

OSTER RESEARCHING SERVICES

12897 Colonial Drive
Mt. Airy, Maryland 21771
(301) 253-6040
maryannoster@comcast.net

November 30, 2011

RECORDATION NO. 30005 FILED

NOV 30 '11 -2 5 1 PM

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D C. 20423

SURFACE TRANSPORTATION BOARD

Dear Section Chief.

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Schedule #1 to Full Service Master
Lease Agreement dated 1/05/11

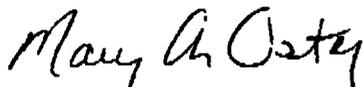
Lessor: Wells Fargo Equipment Finance, Inc. dba Midwest
Railcar Capital Equipment Company
733 Marquette Avenue
Minneapolis, MN 55402

Lessee: Perdue Agribusiness, Inc.
31149 Old Ocean City Road
Salisbury, MD 21804

Equipment: 142, Railcars
MCEX 350756-350923, NI

Please record this agreement as a primary document. The filing fee of \$41 is enclosed.
Thank you.

Sincerely,



Mary Ann Oster
Research Consultant

RECORDATION NO. 30005 FILED

NOV 30 '11 -2 5 1 PM

SURFACE TRANSPORTATION BOARD

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

**MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY**

as Lessor

and

PERDUE AGRIBUSINESS, INC.

as Lessee

MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of January 5, 2011, by and between WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation ("Lessor"), and PERDUE AGRIBUSINESS, INC., a Maryland Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #1 dated January 5, 2011 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of February 29, 2008 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #1.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #1 to Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A
MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY
Lessor

By: Renee A Bakos

Printed Name: Renee A Bakos

Title: AVP/Contract Analyst

Date: 11/26/11

PERDUE AGRIBUSINESS, INC.
Lessee

By: Sharon G Clark

Printed Name: Sharon G. Clark

Title: Vice President Transportation

Date: 1/7/11

STATE OF Minnesota, COUNTY OF Hennepin, TO WIT:

On this 28 day of NOV., 2011 before me appeared, Renee A. Bakos to me personally known, who being by me duly sworn, says that he is the AVP/Contract Analyst of WELLS FARGO EQUIPMENT FINANCE, INC. D/B/A MIDWEST RAILCAR CAPITAL EQUIPMENT COMPANY, a Minnesota Corporation, that said instrument was signed on NOV. 28, 2011 on behalf of said corporation 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 corporation.



Jeanne E Samuelson
Notary Public

My commission expires.

STATE OF Maryland, COUNTY OF Wicomico, TO WIT:

On this 1st day of January, 2011 before me appeared, Baron G Clark, to me personally known, who being by me duly sworn, says that he is a VP Transportation of PERDUE AGRIBUSINESS, INC., a Maryland Corporation, that said instrument was signed and sealed on January 1, 2011 on behalf of said corporation 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 corporation.

[Notarial Seal]

M Kathleen Rose
Notary Public

My commission expires:

October 11, 2013

EXHIBIT A
DESCRIPTION OF RAILCARS

One Hundred Forty-Two (142) Railcars with Reporting Marks and Numbers as follows:

Car Mark Number	Car Mark Number	Car Mark Number	Car Mark Number
MCEX350756	MCEX350798	MCEX350842	MCEX350883
MCEX350757	MCEX350799	MCEX350843	MCEX350884
MCEX350758	MCEX350800	MCEX350844	MCEX350885
MCEX350759	MCEX350802	MCEX350845	MCEX350886
MCEX350761	MCEX350804	MCEX350847	MCEX350887
MCEX350762	MCEX350806	MCEX350848	MCEX350888
MCEX350763	MCEX350807	MCEX350849	MCEX350889
MCEX350764	MCEX350808	MCEX350850	MCEX350890
MCEX350766	MCEX350809	MCEX350851	MCEX350891
MCEX350767	MCEX350810	MCEX350852	MCEX350892
MCEX350768	MCEX350811	MCEX350853	MCEX350893
MCEX350769	MCEX350814	MCEX350854	MCEX350895
MCEX350770	MCEX350815	MCEX350855	MCEX350896
MCEX350771	MCEX350816	MCEX350856	MCEX350897
MCEX350773	MCEX350817	MCEX350857	MCEX350898
MCEX350774	MCEX350818	MCEX350858	MCEX350900
MCEX350775	MCEX350819	MCEX350859	MCEX350892
MCEX350776	MCEX350820	MCEX350862	MCEX350903
MCEX350777	MCEX350821	MCEX350863	MCEX350904
MCEX350778	MCEX350822	MCEX350865	MCEX350905
MCEX350779	MCEX350823	MCEX350866	MCEX350906
MCEX350780	MCEX350825	MCEX350867	MCEX350907
MCEX350781	MCEX350826	MCEX350868	MCEX350908
MCEX350782	MCEX350828	MCEX350869	MCEX350909
MCEX350783	MCEX350829	MCEX350870	MCEX350910
MCEX350784	MCEX350830	MCEX350871	MCEX350911
MCEX350787	MCEX350831	MCEX350872	MCEX350912
MCEX350788	MCEX350832	MCEX350873	MCEX350913
MCEX350789	MCEX350833	MCEX350874	MCEX350914
MCEX350790	MCEX350835	MCEX350875	MCEX350916
MCEX350791	MCEX350836	MCEX350876	MCEX350917
MCEX350792	MCEX350837	MCEX350877	MCEX350918
MCEX350793	MCEX350838	MCEX350878	MCEX350921
MCEX350794	MCEX350839	MCEX350879	MCEX350923
MCEX350795	MCEX350840	MCEX350880	
MCEX350796	MCEX350841	MCEX350881	