

RECORDATION NO. 30305 FILED

JUL 18 '12 -2 42 PM

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July 18, 2012

SURFACE TRANSPORTATION BOARD
600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
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FAX (410) 332-0885

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

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Schedule No. 009, a primary document, dated as of July 18, 2012. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Lease Schedule No. 009 are:

Lessor:

CBI Equipment Finance, Inc., f/k/a CBI Leasing, Inc.
9100 Centre Pointe Drive, Suite 120
West Chester, OH 45069

Lessee:

The Mennel Milling Company
128 W Crocker Street
Fostoria OH 44830

A description of the equipment covered by the Memorandum of Lease Schedule No. 009 consists of 12 covered hopper cars DJTX 475380, 475381, 475384, 475386, 475390, 475394, 475395, 475397, 475398, 475401, 475402, and 475403.

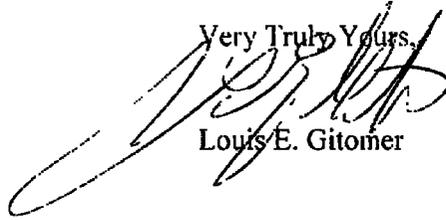
A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

Ms. Cynthia T. Brown
July 18, 2012
Page 2

A short summary of the document to appear in the index follows: a Memorandum of Lease Schedule No. 009 between CBI Equipment Finance, Inc., f/k/a CBI Leasing, Inc., 9100 Centre Pointe Drive, Suite 120, West Chester, OH 45069, and The Mennel Milling Company, 128 W Crocker Street, Fostoria OH 44830, 12 covered hopper cars DJTX 475380, 475381, 475384, 475386, 475390, 475394, 475395, 475397, 475398, 475401, 475402, and 475403.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'L. Gitomer', written over the typed name.

Louis E. Gitomer

Enclosure

JUL 18 '12 -2 42 PM

SURFACE TRANSPORTATION BOARD

**MEMORANDUM OF
LEASE SCHEDULE NO. 009
TO MASTER LEASE AGREEMENT NO. 263**

Memorandum of Lease Schedule No. 009 to Master Lease Agreement No. 263 (the "Lease"), dated March 7, 2005, by and between CBI Equipment Finance, Inc., f/k/a CBI Leasing, Inc., as lessor, (the "Lessor"), and The Mennel Milling Company, as lessee (the "Lessee").

WITNESSETH:

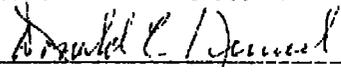
The undersigned have entered into that certain Lease Schedule No. 009 to Master Lease Agreement No. 263 dated March 7, 2005, whereby Lessor agrees to lease to Lessee, and Lessee agrees to lease from Lessor in accordance with the terms and conditions set forth in the Lease, the Equipment described on Exhibit A and attached hereto and made a part hereof. Any reference to "Lease" shall mean Master Lease Agreement No. 263, Lease Schedule No. 009 and all Rider(s), Addenda, Amendment(s), or Supplement(s) thereto, if any.

IN WITNESS WHEREOF, the parties hereto have each caused this memorandum to be duly executed as of 18 day of July 2012.

CBI EQUIPMENT FINANCE, INC.

By: 
Name: DENNIS J. DUNWOODIE
SENIOR VICE PRESIDENT
Title: ASSET MANAGEMENT
CBI EQUIPMENT FINANCE INC.

THE MENNEL MILLING COMPANY

By: 
Name: Donald L. Mennel
Title: President

STATE OF)

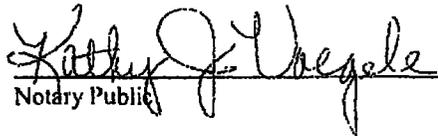
State of Ohio
COUNTY OF Butler) ss:
)

On this 18th day of July 2012, before me personally appeared Dennis Dunwoodie to me personally known, who being by me duly sworn, says that he/she is Sr. V.P. Asset Management of CBI EQUIPMENT FINANCE, INC., F/K/A CBI LEASING, INC., a Missouri corporation (the "Corporation"), that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors and he acknowledges that the execution of the foregoing instrument was the free act and deed of said Corporation.



[Notarial Seal]

My Commission Expires:


Notary Public

KATHY J. VOEGELE
Notary Public, State of Ohio
My Commission Expires 08-16-2015

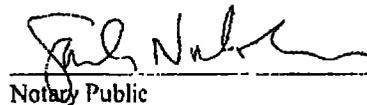
STATE OF OHIO)
COUNTY OF SENECA) ss:
)

On this 16 day of July 2012, before me personally appeared Donald L. Menzel to me personally known, who being by me duly sworn, says that he is President of THE MENNEL MILLING COMPANY, an Ohio corporation (the "Corporation") that the foregoing instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said Corporation.



[Notarial Seal]

My Commission Expires:


Notary Public

SARAH NICHOLSON
NOTARY PUBLIC
STATE OF OHIO
Comm. Expires
11/27/2016
Recorded In
Hancock County

Exhibit A
263-009

The Mennel Milling Company

Equipment Location:
128 W Crocker St.

Fostoria, OH 44830
Seneca County

<u>Invoice No.</u>	<u>PO No.</u>	<u>Vendor Name</u>	<u>Mfr.</u>	<u>Qty</u>	<u>Description</u>	<u>Serial No.</u>
71012		The David J. Joseph Co	Pullman	1	Covered Hopper Railcar, Used, Year 1974, 100 Ton 4750 CF	DJTX 475380
				1	Covered Hopper Railcar, Used, Year 1974, 100 Ton 4750 CF	DJTX 475386
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475381
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475384
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475390
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475394
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475395
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475397
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475398
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475401
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475402
				1	Covered Hopper Railcar, Used, Year 1980, 100 Ton 4750 CF	DJTX 475403