

RECORDATION NO. 26902-A FILED

APR 03 '07 -10 00 AM

SURFACE TRANSPORTATION BOARD

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

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

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

OF COUNSEL
URBAN A. LESTER

April 3, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of an Memorandum of Assignment of Lease Agreement, dated as of January 12, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Assignment and Assumption Agreement being filed with the Board under Recordation Number 26902.

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

Assignee: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue
Minneapolis, Minnesota 55479

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

Mr. Vernon A. Williams
April 3, 2007
Page 2

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

57 cars within the series NAHX 46231 - NAHX 63088, NAHX 190003 - NAHX 190716, NAHX 467214 - NAHX 490467 as more particularly set forth in the equipment schedule attached to the document, and NAHX 800241.

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 \$34.00 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/sem
Enclosures

APR 03 '07 -10 00 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT ("Assignment") is made and entered effective as of March 1, 2007, by and between The Andersons, Inc. ("Assignor") and Wells Fargo Equipment Finance, Inc. ("Assignee").

WHEREAS, General Electric Railcar Services Corporation, and subsequently assigned to The Andersons, Inc. as Lessor, and Union Pacific Railroad Company, as Lessee, have heretofore entered into that certain Car Leasing Agreement 8812-83 dated October 14, 1986, Rider No. 66 dated February 5, 2004, Rider No. 66 Renewal No. 1 dated December 12, 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 26902.

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.

[Signature Pages to Follow]

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

ASSIGNOR: THE ANDERSONS, INC.

By: Nicholas Conrad
Nicholas C. Conrad
Assistant Treasurer

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Nicholas C. Conrad, Assistant Treasurer of The Andersons, Inc., and he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its board of directors and that the same is the free act and deed of said officer and of said corporation.

27th In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio, this day of March, 2007.



Judy A. Baldwin
Notary Public
My commission expires 02/01/2010

JUDY A. BALDWIN
Notary Public, State of Ohio
Commission Expires 02/01/2010

Equipment

Union Pacific Railroad Company

	Current Stencil	New Stencil		Current Stencil	New Stencil
1	NAHX046231	AEX 014677	30	NAHX475842	AEX 014706
2	NAHX046430	AEX 014678	31	NAHX475848	AEX 014707
3	NAHX054390	AEX 014679	32	NAHX475849	AEX 014708
4	NAHX055347	AEX 014680	33	NAHX475851	AEX 014709
5	NAHX055411	AEX 014681	34	NAHX475854	AEX 014710
6	NAHX055621	AEX 014682	35	NAHX475855	AEX 014711
7	NAHX056492	AEX 014683	36	NAHX476269	AEX 014712
8	NAHX063032	AEX 014684	37	NAHX476327	AEX 014713
9	NAHX063088	AEX 014685	38	NAHX477124	AEX 014714
10	NAHX190003	AEX 014686	39	NAHX477982	AEX 014715
11	NAHX190076	AEX 014687	40	NAHX478054	AEX 014716
12	NAHX190716	AEX 014688	41	NAHX479022	AEX 014717
13	NAHX467214	AEX 014689	42	NAHX479751	AEX 014718
14	NAHX470230	AEX 014690	43	NAHX480813	AEX 014719
15	NAHX470432	AEX 014691	44	NAHX480947	AEX 014720
16	NAHX470713	AEX 014692	45	NAHX480970	AEX 014721
17	NAHX475032	AEX 014693	46	NAHX482567	AEX 014722
18	NAHX475104	AEX 014694	47	NAHX482619	AEX 014723
19	NAHX475819	AEX 014695	48	NAHX482636	AEX 014724
20	NAHX475820	AEX 014696	49	NAHX483178	AEX 014725
21	NAHX475824	AEX 014697	50	NAHX483189	AEX 014726
22	NAHX475828	AEX 014698	51	NAHX483203	AEX 014727
23	NAHX475829	AEX 014699	52	NAHX483235	AEX 014728
24	NAHX475830	AEX 014700	53	NAHX484479	AEX 014729
25	NAHX475831	AEX 014701	54	NAHX484962	AEX 014730
26	NAHX475833	AEX 014702	55	NAHX486464	AEX 014731
27	NAHX475835	AEX 014703	56	NAHX490467	AEX 014732
28	NAHX475836	AEX 014704	57	NAHX800241	AEX 014733
29	NAHX475839	AEX 014705			