

RECORDATION NO. 30151 FILED
March 30, 2012 03:30 PM
SURFACE TRANSPORTATION BOARD

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March 30, 2012

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

Dear Section Chief,

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 August 17, 2011, a primary document as defined in the Board's Rules for the Recordation of Documents.

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, Inc. 11720 Borman Drive St. Louis, Missouri 63146

Chief
Section of Administration
March 30, 2012
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A description of the railroad equipment covered by the enclosed document is:

27 covered hopper railcars: AEX 005073, AEX 005102, AEX 005343, AEX 005344, AEX 005345, AEX 005346, AEX 005347, AEX 005348, AEX 005349, AEX 005350, AEX 005351, AEX 005353, AEX 005354, AEX 005355, AEX 005356, AEX 005357, AEX 005358, AEX 005359, AEX 005360, AEX 005362, AEX 005363, AEX 005364, AEX 005365, AEX 005366, AEX 007551, AEX 007553, AEX 007895

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,



Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 17th day of August, 2011, 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 63146-1000 (hereinafter "Lessee").

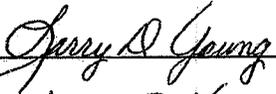
1. Lessor and Lessee are parties to that certain Full Service Lease Agreement #200101-BNA dated April 2, 2002 and made effective as of September 21, 2001 (the "Master Lease"), and Rider #200101-BNAR34, Deal #R01825 dated effective as of August 1, 2011 (the "Schedule"), whereby Lessor leases to Lessee twenty-seven (27) 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 Page to Follow]

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessee. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessee

BUNGE NORTH AMERICA, INC.

Witness: 
Printed
Name: Larry D. Young

By: 
Printed
Name: Darrell R. Wallace

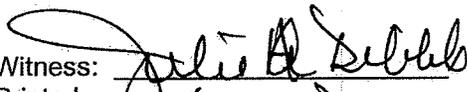
Title: Vice President, Transportation

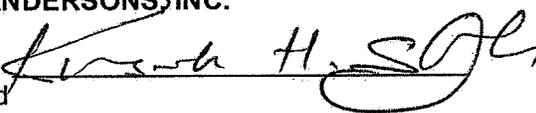
Date: 08/17/2014

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessor

THE ANDERSONS, INC.

Witness: 
Printed
Name: Julie A. Sible

By: 
Printed
Name: Rasesh H. Shah

Title: President, Rail Group

Date: 8/22/2011

EXHIBIT A

**Car List
Twenty-Seven (27) Covered Hopper Cars**

1	AEX 005073
2	AEX 005102
3	AEX 005343
4	AEX 005344
5	AEX 005345
6	AEX 005346
7	AEX 005347
8	AEX 005348
9	AEX 005349
10	AEX 005350
11	AEX 005351
12	AEX 005353
13	AEX 005354
14	AEX 005355
15	AEX 005356
16	AEX 005357
17	AEX 005358
18	AEX 005359
19	AEX 005360
20	AEX 005362
21	AEX 005363
22	AEX 005364
23	AEX 005365
24	AEX 005366
25	AEX 007551
26	AEX 007553
27	AEX 007895

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 3/30/12

Edward M Luria
Edward M. Luria