

RECORDATION NO. 25900-A FILED

OCT 13 '05 10-51 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
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October 5, 2005

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

Re: #R00861

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 Assignment of Lease Agreement, dated September 30, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease which is being filed with the Board under Recordation Number _____.

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

Assignor: The Andersons, Inc.
480 West Dussel Drive
Maumee, OH 43537

Assignee: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue
Investors Building, Suite 300
Minneapolis, MN 55479-2048

Mr. Vernon A. Williams
October 5, 2005
Page Two

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

25 covered hopper railcars within the series AEX 005097 – AEX 005960

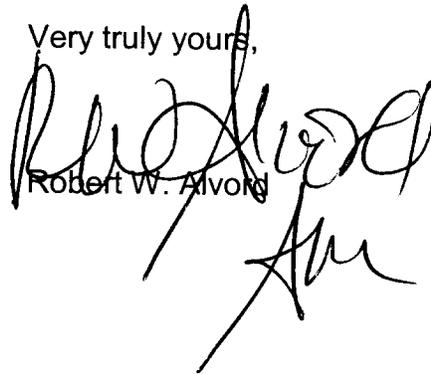
A short summary of the document to appear in the index is:

Memorandum of Assignment of Lease Agreement.

Also enclosed is a check in the amount of \$33.00 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,



Robert W. Alvord

RWA/anm
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT ("Assignment") is made entered into as of September 30, 2005, by and between The Andersons, Inc. ("Assignor") and Wells Fargo Equipment Finance, Inc. ("Assignee").

WHEREAS, The Anderson, Inc., as Lessor, and Bunge North America, Inc., as Lessee, have heretofore entered into that certain Master Lease Agreement #200101-BNA dated as of dated April 2, 2002 and Rider #R00861 dated August 1, 2005 (collectively, the "Lease") pertaining to the rail cars described therein ("Equipment"). Evidence of the Lease has been recorded with the Surface Transportation Board pursuant to 49 U.S.C. §11301 simultaneously with this Assignment and assigned recordation number _____.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Lease; and Assignee accepts such assignment.

This Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same assignment.

IN WITNESS WHEREOF, the parties have executed or caused this Assignment to be executed as of the day and year first written above.

(Signature Pages To Follow)

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SURFACE TRANSPORTATION BOARD

ASSIGNOR: THE ANDERSONS, INC.

By: Richard R. George
Richard R. George

Title: Vice President, Corporate Controller and CIO

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Richard R. George, Vice President, Corporate Controller and CIO 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 Maumee, Ohio this 30 day of ~~February~~ September, 2005.

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.

ASSIGNEE: WELLS FARGO EQUIPMENT FINANCE, INC.

By: *Maureen Berg*

Name: *Jacqueline Barraigan*

Title: *AVP*

STATE OF *Minnesota*)
) ss:
COUNTY OF *Hennepin*)

Before me, a Notary Public, in and for said county and state, personally appeared *Jacqueline P Barraigan*
the *AVP* of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, who
acknowledged that he/she 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 *Minneapolis, MN*
this *4th* day of *October*, 2005.



Patti H. DeYoung
Notary Public
My Commission Expires: *1/31/2010*

EXHIBIT "A"	
Bunge North America, Inc.	
25 covered hopper cars	
200101-BNAR22	
Deal #R00861	
1	AEX 005097
2	AEX 005098
3	AEX 005099
4	AEX 005100
5	AEX 005101
6	AEX 005103
7	AEX 005104
8	AEX 005105
9	AEX 005107
10	AEX 005108
11	AEX 005112
12	AEX 005114
13	AEX 005117
14	AEX 005118
15	AEX 005119
16	AEX 005120
17	AEX 005123
18	AEX 005125
19	AEX 005126
20	AEX 005127
21	AEX 005128
22	AEX 005199
23	AEX 005200
24	AEX 005202
25	AEX 005960