

RECORDATION NO. 29870-A FILED

AUG 25 11 -9 55 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
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LLIAS C. ALVORD (1942)
FILSWORTH C. ALVORD (1964)

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 Assignment Agreement, dated as of August 18, 2011, 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 previously filed with the Board under Recordation Number 29870

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

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

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

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 Assignment Agreement

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,



Edward M Luria

RWA/EML/bhs
Enclosures

Memorandum of Assignment Agreement

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 18 day of August, 2011, 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 Rider No R01568 dated as of November 15, 2010, to Full Service Lease Agreement, dated as of November 15, 2010 between Assignor, as Lessor and Yard North America, Inc., as Lessee for the Fifty (50) 4,750 cf, 3 pocket 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
Nicholas C. Conrad, Vice President, Finance & Treasurer

By: Jacqueline Barragan
Jacqueline Barragan, Vice President

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SURFACE TRANSPORTATION BOARD

STATE OF Ohio
COUNTY OF Lucas

On this 23rd day of August, 2011, 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



RACHELL D. FOX
Notary Public - State of Ohio
My Commission Expires 02-26-2013

Rachel D. Fox

Notary Public

My commission expires: 2/26/13

STATE OF Minnesota
COUNTY OF Hennepin

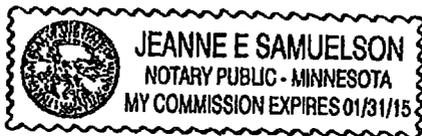
On this 24th day of August, 2011, before me a Notary Public of the City and State aforesaid, personally appeared Jacqueline Barragan, to me personally known who being by me duly sworn, says that she is a Vice President of Wells Fargo Equipment Finance, Inc., that foregoing instrument is/was signed on 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.



Jeanne E. Samuelson

Notary Public



Schedule A

to Memorandum of Assignment Agreement

Wells Fargo Equipment Finance, Inc. | 233 Marquette Avenue, Suite 2000 | MAC No 306-070 | Minneapolis, MN 55402



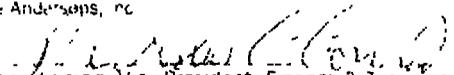
Supplement No 90322-111 dated August 18 2011 to
Railcar Master Lease Agreement No 90322 dated August 18 2011

Lessee: The Andersons, Inc.

fifty (50) used 4-750 cfi 3 pocket covered hopper railcars bearing the following marks

| UNIT NO | CAR NO | UNIT NO | CAR NO |
|---------|--------|---------|--------|
| AEX | 010026 | AEX | 012647 |
| AEX | 010046 | AEX | 012651 |
| AEX | 011047 | AEX | 012652 |
| AEX | 011050 | AEX | 012656 |
| AEX | 011114 | AEX | 012678 |
| AEX | 011117 | AEX | 012683 |
| AFX | 011139 | AFX | 016461 |
| AEX | 012406 | AEX | 016462 |
| AEX | 012581 | AFX | 016521 |
| AEX | 012584 | AEX | 016530 |
| AEX | 012586 | AEX | 016533 |
| AEX | 012600 | AEX | 016587 |
| AEX | 012607 | AFX | 016601 |
| AEX | 012603 | AFX | 016625 |
| AEX | 012605 | AEX | 016636 |
| AFX | 012615 | AEX | 016735 |
| AEX | 012616 | ALX | 016859 |
| AEX | 012620 | AFX | 016878 |
| AEX | 012623 | AFX | 017482 |
| AFX | 012633 | ALX | 017486 |
| AEX | 012634 | AFX | 017493 |
| AEX | 012636 | AFX | 017494 |
| AEX | 012641 | AEX | 017513 |
| AEX | 012643 | AEX | 017524 |
| AFX | 012644 | AEX | 017534 |

Lessee: The Andersons, Inc.

By: 
Nicholas J. Coniar, Vice President, Finance & Treasurer

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