

RECORDATION NO 30854-A FILED
July 23, 2013 11:15 AM
SURFACE TRANSPORTATION BOARD

July 23, 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 July 12, 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 30854.

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

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

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

Section Chief
July 23, 2013
Page 2

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

67 covered hopper railcars: AEX 013180 – AEX 013246, inclusive.

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,



for

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 12th day of July 2013, by and between **First Financial Equipment Finance, LLC**, an Ohio limited liability company, having its principal place of business at First Financial Center, 255 East 5th Street, Suite 800, Cincinnati, OH 45202 (hereinafter "Lessor") and **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement effective February 5, 2004 (the "Master Lease"), Full Service Lease Agreement Rider Deal #R01301 to the Master Lease dated March 10, 2009 and commenced May 11, 2011 (the "Rider"), both by and between The Andersons, Inc. and Chemical Lime company, now known as Lhoist North America, Inc., and whereby Lessor leases to Lessee sixty-seven (67) covered hoppers 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 Agreement 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 Page to Follow

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessor

FIRST FINANCIAL EQUIPMENT FINANCE, LLC

Witness: Jennifer Barrett
Name: Jennifer Barrett

By: [Signature]
Name: Steven Ucardi
Title: VP
Date: 07/12/13

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessee. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessee

THE ANDERSONS, INC.

Witness: Rachel D. Fox
Name: Rachel D. Fox

By: Catherine Shelnick
Name: Catherine Shelnick
Title: Assistant Treasurer, Short-Term Funding
Date: 7/12/13

EXHIBIT A
Car List
Sixty-Seven (67) Covered Hoppers

1	AEX 013180	35	AEX 013214
2	AEX 013181	36	AEX 013215
3	AEX 013182	37	AEX 013216
4	AEX 013183	38	AEX 013217
5	AEX 013184	39	AEX 013218
6	AEX 013185	40	AEX 013219
7	AEX 013186	41	AEX 013220
8	AEX 013187	42	AEX 013221
9	AEX 013188	43	AEX 013222
10	AEX 013189	44	AEX 013223
11	AEX 013190	45	AEX 013224
12	AEX 013191	46	AEX 013225
13	AEX 013192	47	AEX 013226
14	AEX 013193	48	AEX 013227
15	AEX 013194	49	AEX 013228
16	AEX 013195	50	AEX 013229
17	AEX 013196	51	AEX 013230
18	AEX 013197	52	AEX 013231
19	AEX 013198	53	AEX 013232
20	AEX 013199	54	AEX 013233
21	AEX 013200	55	AEX 013234
22	AEX 013201	56	AEX 013235
23	AEX 013202	57	AEX 013236
24	AEX 013203	58	AEX 013237
25	AEX 013204	59	AEX 013238
26	AEX 013205	60	AEX 013239
27	AEX 013206	61	AEX 013240
28	AEX 013207	62	AEX 013241
29	AEX 013208	63	AEX 013242
30	AEX 013209	64	AEX 013243
31	AEX 013210	65	AEX 013244
32	AEX 013211	66	AEX 013245
33	AEX 013212	67	AEX 013246
34	AEX 013213		

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: 7/23/2013

Edward M Luria
Edward M. Luria