alvord

RWA/anr  
Enclosures

**ADDENDUM TO  
MEMORANDUM OF LEASE**

THIS ADDENDUM TO MEMORANDUM OF LEASE, (the "Addendum") is made and entered into as of March 1, 2002, by and between The Andersons, Inc., ("Lessee") and Comerica Leasing Corporation ("Lessor"); and

Lessor and Lessee entered into that certain Master Equipment Lease Agreement and Lease Supplement and Acceptance Certificate, executed pursuant thereto, each dated as of December 31, 2001 (together the "Lease") pertaining to certain railroad equipment ("Equipment"). The Memorandum of Lease with respect to the Lease was filed on December 31,, 2001 with the Surface Transportation Board (formerly known as the Interstate Commerce Commission) pursuant to 49 U.S.C. §11301 Recordation No. 23801 and 23801-A..

The undersigned Lessor and Lessee acknowledge that the original Exhibit A (Description of Equipment) attached to the Memorandum of Lease included Car No. AEX 001236 in error and that that Car No. AEX 1236 be and hereby is stricken from the Lease. and Car No. AEX 000242 be and hereby is substituted effective as of December 31, 2001.

This Addendum to Memorandum of Lease may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same Addendum to Memorandum of Lease.

*[Remainder of this page intentionally left blank. Signature page to follow.]*

RECORDATION NO. 23801-B FILED  
APR 25 2002 1-19 PM  
SURFACE TRANSPORTATION BOARD



IN WITNESS WHEREOF, the parties hereto have executed or caused this Addendum to Memorandum of Lease to be executed as of the date first above written.

LESSEE:

**THE ANDERSONS, INC.**

By: Gary Smith

Printed Name: GARY SMITH

Title: V. P. Fin. & Treas.

STATE OF OHIO)

COUNTY OF LUCAS) SS:

Before me, a Notary Public, in and for said county and state, personally appeared Gary Smith the Assistant 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 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 Musma Ohio this 24 day of April, 2002.

Elizabeth J. Hall  
Notary Public  
My commission expires:

ELIZABETH J. HALL  
Attorney at Law  
Notary Public - State of Ohio  
My Commission has no Expiration Date  
Section 147.03 O.R.C.