

RECORDATION NO 30304-A FILED  
July 18, 2012 09:45 AM  
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

July 18, 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 Assignment of Lease Agreement, dated as of July 11, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease being filed with the Board under Recordation Number 30304.

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

Assignor: The Andersons, Inc.  
480 West Dussel Drive  
Maumee, Ohio 43537

Assignee: Siemens Financial Services, Inc.  
170 Wood Avenue South  
Iselin, NJ 08830

Chief  
Section of Administration  
July 18, 2012  
Page 2

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

196 covered hopper railcars within the series AEX 015735 – AEX 015929 and CGLX 002001 – CGLX 002199 (to be remarked and numbered within the series AEX 015735 – AEX 015931) as more particularly set forth in the attachment to the document

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,

A handwritten signature in black ink, appearing to read 'E. M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT**

This **MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT** (“Assignment”) is made entered into as of July 11, 2012 by and between The Andersons, Inc. (“Assignor”) and Siemens Financial Services, Inc. (“Assignee”).

**WHEREAS**, Assignor and Lessee entered into a certain Full Service Lease Agreement, Lease Number #200101-BNA (the “Master Lease”);

**WHEREAS**, Assignor and Lessee entered into a certain Full Service Lease Agreement, Rider #200101-BNA35, Deal #R01952, dated effective as of March 26, 2012 for the Cars described on the attached **Exhibit A**, (collectively with Master Lease, the “Lease”) providing for the lease of such Cars from Assignor subject to the terms and conditions set forth therein Evidence of the Lease has been recorded with the STB pursuant to 49 U.S.C. §11301 simultaneously with this Assignment and assigned recordation number 30304.

**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 Page 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 Conrad*  
Nicholas C. Conrad  
Title: Vice President, Finance and 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, Vice President, Finance and Treasurer of The Andersons, Inc., an Ohio corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said company and by authority of its Board of Directors on behalf of the company and that the same is the free act and deed of said officer and of said company.

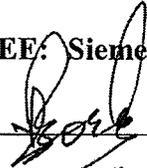
In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio this 11 day of July, 2012.



LINDSAY FISHER  
Notary Public, State of Ohio  
My Commission Expires 8/31/14

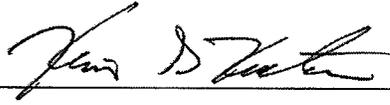
*Lindsay Fisher*  
Notary Public

ASSIGNEE: Siemens Financial Services, Inc.

By: 

Name: Dhairyasheel Borde

Title: Director, Credit

By: 

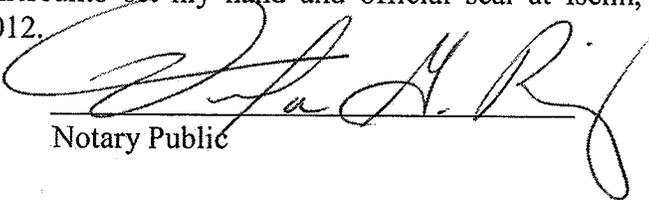
Name: Kevin S. Keaton  
Director, Operations

Title: \_\_\_\_\_

STATE OF NEW JERSEY )  
COUNTY OF MIDDLESEX ) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Dhairyasheel Borde, Director, Credit and Kevin S. Keaton, Director, Operations, both of Siemens Financial Services, Inc., a Delaware corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said authorized signatory and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Iselin, New Jersey this 11<sup>th</sup> day of July, 2012.

