

RECORDATION NO. 29870-13 FILED

AUG 25 '11 -9 55 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
ELLSWORTH 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 Supplement to Railcar Master Lease 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.

Lessor:	Wells Fargo Equipment Finance, Inc 733 Marquette Avenue South Investors Building, Suite 700 Minneapolis, Minnesota 55402
Lessee:	The Andersons, Inc 480 West Dussel Drive Maumee, Ohio 43537

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 Supplement to Railcar Master Lease 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 Supplement to Railcar Master Lease Agreement



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

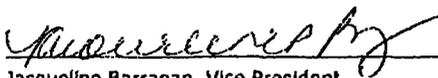
THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of August 18, 2011 by and between Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("Lessor") and The Andersons, Inc., a(n) Ohio corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Supplements to the Lease to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Railcar Master Lease Agreement dated as of August 16, 2011 between Lessor and Lessee (hereinafter referred to as the "Lease").
2. Pursuant to Supplement No(s).00322-111 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor fifty (50) 4,750 cf, 3 pocket covered hopper railcars bearing reporting marks and numbers indicated on Schedule A hereto, all as more particularly described in the Lease.
3. The Lease shall be effective as of the execution date thereof and shall be subject to the terms of the Lease, as provided therein

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written

Lessor: Wells Fargo Equipment Finance, Inc.

Lessee: The Andersons, Inc.

By:   
Jacqueline Barragan, Vice President

By:   
Nicholas C. Conrad, Vice President, Finance & Treasurer

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TRANSPORTATION BOARD

STATE OF Ohio  
COUNTY OF Lucas

On this 23<sup>rd</sup> 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.



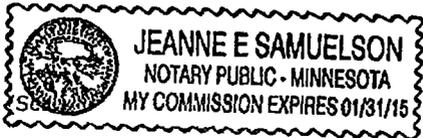
**RACHELL D. FOX**  
Notary Public - State of Ohio  
My Commission Expires 02-26-2013

Rachell D. Fox  
Notary Public

STATE OF Minnesota  
COUNTY OF Hennepin

On this 24<sup>th</sup> 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 (he/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 - MINNESOTA  
MY COMMISSION EXPIRES 01/31/15

Jeanne E Samuelson  
Notary Public

My commission expires: 1-31-15

# Schedule A

## to Memorandum of Railcar Lease Agreement



Wells Fargo Equipment Finance Inc. 733 Marquette Avenue, Suite 700 | MAJ No 306 070 | Minneapolis, MN 55402

Supplier L No 90322-111 dated August 18 2011  
 Railcar Master Lease Agreement No 90322 dated August 18 2011

Lessee The Andersons Inc

Fifty (50) used 4,750 cf, 3 pocket covered hopper railcars bearing the following marks

UNIT NO	CAR NO	UNIT NO	CAR NO
AEX	010026	AEX	012647
AEX	010046	AFX	012651
AFX	011047	AEX	012652
AEX	011050	AFX	012656
AEX	011114	AEX	012678
AEX	011117	AEX	012683
AEX	011139	AEX	016451
AEX	012406	AEX	016452
AEX	012581	AEX	016521
AEX	012584	AFX	016530
AEX	012586	AFX	016572
AEX	012600	AEX	016587
AEX	012602	AEX	016601
AFX	012603	AEX	016625
AEX	012605	AFX	016636
AEX	012615	AEX	016735
AEX	012616	AEX	016865
AEX	012620	AEX	016878
AEX	012623	AEX	017482
AEX	012633	AEX	017486
AEX	012634	AEX	017493
AEX	012636	AEX	017494
AEX	012641	AEX	017513
AEX	012643	AEX	017524
AEX	012644	AEX	017534

Lessee The Andersons Inc

By *Nicholas C. Conrad*  
 Nicholas C. Conrad, 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



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Robert W. Alvord