

RECORDATION NO. 29870 FILED

AUG 25 '11 -9 55 AM

SURFACE TRANSPORTATION BOARD

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August 25, 2011

Ms. Cynthia T. Brown
Chief of the Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Ms. Brown:

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 December 3, 2010, 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, Ohio 43537
Lessee:	Yara North America, Inc. 100 North Tampa St., Suite 3200 Tampa, Florida 33602

Ms. Cynthia T. Brown
August 25, 2011
Page 2

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

50 covered hopper cars within the series AEX 010026 - AEX 017534 as more particularly set forth in the equipment schedule attached to the document.

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

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 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 read "Edward M. Luria". The signature is written in a cursive style with a large initial "E" and "L".

Edward M. Luria

RWA/EML/bhs
Enclosures

REGISTRATION NO. 29870 FILED

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 3rd day of December, 2010, 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 **Yara North America, Inc.**, a Delaware corporation, having its principal place of business at 100 North Tampa St., Suite 3200, Tampa, Florida 33602 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated November 15, 2010 (the "Master Lease"), and Rider Deal #R01568 dated as of November 15, 2010 (the "Schedule"), whereby Lessor leases to Lessee fifty (50) 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 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 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

YARA NORTH AMERICA, INC.

By: *Steve Rodgers*

Printed

Name: Steve Rodgers

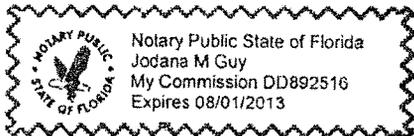
Title: VP Planning & Supply

Date: December 1, 2010

STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH) ss:

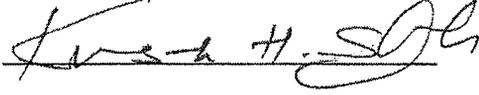
The foregoing instrument was acknowledged before me this 1ST day of DECEMBER 2010, by STEVE RODGERS, the VP PLANNING & SUPPLY of Yara North America, Inc., a Delaware corporation, on behalf of the corporation.



Jodana M. Guy
Notary Public

LESSOR:

THE ANDERSONS, INC.

By: 
Printed
Name: Rasesh H. Shah

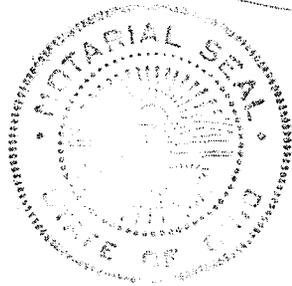
Title: President, Rail Group

Date: 12/3/2010

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 3rd day of December, 2010, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.




Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 09-23-2015

EXHIBIT A

**Car List
Fifty (50) Covered Hopper Cars**

1	AEX 010026	26	AEX 012647
2	AEX 010046	27	AEX 012651
3	AEX 011047	28	AEX 012652
4	AEX 011050	29	AEX 012656
5	AEX 011114	30	AEX 012678
6	AEX 011117	31	AEX 012683
7	AEX 011139	32	AEX 016461
8	AEX 012406	33	AEX 016462
9	AEX 012581	34	AEX 016521
10	AEX 012584	35	AEX 016530
11	AEX 012586	36	AEX 016573
12	AEX 012600	37	AEX 016587
13	AEX 012602	38	AEX 016601
14	AEX 012603	39	AEX 016625
15	AEX 012605	40	AEX 016636
16	AEX 012615	41	AEX 016735
17	AEX 012616	42	AEX 016865
18	AEX 012620	43	AEX 016878
19	AEX 012623	44	AEX 017482
20	AEX 012633	45	AEX 017486
21	AEX 012634	46	AEX 017493
22	AEX 012636	47	AEX 017494
23	AEX 012641	48	AEX 017513
24	AEX 012643	49	AEX 017524
25	AEX 012644	50	AEX 017534

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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: 8-25-11



Robert W. Alvord