RECORDATION NO 30542-B
FILED
December 06, 2012 04:00 PM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

December 6, 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 Collateral Assignment Agreement, dated as of December 3, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents being filed with the Board under Recordation Number 30542.

The names and address of the party to the enclosed document are:

Assignor: The Andersons, Inc.
480 West Dussell Drive
Maumee, OH 43537

Assignee: First Financial Equipment Finance, LLC
255 East 5th Street, Suite 800
Cincinnati, OH 45202

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

94 railcars within the series AEX 19494 – AEX 19835, ANGX 4155 – ANGX 4167 and RMGX 9006 – RMGX 9127 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 Collateral Assignment Agreement.

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

RECORDATION NO 30542-B
FILED
December 06, 2012 04:00 PM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF COLLATERAL ASSIGNMENT AGREEMENT

This **MEMORANDUM OF COLLATERAL ASSIGNMENT AGREEMENT** ("Assignment") made and entered into as of this 3rd day of December 2012, by and between The Andersons, Inc., an Ohio corporation ('Assignor") and First Financial Equipment Finance, LLC, an Ohio limited liability company ("Assignee").

WITNESSTH

1. Assignor has agreed to assign to Assignee that certain Schedule #1 dated July 7, 2011 to Full Service Master Lease Agreement ("Lease") effective July 7, 2011, and subsequent Amendment to Schedule #1 dated February 1, 2012, both by and between The Andersons, Inc. ("Lessor") and Platinum Energy Solutions, Inc. ("Lessee") for the Ninety-Four (94) Gondolas bearing the railroad reporting markings set forth on **Exhibit A** attached hereto.

2. This Assignment shall be effective as of the date set forth below and shall be subject to the Lease Term, as defined in the Lease.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed and delivered by their duly authorized representatives as of the date set forth above, and shall be effective as of December 3, 2012.

The Andersons, Inc.

By: Catherine Shelnick
Catherine Shelnick

Title: Assistant Treasurer, Short-Term Funding

First Financial Equipment Finance, LLC

By: [signature]

Title: Vice President

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: Catherine Shelnick
Catherine Shelnick

Title: Assistant Treasurer, Short-Term Funding

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Catherine Shelnick, Assistant Treasurer, Short-Term Funding of The Andersons, Inc., an Ohio corporation, who acknowledged that she 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 3rd day of December, 2012.

Lindsay Fisher
Notary Public

NOTARIAL SEAL STATE OF OHIO

LINDSAY FISHER
Notary Public, State of Ohio
My Commission Expires 2/31/14

ASSIGNEE: First Financial Equipment Finance, LLC

By: _____

Title: VP

STATE OF OHIO)
COUNTY OF HAMILTON) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Steven Licardi of First Financial Equipment Finance, LLC, an Ohio limited liability company, who acknowledged that s/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 officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Cincinnati, Ohio this 1st day of December , 2012.

Lou De Blasio
Notary Public

NOTARY PUBLIC STATE OF OHIO

LOUIS DEBLASIO
Notary Public, State of Ohio
My Commission Expires
October 13, 2015

EXHIBIT A

EQUIPMENT

1	AEX 019494	36	AEX 019746	71	ANGX004164
2	AEX 019498	37	AEX 019747	72	ANGX004166
3	AEX 019500	38	AEX 019748	73	ANGX004167
4	AEX 019503	39	AEX 019749	74	RMGX009006
5	AEX 019506	40	AEX 019750	75	RMGX009019
6	AEX 019507	41	AEX 019751	76	RMGX009020
7	AEX 019512	42	AEX 019752	77	RMGX009032
8	AEX 019515	43	AEX 019753	78	RMGX009046
9	AEX 019516	44	AEX 019754	79	RMGX009047
10	AEX 019517	45	AEX 019755	80	RMGX009048
11	AEX 019522	46	AEX 019816	81	RMGX009052
12	AEX 019527	47	AEX 019817	82	RMGX009053
13	AEX 019531	48	AEX 019818	83	RMGX009056
14	AEX 019532	49	AEX 019819	84	RMGX009070
15	AEX 019535	50	AEX 019821	85	RMGX009077
16	AEX 019536	51	AEX 019824	86	RMGX009086
17	AEX 019540	52	AEX 019825	87	RMGX009089
18	AEX 019543	53	AEX 019826	88	RMGX009104
19	AEX 019544	54	AEX 019827	89	RMGX009109
20	AEX 019546	55	AEX 019828	90	RMGX009110
21	AEX 019549	56	AEX 019829	91	RMGX009115
22	AEX 019550	57	AEX 019830	92	RMGX009121
23	AEX 019552	58	AEX 019831	93	RMGX009125
24	AEX 019553	59	AEX 019832	94	RMGX009127
25	AEX 019556	60	AEX 019833		
26	AEX 019736	61	AEX 019834		
27	AEX 019737	62	AEX 019835		
28	AEX 019738	63	ANGX004155		
29	AEX 019739	64	ANGX004156		
30	AEX 019740	65	ANGX004157		
31	AEX 019741	66	ANGX004158		
32	AEX 019742	67	ANGX004159		
33	AEX 019743	68	ANGX004161		
34	AEX 019744	69	ANGX004162		
35	AEX 019745	70	ANGX004163		

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: 12/6/12

Edward M Luria

Edward M. Luria