

RECORDATION NO 30768-A FILED
June 18, 2013 09:15 AM
SURFACE TRANSPORTATION BOARD

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

June 18, 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 Agreement, dated as of May 29, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the document previously filed with the Board under Recordation Number 30768.

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

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

Assignee: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue South, Suite 700
Minneapolis, Minnesota 55402

Chief
Section of Administration
June 18, 2013
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A description of the railroad equipment covered by the enclosed document is:

44 covered hopper railcars: AEX 015169 – AEX 015212, inclusive.s

A short summary of the document to appear in the index is:

Memorandum of 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,

A handwritten signature in black ink, appearing to be 'E. Luria', written in a cursive style.

Edward M. Luria

EML/sem
Enclosures

June 18, 2013 09:15 AM

Memorandum of Assignment Agreement

SURFACE TRANSPORTATION BOARD

WELLS
FARGO

Wells Fargo Equipment Finance, Inc. | 733 Marquette Avenue, Suite 700 | MAC N9306-070 | Minneapolis, MN 55402

This Memorandum of Assignment Agreement ("Memorandum of Assignment") made and entered into as of this 29th day of May, 2013, by and between The Andersons, Inc., an Ohio corporation ("Assignor") and WELLS FARGO EQUIPMENT FINANCE, INC., a Minnesota corporation ("Assignee").

WITNESSETH

1. Assignor has agreed to assign to Assignee that certain Car Leasing Agreement 7911-1 dated July 12, 1985 (the "Master Lease") and Rider No. 23 Renewal No. 1, Deal R01911, to Full Service Lease Agreement, between Assignor, as Lessor and J.R. Simplot Company, as Lessee for the Forty-four (44) covered hopper railcars bearing the railroad reporting markings set forth on Schedule A hereto.

2. This Memorandum of Assignment Agreement 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 Memorandum of Assignment to be executed and delivered by their duly authorized representatives as of the date set forth above, and shall be effective as of August 18, 2011.

The Andersons, Inc.

Wells Fargo Equipment Finance, Inc.

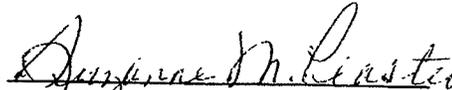
By:



Nicholas C. Conrad

Title: Vice President, Finance & Treasurer

By:



Title:

Dr. Contract Admin

Schedule A

to Memorandum of Assignment Agreement

Wells Fargo Equipment Finance, Inc. | 733 Marquette Avenue, Suite 700 | MAC N9306-070 | Minneapolis, MN 55402

WELLS
FARGO

Supplement to Railcar Lease No. 90322-113 dated May 29, 2013 to
Railcar Master Lease Agreement No. 90322 dated August 18, 2011

Lessee: The Andersons, Inc.

Forty-four (44) used covered hopper railcars bearing the following marks:

	Car Number	AAR Eq Code	Cubic Feet
1	AEX 015169	C313	4700
2	AEX 015170	C113	4750
3	AEX 015171	C113	4750
4	AEX 015172	C113	4750
5	AEX 015173	C113	4750
6	AEX 015174	C113	4750
7	AEX 015175	C113	4750
8	AEX 015176	C113	4780
9	AEX 015177	C113	4750
10	AEX 015178	C113	4700
11	AEX 015179	C113	4750
12	AEX 015180	C113	4750
13	AEX 015181	C113	4750
14	AEX 015182	C113	4750
15	AEX 015183	C113	4750
16	AEX 015184	C113	4750
17	AEX 015185	C113	4750
18	AEX 015186	C113	4750
19	AEX 015187	C113	4750
20	AEX 015188	C113	4750
21	AEX 015189	C113	4750
22	AEX 015190	C113	4750
23	AEX 015191	C113	4750
24	AEX 015192	C113	4750
25	AEX 015193	C113	4750
26	AEX 015194	C113	4750
27	AEX 015195	C113	4750
28	AEX 015196	C113	4750
29	AEX 015197	C113	4750
30	AEX 015198	C113	4750
31	AEX 015199	C113	4750
32	AEX 015200	C113	4750
33	AEX 015201	C113	4750
34	AEX 015202	C113	4750
35	AEX 015203	C113	4750
36	AEX 015204	C113	4750
37	AEX 015205	C113	4750
38	AEX 015206	C113	4750
39	AEX 015207	C113	4750
40	AEX 015208	C113	4750
41	AEX 015209	C113	4740
42	AEX 015210	C113	4750
43	AEX 015211	C113	4750
44	AEX 015212	C113	4750

Lessee: The Andersons, Inc.

By: 

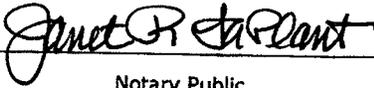
Nicholas C. Conrad

Title: Vice President, Finance & Treasurer

STATE OF Ohio
COUNTY OF Lucas

On this 29TH day of May, 2013, before me a Notary Public of the City and State aforesaid, personally appeared Nicholas C. Conrad, to me personally known who being by me duly sworn, says that he is a Vice President, Finance & Treasurer of The Andersons, Inc., that foregoing instrument is/was signed on behalf of said corporation by authority of its Board of Directors, and (he/she) acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

AS WITNESS my hand and notarial seal.



Notary Public

JANET R. LAPLANTE

Notary Public, Lucas Co., State of Ohio
My Commission Expires 11/29/2014

My commission expires:

STATE OF MN
COUNTY OF Dakota

On this 31 day of May, 2013, before me a Notary Public of the City and State aforesaid, personally appeared Jacqueline Barragan, to me personally known who being by me duly sworn, says that she is a Vice President of Wells Fargo Equipment Finance, Inc., that foregoing instrument is/was signed on behalf of said corporation by authority of its Board of Directors, and (he/she) acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

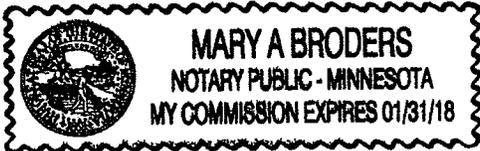
AS WITNESS my hand and notarial seal.


Notary Public

(Seal)

My commission expires:

1/31/18



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: 6/18/13

Edward M Luria
Edward M. Luria