

RECORDATION NO 30326 FILED
August 09, 2012 08:00 AM
SURFACE TRANSPORTATION BOARD

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August 9, 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 July 24, 2012, 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, OH 43537
Lessee:	General Mills Operations, LLC 1 General Mills Boulevard Minneapolis, MN 55426

Chief
Section of Administration
August 9, 2012
Page 2

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

25 covered hopper railcars within the series AEX 012985 – AEX 013026 and AEX 017374 – AEX 017480 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 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,

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

↓ Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 24th day of July, 2012, 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 **General Mills Operations, LLC** (formerly known as General Mills Operations Inc.), a Delaware corporation, having its principal place of business at Number One General Mills Blvd., Minneapolis, Minnesota 55440 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated August 1, 1996 (the "Master Lease"), and Rider Deal #R01999 dated effective as of July 1, 2012 (the "Schedule"), whereby Lessor leases to Lessee twenty-five (25) 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

GENERAL MILLS OPERATIONS, LLC

Witness: KB
Printed
Name: KARI BROWN

By: [Signature]
Printed
Name: JOHN M. WIEBOLD

Title: DIRECTOR OF GRAIN OPERATIONS

Date: 7-16-12

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: [Signature]
Printed
Name: Julie A Dibble

By: [Signature]
Printed
Name: Rasesh H. Shah

Title: President, Rail Group

Date: 7/24/2012

EXHIBIT A
TO THE MEMORANDUM OF LEASE
Deal #R01999
Car List
Twenty-Five (25) Covered Hopper Cars

1	AEX 012985
2	AEX 012988
3	AEX 012989
4	AEX 012990
5	AEX 013019
6	AEX 013020
7	AEX 013022
8	AEX 013024
9	AEX 013025
10	AEX 013026
11	AEX 017374
12	AEX 017376
13	AEX 017377
14	AEX 017378
15	AEX 017380
16	AEX 017381
17	AEX 017383
18	AEX 017393
19	AEX 017397
20	AEX 017416
21	AEX 017426
22	AEX 017470
23	AEX 017473
24	AEX 017476
25	AEX 017480

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: 8/9/12

Edward M Luria
Edward M. Luria