

RECORDATION NO. 26377-A FILED

NOV 13 '09 -1 00 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

November 13, 2009

Anne K. Quinlan, Esq.
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 Assignment of Lease Agreement, dated as of October 30, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 26377.

The name and address of the party to the enclosed document are:

Assignor: Greenbrier Leasing Company LLC
One Centerpointe Drive
Suite 200
Lake Oswego, OR 97035

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

Anne K. Quinlan, Esq.
November 13, 2009
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A description of the railroad equipment covered by the enclosed document is:

77 railcars: WLPX 35001 - WLPX 35044 and WLPX 35046 - 35078.

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 \$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

NOV 13 '09 -1 00 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT ("Assignment") is made and entered effective as of October 30, 2009 by and between Greenbrier Leasing Company LLC, formerly Greenbrier Leasing Corporation ("Assignor") and The Andersons, Inc. ("Assignee").

WHEREAS, Assignor, as Lessor, and Westlake Polymers, LP, as Lessee, have heretofore entered into that certain Equipment Lease Agreement dated July 1, 2005 ("Lease") pertaining to the rail cars described herein ("Equipment"). Evidence of the Lease has been recorded with the Surface Transportation Board pursuant to 49 U.S.C. §11301 on June 5, 2006 and assigned Recordation Number 26377

WHEREAS, Assignor and Assignee have entered into that certain Assignment and Assumption Agreement ("Assignment"), dated as of October 30, 2009, whereby the Assignor has agreed to assign to the Assignee and the Assignee has agreed to assume from the Assignor the Lease.

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 C 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

In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio, this 28th day of October, 2009



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

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

ASSIGNEE: Greenbrier Leasing Company LLC

By: *[Signature]*

Name: Larry Stanley

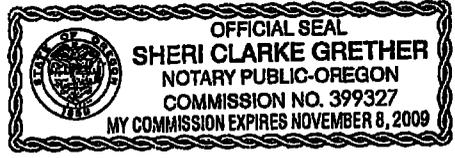
Title: Vice President

STATE OF OREGON)
) ss:
COUNTY OF CLACKAMAS)

Before me, a Notary Public, in and for said county and state, personally appeared Larry Stanley, to me personally known, who being by me duly sworn, acknowledged that s/he is a Vice President of Greenbrier Leasing Company LLC, an Oregon limited liability company, and that he/she, being thereunto duly authorized, did sign the foregoing instrument in behalf of said company and that the same is the free act and deed of said officer and of said company.

In Testimony Whereof, I have hereunto set my hand and official seal at Lake Oswego, Oregon this 28th day of October, 2009.

[Signature]
Notary Public
My Commission Expires. 11-8-2009



EQUIPMENT
Railcars

Car Mark	Car Number
WLPX	35001
WLPX	35002
WLPX	35003
WLPX	35004
WLPX	35005
WLPX	35006
WLPX	35007
WLPX	35008
WLPX	35009
WLPX	35010
WLPX	35011
WLPX	35012
WLPX	35013
WLPX	35014
WLPX	35015
WLPX	35016
WLPX	35017
WLPX	35018
WLPX	35019
WLPX	35020
WLPX	35021
WLPX	35022
WLPX	35023
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WLPX	35025
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WLPX	35028
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WLPX	35034
WLPX	35035
WLPX	35039
WLPX	35040
WLPX	35041
WLPX	35042
WLPX	35043

Car Mark	Car Number
WLPX	35044
WLPX	35046
WLPX	35047
WLPX	35048
WLPX	35049
WLPX	35050
WLPX	35051
WLPX	35052
WLPX	35053
WLPX	35054
WLPX	35055
WLPX	35056
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WLPX	35067
WLPX	35068
WLPX	35069
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WLPX	35071
WLPX	35072
WLPX	35073
WLPX	35074
WLPX	35075
WLPX	35076
WLPX	35077
WLPX	35078
WLPX	35029
WLPX	35036
WLPX	35037
WLPX	35038
Total Cars. 77	

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.

11/13/09



Robert W. Alvord