

RECORDATION NO. 25873-C FILED

AUG 07 08 -1 00 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL  
URBAN A. LESTER

August 7, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Termination, dated as of July 31, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 25873-A.

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

Lessor: ORIX CF Railcar, LLC (successor in interest to ORIX Financial Services, Inc.)  
1717 Main St. Suite 1100  
Dallas, TX 75201

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

Anne K. Quinlan, Esquire  
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A description of the railroad equipment covered by the enclosed document is:

25 railcars within the series NAHX 92943 - NAHX 94561 as more particularly set forth in the equipment schedule attached to the document.

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

Memorandum of Lease Termination.

Also enclosed is a check in the amount of \$41.00 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

AUG 07 '08 -1 00 PM

MEMORANDUM OF LEASE TERMINATION

SURFACE TRANSPORTATION BOARD

Memorandum of Lease Termination ("Lease Termination") is made and entered into effective the 31<sup>st</sup> day of July, 2008 by and between ORIX CF Railcar, LLC (successor in interest to ORIX Financial Services, Inc. ("Lessor") and The Andersons, Inc. ("Lessee").

WITNESSETH

The undersigned have entered into an agreement effective July 31, 2008, whereby Lessor and Lessee have agreed to terminate those leases described in Exhibit A ("Leases") which Leases had been previously been filed with the Surface Transportation Board on the dates set forth on Exhibit A, with the recording information for such Leases also being set forth on Exhibit A for the railroad equipment bearing reporting marks and road numbers as listed on Exhibit A attached hereto.

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 hereto have each caused this Lease Termination to be duly executed as of the date and year first above written.

(SIGNATURE PAGE ON NEXT PAGE)

**ASSIGNOR:**

ORIX CF RAILCAR, LLC,  
successor in interest to  
ORIX FINANCIAL SERVICES, INC.

By: \_\_\_\_\_

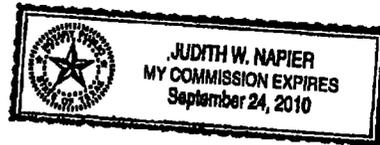
Name: Christopher L. Smith  
Title: Authorized Representative

STATE OF TEXAS )

COUNTY OF DALLAS ) ss: Dallas

On this 1 day of AUGUST, 2008, before me personally appeared Christopher L. Smith, to me personally known, who being duly sworn, says that he is the Authorized Representative of ORIX CF Railcar, LLC, successor in interest to ORIX Financial Services, Inc. that said instrument was signed on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

Judith W. Napier  
Notary Public  
My Commission Expires: 9-24-2010



LESSEE:

THE ANDERSONS, INC.

By: Nicholas C. Conrad  
Nicolas C. Conrad  
Title: Assistant Treasurer

STATE OF OHIO )

COUNTY OF LUCAS ) ss:

On this 1<sup>st</sup> day of August, 2008, before me personally appeared Nicholas C. Conrad, to me personally known, who being duly sworn, says that he is the Assistant Treasurer of The Andersons, Inc., and that said instrument was signed on behalf of said company by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Judy A. Baldwin  
Notary Public  
My Commission Expires: 02/01/2010

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

**EXHIBIT A**  
**LEASES**

1. Master Lease Agreement between ORIX Financial Services, Inc. and The Andersons, Inc. made and entered into as of September 30, 2005 and its related Master Lease Schedule No. 1 made and entered into as of September 30, 2005, which was filed with the Surface Transportation Board on September 30, 2005 at Recordation No. #25873-A for the railroad equipment bearing the following railroad marks and numbers:

1	NAHX092943	6	NAHX093210	11	NAHX093638	16	NAHX094029	21	NAHX094163
2	NAHX092958	7	NAHX093242	12	NAHX093654	17	NAHX094039	22	NAHX094164
3	NAHX092973	8	NAHX093374	13	NAHX094020	18	NAHX094107	23	NAHX094165
4	NAHX092985	9	NAHX093413	14	NAHX094022	19	NAHX094161	24	NAHX094539
5	NAHX092993	10	NAHX093519	15	NAHX094024	20	NAHX094162	25	NAHX094561

2. Master Lease Agreement between ORIX Financial Services, Inc. and The Andersons, Inc. made and entered into as of September 30, 2005 and its related Master Lease Schedule No. 2 made and entered into as of September 30, 2005, which was filed with the Surface Transportation Board on September 30, 2005 at Recordation No. #25874-A for the railroad equipment bearing the following railroad marks and numbers:

1	MDW007100	21	MDW007123	41	MDW007145	61	MDW007166	81	MDW007186
2	MDW007101	22	MDW007124	42	MDW007146	62	MDW007167	82	MDW007187
3	MDW007103	23	MDW007125	43	MDW007147	63	MDW007168	83	MDW007188
4	MDW007104	24	MDW007126	44	MDW007148	64	MDW007169	84	MDW007189
5	MDW007105	25	MDW007127	45	MDW007149	65	MDW007170	85	MDW007190
6	MDW007106	26	MDW007128	46	MDW007150	66	MDW007171	86	MDW007192
7	MDW007107	27	MDW007129	47	MDW007151	67	MDW007172	87	MDW007193
8	MDW007109	28	MDW007130	48	MDW007152	68	MDW007173	88	MDW007194
9	MDW007110	29	MDW007131	49	MDW007153	69	MDW007174	89	MDW007195
10	MDW007112	30	MDW007133	50	MDW007154	70	MDW007175	90	MDW007196
11	MDW007113	31	MDW007134	51	MDW007155	71	MDW007176	91	MDW007197
12	MDW007114	32	MDW007135	52	MDW007156	72	MDW007177	92	MDW007198
13	MDW007115	33	MDW007136	53	MDW007157	73	MDW007178	93	MDW007199
14	MDW007116	34	MDW007137	54	MDW007158	74	MDW007179	94	MDW007200
15	MDW007117	35	MDW007138	55	MDW007160	75	MDW007180	95	MDW007201
16	MDW007118	36	MDW007139	56	MDW007161	76	MDW007181	96	MDW007202
17	MDW007119	37	MDW007140	57	MDW007162	77	MDW007182	97	MDW007203
18	MDW007120	38	MDW007141	58	MDW007163	78	MDW007183	98	MDW007204
19	MDW007121	39	MDW007142	59	MDW007164	79	MDW007184		
20	MDW007122	40	MDW007143	60	MDW007165	80	MDW007185		

A Partial Release was filed with the Surface Transportation Board on May 3, 2007 at filed at Recordation No. #25874-C for railroad equipment marked as MDW007115.

3. Master Lease Agreement between ORIX Financial Services, Inc. and The Andersons, Inc. made and entered into as of September 30, 2005 and its related Master Lease Schedule No. 8 made and entered into as of February 28, 2006, which was filed with the Surface Transportation Board on February 28, 2006 at Recordation No. #26222-B for the railroad equipment bearing the following railroad marks and numbers:

1	AEX 005818	7	AEX 006276
2	AEX 005874	8	AEX 006277
3	AEX 005915	9	AEX 006279
4	AEX 005930	10	AEX 006280
5	AEX 006274	11	AEX 006288
6	AEX 006275	12	AEX 006289

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: 8/7/08



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