



Equipment Finance

7659 SW MOHAWK STREET
TUALATIN, OR 97062

June 10, 2003

REGISTRATION NO. 20646-11 FILED

JUN 13 '03

11-00 AM



Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street NW
Washington, DC 20423-0001

SURFACE TRANSPORTATION BOARD

Re: 600912650H/132.0012650.007
The Andersons Inc.

Dear Secretary:

Enclosed are two originals of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The names and addresses of the parties to the documents are as follows:

Lease Schedule No. 007

Lessor/Secured Party: **The Vaughn Group, Ltd.**
8240 Beckett Park Drive, Suite D
Hamilton, Ohio 45001

Lessee/Debtor: **The Andersons Inc.**
480 West Dussell Drive
Maumee, OH 43537

Asset Purchase Assignment and Assumption Agreement

Assignor: **The Vaughn Group, Ltd.**
8240 Beckett Park Drive, Suite D
Hamilton, Ohio 45001

Assignee: U.S. Bancorp Equipment Finance, Inc.,
as successor in interest to **Star Bank, National Association**
425 Walnut Street
Cincinnati, Ohio 45202

Full Service Lease Agreement and Rider

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

Lessee: **Johns Manville International, Inc.**
P.O. Box 625005
Littleton, Colorado 80162

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

Full Release of the Equipment listed on the Memorandum of Lease Schedule No. 007, dated July 29, 1998, a Memorandum of Asset Purchase, Assignment and Assumption Agreement, dated August 7, 1998 and a Full Service Lease Agreement with Rider JMIR 2 dated May 1, 1998. The enclosed documents relate to the Master Lease Agreement No. 114, schedules to which have previously been filed with the Board under **Recordation Number 20646 T, U, V, DATED 8/17/98** (between U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A., as Lessor/Secured Party and The Andersons, Inc. as Lessee/Debtor) covering the equipment described below:

FIFTEEN (15) BOXCARS BEARING BAEX REPORTING MARKS AND ROAD NUMBERS SET FORTH ON EXHIBIT A ATTACHED THERETO.

Please file this Full Release as a secondary document under Recordation Number(s) 20646-T,U,V and **return the original to:**

**The Andersons Inc.
480 West Dussell Drive
Maumee, OH 43537**

A check covering the filing fee of \$30.00 is enclosed.

Very truly yours,



Annie Brownell
Collateral Specialist
(800) 253-3468 ext. 297

Enclosure(s)

Exhibit A

Plate F Hi-Cube sixty (60) foot, seventy (70) ton Box Cars with sliding doors

	Previous Owner:	Old Car No.	Manufacturer	Mo./Yr. Built	New Car No.
1	Conrail	CR216862	Berwick Forge	03/73	BAEX000527
2	Conrail	CR216876	Berwick Forge	02/73	BAEX000528
3	Conrail	CR216898	Berwick Forge	02/73	BAEX000529
4	Conrail	CR278051	Berwick Forge	02/73	BAEX000530
5	Conrail	CR278064	Berwick Forge	02/73	BAEX000531
6	Conrail	CR278091	Berwick Forge	02/73	BAEX000532
7	Conrail	CR278122	Berwick Forge	03/73	BAEX000533
8	Conrail	CR277116	Berwick Forge	09/68	BAEX000534
9	Conrail	CR277708	Berwick Forge	03/69	BAEX000535
10	Conrail	CR277740	Berwick Forge	08/68	BAEX000536
11	Conrail	CR216889	Berwick Forge	03/73	BAEX000537
12	Conrail	CR278826	Berwick Forge	01/69	BAEX000538
13	Conrail	BO410133	Berwick Forge	04/78	BAEX000539
14	Conrail	BO410427	Berwick Forge	06/78	BAEX000540
15	CSX	CSXT160206	Berwick Forge	07/77	BAEX000601



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SURFACE TRANSPORTATION BOARD

Full Release

KNOW ALL MEN BY THESE PRESENTS: U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A., hereby releases all of its right, title and interest in and to, the railcars more specifically described as follows:

FIFTEEN (15) BOXCARS BEARING BAEX REPORTING MARKS AND ROAD NUMBERS SET FORTH ON EXHIBIT A ATTACHED THERETO.

The primary document(s), to which this FULL RELEASE relates, are between between U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A., as Lessor/Secured Party and The Andersons, Inc. as Lessee/Debtor), were recorded with the Surface Transportation Board, under **Recordation Number(s) 20646 T, U, V, DATED 8/17/98.**

IN WITNESS WHEREOF, U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A., has hereunto set its name, by its proper office thereunto duly authorized, this 10th day of June 2003.

U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A.

By: 

Terri Trout, Collateral Manager

STATE OF OREGON)
)ss.
County of Washington)

On this 10 day of June 2003, personally appeared Terri Trout, to me personally known, who, being duly sworn, did say that she is the Collateral Manager of U.S. Bancorp Equipment Finance, Inc. , and that said instrument was signed by authority of its board of directors, and she acknowledged said instrument to be the free act and deed of said corporation.

BEFORE ME:



Notary Public of Oregon



Exhibit A

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