

RECORDATION NO.

26105-<sup>C</sup>  
FILED

DEC 30 '08

-8 00 AM

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

SURFACE TRANSPORTATION BOARD

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

20036

OF COUNSEL  
URBAN A. LESTER

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

December 30, 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, dated as of October 10, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 26105.

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

Lessor:	The Andersons, Inc. 480 West Dussel Drive Maumee, Ohio 43537
Lessee:	Bunge North America 11720 Borman Drive P.O. Box 28500 St. Louis, Missouri 63146-1000

Anne K. Quinlan, Esquire  
December 30, 2008  
Page 2

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

9 box cars within the series AEX 205 - AEX 253 as more particularly set forth in the equipment schedule attached to the document.

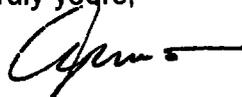
A short summary of the document to appear in the index is:

Memorandum of Lease.

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

RECORDATION NO. 26105-C FILED

DEC. 30 '08 -8 00 AM

SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF LEASE**

**WITNESSETH**

This Memorandum of Lease is entered into as of the 10<sup>th</sup> day of October, 2008, by and between **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, Ohio 43537 (hereinafter "Lessor") and **Bunge North America, Inc.**, a New York corporation, having its principal place of business at 11720 Borman Drive, St. Louis, Missouri 63146 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement #200101-BNA dated April 2, 2002 and made effective as of September 21, 2001 (the "Master Lease"), and Rider #200101-BNAR25 Deal #R01314 dated as of October 10, 2008 (the "Schedule"), whereby Lessor leases to Lessee nine (9) railcars bearing railroad reporting marks as noted on attached Exhibit A.
2. The parties desire to execute this Memorandum of Lease for purposes of memorializing of record the Master Lease 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.

***[Signature Pages to Follow]***

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

Lessee

**BUNGE NORTH AMERICA, INC.**

By: *Darrell R. Wallace*

Printed Name: Darrell R. Wallace

Title: Vice President, Transportation

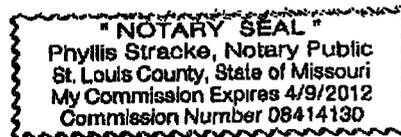
Date: 10/1/08

STATE OF MISSOURI )

COUNTY OF ST. LOUIS ) SS:

The foregoing instrument was acknowledged before me this 1st day of October, 2008, by Darrell R. Wallace, the Vice President of Bunge North America, Inc., a New York corporation, on behalf of the corporation.

*Phyllis Stracke*  
Notary Public



**LESSOR:**

**THE ANDERSONS, INC.**

By: Rasesh H. Shah  
Printed  
Name: Rasesh H. Shah

Title: President, Rail Group

Date: 10/10/08

STATE OF OHIO )

COUNTY OF LUCAS ) SS:

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of October, 2008, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.



Julie Ann Dibble  
Julie Ann Dibble  
Notary Public, State of Ohio  
My Commission Expires 08-20-2010

**EXHIBIT A**

**Car List  
Nine (9) Box Car Cars**

1	BAEX000205
2	BAEX000218
3	BAEX000220
4	BAEX000226
5	BAEX000227
6	BAEX000240
7	BAEX000250
8	BAEX000251
9	BAEX000253

**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: 12/30/08



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