

May 02, 2013 10:00 AM

ALVORD AND ALVORD SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

May 2, 2013

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 March 10, 2009, 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:	Chemical Lime Company 3700 Hulen Street Fort Worth, TX 76107

Chief
Section of Administration
May 2, 2013
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A description of the railroad equipment covered by the enclosed document is:

18 covered hopper railcars: AEX 603, 611, 612, 614, 629, 631, 634, 636, 637, 643, 644, 646, 652, 662, 663, 665, 667 and 962.

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 10th day of March, 2009, 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 **Chemical Lime Company**, a Nevada corporation, having its principal place of business at 3700 Hulen Street, Ft. Worth, Texas 76107 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated as of February 5, 2004, (the "Master Lease"), and Rider for Deal #R01300 dated as of March 10, 2009 (the "Rider"), whereby Lessor leases to Lessee eighteen (18) 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 Rider 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]

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

Lessee

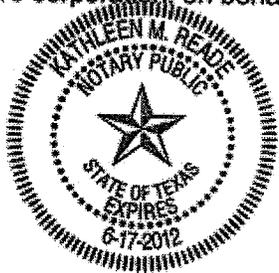
CHEMICAL LIME COMPANY

By: MP Juszi
Printed
Name: MARK P. JUZZI
Title: VP
Date: 3/10/09

STATE OF TEXAS)

COUNTY OF TARRANT) SS:

The foregoing instrument was acknowledged before me this 10 day of March, 2009, by Mark P. Juszi, the Vice President of Chemical Lime Company, a Delaware corporation, on behalf of the corporation



Kathleen M. Reade
Notary Public

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Lessor

THE ANDERSONS, INC.

By: Rasesh H. Shah

Printed
Name: Rasesh H. Shah

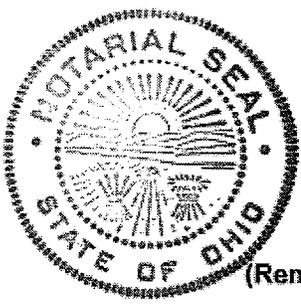
Title: President, Rail Group

Date: 3/20/09

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 20th day of March, 2009, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the an Ohio corporation.



Julie Ann Dibble
Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

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EXHIBIT A

**Equipment List
Eighteen (18) Covered Hopper**

1	AEX 000603
2	AEX 000611
3	AEX 000612
4	AEX 000614
5	AEX 000629
6	AEX 000631
7	AEX 000634
8	AEX 000636
9	AEX 000637
10	AEX 000643
11	AEX 000644
12	AEX 000646
13	AEX 000652
14	AEX 000662
15	AEX 000663
16	AEX 000665
17	AEX 000667
18	AEX 000962

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: 5/2/13

Edward M Luria
Edward M. Luria