

RECORDATION NO. 25031 FILED

JUN 30 '04

4-09 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

June 30, 2004

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

Dear Mr. Williams:

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 June 30, 2004, 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 West Dussel Drive Maumee, OH 43537
Lessee:	Wellman, Inc. 5416 Parkway Plaza Blvd. Charlotte, NC 28217

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

36 railcars within the series AEX 5935 – AEX 9235

Mr. Vernon A. Williams  
June 30, 2004  
Page Two

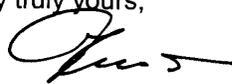
A short summary of the document to appear in the index follows:

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 document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "R. Alvord", with a horizontal line extending to the right.

Robert W. Alvord

RWA/anm  
Enclosures

**MEMORANDUM OF LEASE**

JUN 3 0 '04

**4-09 PM**

WITNESSETH

**SURFACE TRANSPORTATION BOARD**

This Memorandum of Lease is entered into as of the 30 day of June, 2004, by and between The Andersons, Inc., an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessor") and Wellman, Inc., a Delaware corporation, having its principal place of business at 5146 Parkway Plaza Boulevard, Charlotte, North Carolina 28217 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that Certain Master Lease Agreement #199301-WEL dated July 7, 1993 (the "Master Lease"), and Deal #R00288 dated as of February 20, 2004 (the "Assigned Schedule"), whereby Lessor leases to Lessee ~~twenty two (22)~~ **(36)** railcars bearing railroad reporting marks as noted on attached Exhibit "A" (collectively, the "Railcars") for the term of eighty-four (84) months starting July 1, 2004.
2. The parties desire to execute this Memorandum for purposes of memorializing of record the Lease Agreement 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.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

*[Signature Pages to Follow]*

LESSOR:

THE ANDERSONS, INC.

By:

Rasesh H. Shah

Title: President, Rail Group

STATE OF OHIO )

COUNTY OF LUCAS ) SS

:

The foregoing instrument was acknowledged before me this 18th day of May, 2004, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.

Susan E. Monro  
Notary Public

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SUSAN E. MONRO  
Notary Public, State of Ohio  
Attorney At Law  
My Commission Has  
No Expiration  
Section 147.03 R.C.

LESSEE:  
WELLMAN, INC.

By: Barbara Buckner

Printed  
Name: Barbara Buckner

Title: Rail Fleet Manager

STATE OF North Carolina

COUNTY OF Mecklenburg SS:

The foregoing instrument was acknowledged before me this 24 day of June, 2004, by Barbara Buckner, the Rail Fleet Mgr. of Wellman corporation, on behalf of the corporation.

  
Notary Public



(Remainder Of Page Intentionally Blank) My Commission Expires February 23, 2009

**EXHIBIT "A"**

**WELLMAN, INC.**

**36 COVERED HOPPERS**

**199301-WEL**

**DEAL #R00288**

1	AEX	5935
2	AEX	7607
3	AEX	7608
4	AEX	7610
5	AEX	7611
6	AEX	7612
7	AEX	7614
8	AEX	7615
9	AEX	7616
10	AEX	7617
11	AEX	7618
12	AEX	7634
13	AEX	8825
14	AEX	8877
15	AEX	8879
16	AEX	8977
17	AEX	9000
18	AEX	9004
19	AEX	9021
20	AEX	9026
21	AEX	9034
22	AEX	9235
23	AEX	7630
24	AEX	7632
25	AEX	7636
26	AEX	7368
27	AEX	7639
28	AEX	7640
29	AEX	7631
30	AEX	7633
31	AEX	7635
32	AEX	7637
33	AEX	7613
34	AEX	7641
35	AEX	7642
36	AEX	7643

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: \_\_\_\_\_

6/30/07



\_\_\_\_\_  
Robert W. Alvord