  
Notary Public

Voula G Ring  
Notary Public  
New Jersey  
My Commission Expires 11-3-13

## Exhibit A

### Equipment

	Current Mark	New Mark		Current Mark	New Mark		Current Mark	New Mark
1	AEX 015735	AEX 015735	67	AEX 015898	AEX 015898	133	CGLX002087	AEX 015822
2	AEX 015737	AEX 015737	68	AEX 015901	AEX 015901	134	CGLX002088	AEX 015823
3	AEX 015739	AEX 015739	69	AEX 015902	AEX 015902	135	CGLX002089	AEX 015824
4	AEX 015740	AEX 015740	70	AEX 015904	AEX 015904	136	CGLX002092	AEX 015827
5	AEX 015741	AEX 015741	71	AEX 015905	AEX 015905	137	CGLX002093	AEX 015828
6	AEX 015743	AEX 015743	72	AEX 015906	AEX 015906	138	CGLX002095	AEX 015830
7	AEX 015749	AEX 015749	73	AEX 015908	AEX 015908	139	CGLX002097	AEX 015832
8	AEX 015753	AEX 015753	74	AEX 015909	AEX 015909	140	CGLX002098	AEX 015833
9	AEX 015757	AEX 015757	75	AEX 015912	AEX 015912	141	CGLX002100	AEX 015835
10	AEX 015759	AEX 015759	76	AEX 015915	AEX 015915	142	CGLX002102	AEX 015837
11	AEX 015761	AEX 015761	77	AEX 015916	AEX 015916	143	CGLX002103	AEX 015838
12	AEX 015764	AEX 015764	78	AEX 015918	AEX 015918	144	CGLX002104	AEX 015839
13	AEX 015769	AEX 015769	79	AEX 015920	AEX 015920	145	CGLX002105	AEX 015840
14	AEX 015773	AEX 015773	80	AEX 015923	AEX 015923	146	CGLX002106	AEX 015841
15	AEX 015774	AEX 015774	81	AEX 015924	AEX 015924	147	CGLX002107	AEX 015842
16	AEX 015778	AEX 015778	82	AEX 015927	AEX 015927	148	CGLX002109	AEX 015844
17	AEX 015782	AEX 015782	83	AEX 015929	AEX 015929	149	CGLX002110	AEX 015845
18	AEX 015785	AEX 015785	84	CGLX002001	AEX 015736	150	CGLX002111	AEX 015846
19	AEX 015787	AEX 015787	85	CGLX002003	AEX 015738	151	CGLX002113	AEX 015848
20	AEX 015791	AEX 015791	86	CGLX002007	AEX 015742	152	CGLX002114	AEX 015849
21	AEX 015792	AEX 015792	87	CGLX002009	AEX 015744	153	CGLX002116	AEX 015851
22	AEX 015793	AEX 015793	88	CGLX002010	AEX 015745	154	CGLX002119	AEX 015854
23	AEX 015794	AEX 015794	89	CGLX002011	AEX 015746	155	CGLX002120	AEX 015855
24	AEX 015796	AEX 015796	90	CGLX002012	AEX 015747	156	CGLX002121	AEX 015856
25	AEX 015799	AEX 015799	91	CGLX002013	AEX 015748	157	CGLX002122	AEX 015857
26	AEX 015800	AEX 015800	92	CGLX002015	AEX 015750	158	CGLX002123	AEX 015858
27	AEX 015801	AEX 015801	93	CGLX002016	AEX 015751	159	CGLX002124	AEX 015859
28	AEX 015803	AEX 015803	94	CGLX002017	AEX 015752	160	CGLX002125	AEX 015860
29	AEX 015806	AEX 015806	95	CGLX002019	AEX 015754	161	CGLX002131	AEX 015866
30	AEX 015807	AEX 015807	96	CGLX002020	AEX 015755	162	CGLX002132	AEX 015867
31	AEX 015809	AEX 015809	97	CGLX002021	AEX 015756	163	CGLX002133	AEX 015868
32	AEX 015810	AEX 015810	98	CGLX002023	AEX 015758	164	CGLX002134	AEX 015869
33	AEX 015812	AEX 015812	99	CGLX002025	AEX 015760	165	CGLX002135	AEX 015870
34	AEX 015814	AEX 015814	100	CGLX002027	AEX 015762	166	CGLX002137	AEX 015872
35	AEX 015815	AEX 015815	101	CGLX002028	AEX 015763	167	CGLX002139	AEX 015874
36	AEX 015817	AEX 015817	102	CGLX002030	AEX 015765	168	CGLX002141	AEX 015876
37	AEX 015819	AEX 015819	103	CGLX002031	AEX 015766	169	CGLX002143	AEX 015878
38	AEX 015821	AEX 015821	104	CGLX002032	AEX 015767	170	CGLX002147	AEX 015882

