

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 Assignment of Lease Agreement, dated as of April 30, 2013, 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 30714.

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

Assignor:	The Andersons, Inc. 480 West Dussel Drive Maumee, Ohio 43537
Assignee:	First Financial Equipment Finance, LLC 255 East 5th Street, 8th Floor Cincinnati, OH 45202

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

74 covered hopper railcars within the series AEX 5011 – AEX 6480 and AEX 12404 – AEX 12822 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 \$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

May 02, 2013 10:00 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This **MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT** ("Assignment") is made entered into as of April 30, 2013 by and between The Andersons, Inc. ("Assignor") and First Financial Equipment Finance, LLC ("Assignee").

WHEREAS, Assignor as Lessor, and Chemical Lime Company, now known as Lhoist North America, Inc. ("Lessee"), entered into a certain Full Service Lease Agreement effective February 5, 2004 (the "Master Lease"), and a Full Service Lease Agreement Rider, Deal #R01375 effective December 1, 2008 (collectively with Master Lease, the "Lease"), evidence of which is recorded with the Surface Transportation Board ("STB") pursuant to 49 U.S.C. §11301, at recordation number 30714;

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: Catherine Shelnick
Catherine Shelnick

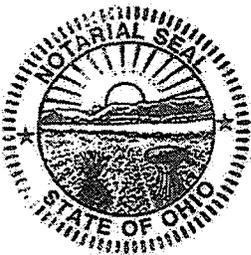
Title: Assistant Treasurer, Short-Term Funding

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 27th day of April, 2013.

Rachell D Fox
Notary Public



RACHELL D. FOX
NOTARY PUBLIC - OHIO
MY COMMISSION EXPIRES 02-26-2018

ASSIGNEE: First Financial Equipment Finance, LLC

By: *Steven Licardi*

Title: Vice President

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 he/she 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 30th day of April, 2013.

Louis DeBlasio
Notary Public



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

Exhibit A

Equipment

1	AEX 005011	38	AEX 006036
2	AEX 005018	39	AEX 006038
3	AEX 005021	40	AEX 006070
4	AEX 005026	41	AEX 006151
5	AEX 005040	42	AEX 006479
6	AEX 005041	43	AEX 006480
7	AEX 005051	44	AEX 012404
8	AEX 005077	45	AEX 012408
9	AEX 005079	46	AEX 012418
10	AEX 005089	47	AEX 012420
11	AEX 005111	48	AEX 012423
12	AEX 005157	49	AEX 012439
13	AEX 005161	50	AEX 012445
14	AEX 005174	51	AEX 012446
15	AEX 005196	52	AEX 012448
16	AEX 005201	53	AEX 012454
17	AEX 005206	54	AEX 012455
18	AEX 005210	55	AEX 012461
19	AEX 005692	56	AEX 012463
20	AEX 005696	57	AEX 012482
21	AEX 005706	58	AEX 012484
22	AEX 005739	59	AEX 012487
23	AEX 005760	60	AEX 012489
24	AEX 005764	61	AEX 012492
25	AEX 005788	62	AEX 012504
26	AEX 005789	63	AEX 012507
27	AEX 005807	64	AEX 012508
28	AEX 005814	65	AEX 012516
29	AEX 005816	66	AEX 012522
30	AEX 005879	67	AEX 012523
31	AEX 005891	68	AEX 012529
32	AEX 005947	69	AEX 012554
33	AEX 005951	70	AEX 012555
34	AEX 005957	71	AEX 012561
35	AEX 005978	72	AEX 012568
36	AEX 005984	73	AEX 012573
37	AEX 005986	74	AEX 012822

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