

RECORDATION NO 30392

FILED

September 20, 2012 04:30 PM

SURFACE TRANSPORTATION BOARD

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ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

September 20, 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 December 28, 2005, 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 W. Dussel Drive  
Maumee, Ohio 43537

Lessee: Knappen Milling Company  
110 South Water Street  
Augusta, Michigan, 49012

Section Chief  
September 20, 2012  
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A description of the railroad equipment covered by the enclosed document is:

10 covered hopper railcars within the series AEX 6098 – AEX 6123 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 \$42.00 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 28<sup>th</sup> day of December, 2005, 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 Knappen Milling Company, a Michigan corporation, having its principal place of business at 110 South Water Street, Augusta, Michigan 49012 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement #199501-KNA dated January 2, 1996 (the "Master Lease"), and Deal #R00898 dated as of effective as of January 1, 2006 (the "Schedule"), whereby Lessor leases to Lessee ten (10) railcars bearing railroad reporting marks as noted on attached Exhibit "A."
2. The parties desire to execute this Memorandum 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 Pages to Follow]***

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first written above.

LESSEE:

KNAPPEN MILLING COMPANY

By: Todd C. Wright

Printed  
Name: Todd C. Wright

Title: Director of Sales and Marketing

Date: 12/16/05

STATE OF Michigan )

COUNTY OF Kalamazoo ) SS:

The foregoing instrument was acknowledged before me this 16th day of December, 2005, by Todd C. Wright, the Director of Sales and Marketing of Knappen Milling Company, a Michigan corporation, on behalf of the corporation.

Arlie Hammons III  
Notary Public

ARLIE HAMMONS III  
Notary Public, Kalamazoo Co., MI  
My Comm. Expires Sept. 22, 2010

LESSOR:

THE ANDERSONS, INC.

By: Rasesh H. Shah  
Printed  
Name: Rasesh H. Shah

Title: President, Rail Group

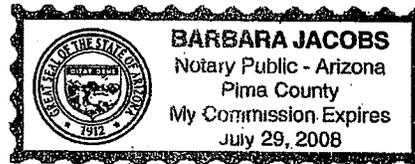
Date: 12/28/05

STATE OF ~~OHIO~~ AZ )

COUNTY OF ~~LUCAS~~ Pima ) SS:

The foregoing instrument was acknowledged before me this 28 day of December, 2005, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.

Barbara Jacobs  
Notary Public



<b>EXHIBIT "A"</b>		
<b>Ten (10) Covered Hoppers</b>		
<b>Deal #R00898</b>		
1	AEX	6098
2	AEX	6101
3	AEX	6104
4	AEX	6105
5	AEX	6110
6	AEX	6114
7	AEX	6118
8	AEX	6119
9	AEX	6120
10	AEX	6123

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: 9/20/12

Edward M Luria  
Edward M. Luria