39	AEX 015825	AEX 015825	105	CGLX002033	AEX 015768	171	CGLX002150	AEX 015885
40	AEX 015826	AEX 015826	106	CGLX002035	AEX 015770	172	CGLX002151	AEX 015886
41	AEX 015829	AEX 015829	107	CGLX002036	AEX 015771	173	CGLX002152	AEX 015887
42	AEX 015831	AEX 015831	108	CGLX002037	AEX 015772	174	CGLX002153	AEX 015888
43	AEX 015834	AEX 015834	109	CGLX002040	AEX 015775	175	CGLX002157	AEX 015891
44	AEX 015836	AEX 015836	110	CGLX002041	AEX 015776	176	CGLX002161	AEX 015894
45	AEX 015843	AEX 015843	111	CGLX002042	AEX 015777	177	CGLX002162	AEX 015895
46	AEX 015847	AEX 015847	112	CGLX002044	AEX 015779	178	CGLX002163	AEX 015896
47	AEX 015850	AEX 015850	113	CGLX002045	AEX 015780	179	CGLX002164	AEX 015897
48	AEX 015852	AEX 015852	114	CGLX002046	AEX 015781	180	CGLX002166	AEX 015899
49	AEX 015853	AEX 015853	115	CGLX002048	AEX 015783	181	CGLX002167	AEX 015900
50	AEX 015861	AEX 015861	116	CGLX002049	AEX 015784	182	CGLX002170	AEX 015903
51	AEX 015862	AEX 015862	117	CGLX002051	AEX 015786	183	CGLX002174	AEX 015907
52	AEX 015863	AEX 015863	118	CGLX002053	AEX 015788	184	CGLX002177	AEX 015910
53	AEX 015864	AEX 015864	119	CGLX002054	AEX 015789	185	CGLX002178	AEX 015911
54	AEX 015865	AEX 015865	120	CGLX002055	AEX 015790	186	CGLX002180	AEX 015913
55	AEX 015871	AEX 015871	121	CGLX002060	AEX 015795	187	CGLX002182	AEX 015914
56	AEX 015873	AEX 015873	122	CGLX002062	AEX 015797	188	CGLX002185	AEX 015917
57	AEX 015875	AEX 015875	123	CGLX002063	AEX 015798	189	CGLX002187	AEX 015919
58	AEX 015877	AEX 015877	124	CGLX002067	AEX 015802	190	CGLX002189	AEX 015921
59	AEX 015879	AEX 015879	125	CGLX002069	AEX 015804	191	CGLX002190	AEX 015922
60	AEX 015880	AEX 015880	126	CGLX002070	AEX 015805	192	CGLX002193	AEX 015925
61	AEX 015883	AEX 015883	127	CGLX002073	AEX 015808	193	CGLX002194	AEX 015926
62	AEX 015884	AEX 015884	128	CGLX002076	AEX 015811	194	CGLX002196	AEX 015928
63	AEX 015889	AEX 015889	129	CGLX002078	AEX 015813	195	CGLX002198	AEX 015930
64	AEX 015890	AEX 015890	130	CGLX002081	AEX 015816	196	CGLX002199	AEX 015931
65	AEX 015892	AEX 015892	131	CGLX002083	AEX 015818			
66	AEX 015893	AEX 015893	132	CGLX002085	AEX 015820			

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: 7/18/12

Edward M Luria  
Edward M. Luria