

OSTER RESEARCHING SERVICES

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RECORDATION NO. 30105-A FILED

FEB 24 '12 -9 59 AM

SURFACE TRANSPORTATION BOARD

February 24, 2012

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Memorandum of Assignment of Lease Agreement dated 2/22/12

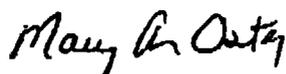
Assignee: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue, Suite 700
Minneapolis, MN 55402

Assignor: The Andersons, Inc., Successor by assignment from
The Andersons Rail Operating I LLC
480 W. Dussel Drive
Maumee, OH 43537

Equipment: 133, Open-top Hoppers
ANGX 9175-9356, NI

Please record this agreement as a secondary document to STB Recordation # _____.
The filing fee of \$41 is enclosed. Thank you.

Sincerely,



Mary Ann Oster
Research Consultant

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FEB 24 '12 -9 59 AM

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT SURFACE TRANSPORTATION BOARD

This MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT ("Assignment") is made entered into as of January 2, 2012 by and between The Andersons, Inc., successor by assignment from The Andersons Rail Operating I LLC ("Assignor") and Wells Fargo Equipment Finance, Inc. ("Assignee").

WHEREAS, Assignor and Lessee entered into Rider dated effective as of November 22, 2011 for those units of equipment described on the attached Exhibit A, (collectively with Master Lease, the "Lease") providing for the lease of certain Equipment from Assignor subject to the terms and conditions set forth therein Evidence of the Lease has been recorded with the STB pursuant to 49 U.S.C. §11301 simultaneously with this Assignment and assigned recordation number _____.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are heroby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Lease; and Assignee accepts such assignment.

This Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same assignment.

[Signature Page to Follow]

IN WITNESS WHEREOF, the parties have executed or caused this Assignment to be executed as of the day and year first written above.

ASSIGNOR: The Andersons, Inc.

By: Catherine Shehnick
Catherine Shehnick
Assistant Treasurer - Short-Term Financing

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Catherine Shehnick, Assistant Treasurer - Short-Term Financing of The Andersons, Inc., an Ohio corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said company and by authority of its Board of Directors on behalf of the company and that the same is the free act and deed of said officer and of said company.

In Testimony Whereof, I have hereunto set my hand and official seal at Maumce, Ohio this 21st day of February, 2012.

Rachel D. Fox
Notary Public



RACHEL D. FOX
Notary Public - State of Ohio
My Commission Expires 02-28-2013

ASSIGNEE: Wells Fargo Equipment Finance, Inc.

By: *Jacqueline P. Barragan*
Title: Jacqueline P. Barragan
Vice President
Loan Administration Manager

STATE OF MINNEAPOLIS)
COUNTY OF Hennepin) ss:

~~Before me, a Notary Public, in and for said county and state, personally appeared~~
Jacqueline Barragan of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its Board of Directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Minneapolis, Minnesota this 22nd day of February, 2012.

Renée Anne Bakos
Notary Public



Exhibit A**Equipment**

1	ANGX009175	36	ANGX009230	71	ANGX009284	106	ANGX009323
2	ANGX009176	37	ANGX009231	72	ANGX009285	107	ANGX009324
3	ANGX009177	38	ANGX009232	73	ANGX009286	108	ANGX009326
4	ANGX009180	39	ANGX009233	74	ANGX009287	109	ANGX009327
5	ANGX009181	40	ANGX009234	75	ANGX009288	110	ANGX009328
6	ANGX009182	41	ANGX009240	76	ANGX009289	111	ANGX009329
7	ANGX009185	42	ANGX009243	77	ANGX009290	112	ANGX009330
8	ANGX009187	43	ANGX009244	78	ANGX009291	113	ANGX009334
9	ANGX009190	44	ANGX009245	79	ANGX009292	114	ANGX009335
10	ANGX009191	45	ANGX009246	80	ANGX009293	115	ANGX009336
11	ANGX009192	46	ANGX009248	81	ANGX009294	116	ANGX009337
12	ANGX009194	47	ANGX009249	82	ANGX009295	117	ANGX009338
13	ANGX009195	48	ANGX009250	83	ANGX009296	118	ANGX009339
14	ANGX009196	49	ANGX009253	84	ANGX009297	119	ANGX009340
15	ANGX009197	50	ANGX009254	85	ANGX009298	120	ANGX009341
16	ANGX009198	51	ANGX009256	86	ANGX009299	121	ANGX009342
17	ANGX009201	52	ANGX009257	87	ANGX009300	122	ANGX009343
18	ANGX009202	53	ANGX009259	88	ANGX009301	123	ANGX009344
19	ANGX009203	54	ANGX009260	89	ANGX009302	124	ANGX009345
20	ANGX009205	55	ANGX009262	90	ANGX009303	125	ANGX009346
21	ANGX009207	56	ANGX009264	91	ANGX009304	126	ANGX009347
22	ANGX009209	57	ANGX009266	92	ANGX009305	127	ANGX009348
23	ANGX009210	58	ANGX009267	93	ANGX009306	128	ANGX009350
24	ANGX009211	59	ANGX009268	94	ANGX009307	129	ANGX009351
25	ANGX009212	60	ANGX009269	95	ANGX009309	130	ANGX009353
26	ANGX009214	61	ANGX009270	96	ANGX009310	131	ANGX009354
27	ANGX009215	62	ANGX009271	97	ANGX009312	132	ANGX009355
28	ANGX009218	63	ANGX009272	98	ANGX009313	133	ANGX009356
29	ANGX009220	64	ANGX009274	99	ANGX009314		
30	ANGX009221	65	ANGX009275	100	ANGX009316		
31	ANGX009225	66	ANGX009276	101	ANGX009317		
32	ANGX009226	67	ANGX009277	102	ANGX009318		
33	ANGX009227	68	ANGX009278	103	ANGX009319		
34	ANGX009228	69	ANGX009280	104	ANGX009320		
35	ANGX009229	70	ANGX009281	105	ANGX009322		