

**OSTER  
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RECORDATION NO. 24584-A FILED

AUG 29 '03 9-15 AM

SURFACE TRANSPORTATION BOARD

August 29, 2003

Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423

Dear Sir:

Enclosed for recording with the Surface Transportation Board is a Memorandum of Rail Car Lease Agreement dated 8/7/03 involving the following parties and railroad equipment:

Lessor: Wells Fargo Equipment Finance, Inc.  
Investors Building, #700  
733 Marquette Avenue  
Minneapolis, MN 55402

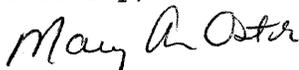
Lessee: The Andersons, Inc.  
480 W. Dussel Drive  
Maumee, OH 43537

Equipment: 147, Covered Grain Hoppers  
DME 044001-047155, NI

Please record this agreement as a secondary document to STB Recordation Number 24584. The filing fee of \$30 is enclosed. Thank you.

Summary: Memorandum of Rail Car Lease Agreement 8/7/03 between Wells Fargo Equipment Finance, Inc. as Lessor and The Andersons, Inc. as Lessee including 147, Covered Grain Hoppers within the series DME 044001-047155, a secondary document.

Sincerely,



Mary Ann Oster  
Research Consultant

Enclosures



Wells Fargo Equipment Finance  
Investors Building, Suite 700  
733 Marquette Ave So  
Minneapolis, MN 55402

## Memorandum of Rail Car Lease Agreement

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of **August 7, 2003** by and between **Wells Fargo Equipment Finance, Inc.**, a Minnesota corporation ("Lessor") and **The Andersons, Inc.**, a(n) Ohio corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Supplements to the Lease to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Railcar Master Lease Agreement dated as of between Lessor and Lessee (hereinafter referred to as the "Lease").
2. Pursuant to Supplement No(s). 90322-400 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor **one hundred forty-seven (147) Used 1965 Covered Grain Hopper Railcars** bearing reporting marks and numbers indicated on Schedule A hereto, all as more particularly described in the Lease.
3. The Lease shall be effective as of the execution date thereof and shall be subject to the terms of the Lease, as provided therein.

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

LESSOR: Wells Fargo Equipment Finance, Inc.

LESSEE: **The Andersons, Inc.**

By: [Signature]

By: \* Gary Smith

Name: [Signature]

Name: \* Gary Smith

Title: VP

Its: \* Vice President, Finance and Treasurer

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SURFACE TRANSPORTATION BOARD

**SCHEDULE A TO  
MEMORANDUM OF RAILCAR LEASE AGREEMENT  
DATED AS OF AUGUST 7, 2003**

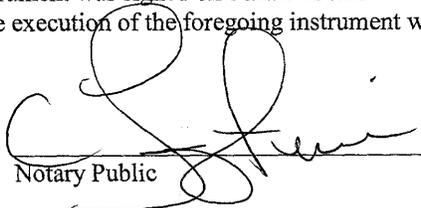
*One Hundred Forty Seven (147) Used 1965 Covered Grain Hopper Railcars with the following markings:*

	Car Number		Car Number		Car Number
1	DME 044001	51	DME 046071	101	DME 047059
2	DME 044002	52	DME 046072	102	DME 047062
3	DME 044003	53	DME 046073	103	DME 047063
4	DME 044008	54	DME 046074	104	DME 047064
5	DME 044010	55	DME 046075	105	DME 047065
6	DME 046001	56	DME 046077	106	DME 047067
7	DME 046002	57	DME 046078	107	DME 047070
8	DME 046003	58	DME 046079	108	DME 047071
9	DME 046004	59	DME 046080	109	DME 047075
10	DME 046007	60	DME 046081	110	DME 047077
11	DME 046008	61	DME 046082	111	DME 047082
12	DME 046009	62	DME 046083	112	DME 047083
13	DME 046029	63	DME 046084	113	DME 047087
14	DME 046030	64	DME 046085	114	DME 047090
15	DME 046031	65	DME 046086	115	DME 047091
16	DME 046032	66	DME 046088	116	DME 047092
17	DME 046033	67	DME 046089	117	DME 047095
18	DME 046035	68	DME 046090	118	DME 047096
19	DME 046036	69	DME 046091	119	DME 047097
20	DME 046037	70	DME 046092	120	DME 047101
21	DME 046038	71	DME 046093	121	DME 047104
22	DME 046039	72	DME 046094	122	DME 047105
23	DME 046040	73	DME 046095	123	DME 047108
24	DME 046041	74	DME 046096	124	DME 047110
25	DME 046042	75	DME 046108	125	DME 047113
26	DME 046043	76	DME 047011	126	DME 047114
27	DME 046044	77	DME 047012	127	DME 047115
28	DME 046045	78	DME 047013	128	DME 047116
29	DME 046046	79	DME 047014	129	DME 047118
30	DME 046047	80	DME 047015	130	DME 047119
31	DME 046048	81	DME 047016	131	DME 047121
32	DME 046049	82	DME 047017	132	DME 047123
33	DME 046050	83	DME 047019	133	DME 047129
34	DME 046051	84	DME 047023	134	DME 047130
35	DME 046053	85	DME 047024	135	DME 047131
36	DME 046054	86	DME 047025	136	DME 047132
37	DME 046055	87	DME 047026	137	DME 047133
38	DME 046056	88	DME 047027	138	DME 047134
39	DME 046057	89	DME 047028	139	DME 047139
40	DME 046058	90	DME 047029	140	DME 047141
41	DME 046059	91	DME 047030	141	DME 047144
42	DME 046060	92	DME 047032	142	DME 047145
43	DME 046061	93	DME 047033	143	DME 047147
44	DME 046062	94	DME 047035	144	DME 047151
45	DME 046063	95	DME 047040	145	DME 047153
46	DME 046064	96	DME 047052	146	DME 047154
47	DME 046065	97	DME 047054	147	DME 047155
48	DME 046067	98	DME 047055		
49	DME 046069	99	DME 047056		
50	DME 046070	100	DME 047057		

STATE OF MINNESOTA  
COUNTY OF HENNEPIN

On this 22 day of August, 2003 before me personally appeared,  
Jacqueline Barragan to me personally known, who being by me  
duly sworn, says that s/he is the Contract Adm Manager of Wells Fargo Equipment Finance,  
Inc., a Minnesota corporation, that said instrument was signed on behalf of said  
corporation, and s/he acknowledged that the execution of the foregoing instrument was  
the free act and deed of said corporation.



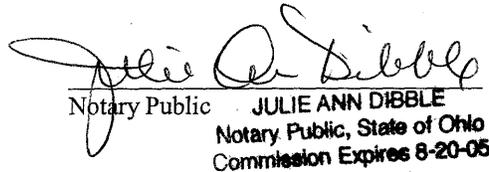
  
Notary Public

My commission expires: 1-31-2005

STATE OF OHIO  
COUNTY OF LUCAS

On this 18<sup>th</sup> day of August, 2003 before me personally appeared,  
Gary Smith to me personally known, who being by me duly  
sworn, says that w/he is the Vice President of The Andersons, Inc., an Ohio corporation  
Finance and Treasurer, that said instrument was signed on behalf of said corporation, and s/he acknowledged  
that the execution of the foregoing instrument was the free act and deed of said  
corporation.



  
Notary Public JULIE ANN DIBBLE  
Notary Public, State of Ohio  
Commission Expires 8-20-05