

RECORDATION NO 30375

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SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD

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OF COUNSEL
URBAN A. LESTER

September 10, 2012

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

Dear Section Chief,

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 May 11, 2012, 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:	Archer-Daniels-Midland Company 4666 Faries Parkway Decatur, IL 62526

Chief
Section of Administration
September 10, 2012
Page 2

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

244 covered hopper railcars within the series AEX 7795 – AEX 8185 as more particularly set forth in the attachment 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 \$42.00 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 'E. M. Luria', with a stylized, cursive flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 11th day of May, 2012, 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 **Archer-Daniels-Midland Company**, a Delaware corporation, having its principal place of business at 4666 Faries Parkway, Decatur, Illinois 62526 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement Lease Number #199901-ADM, made effective as of June 15, 1999 (the "Master Lease"), and Rider Deal #R01961 dated as of May 11, 2012 (the "Schedule"), whereby Lessor leases to Lessee two hundred forty-four (244) 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 Page to Follow]

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessee. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessee

ARCHER-DANIELS-MIDLAND COMPANY

Witness: Whitney Coratts
Printed
Name: Whitney Coratts

By: [Signature]
Printed
Name: DANA R. HANSEN
Title: DIRECTOR OF RAILS + FLEET MANAGEMENT
Date: 5-11-12

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Lessor

THE ANDERSONS, INC.

Witness: [Signature]
Printed
Name: Willie A. D. Bishop

By: [Signature]
Printed
Name: Rasesh H. Shah
Title: President, Rail Group
Date: 5/14/2012

EXHIBIT A

**Car List
Two Hundred Forty-Four (244) Covered Hopper Cars**

1	AEX 007795	50	AEX 007869	99	AEX 007953	148	AEX 008033	197	AEX 008113
2	AEX 007796	51	AEX 007870	100	AEX 007955	149	AEX 008036	198	AEX 008114
3	AEX 007797	52	AEX 007874	101	AEX 007956	150	AEX 008037	199	AEX 008115
4	AEX 007798	53	AEX 007877	102	AEX 007957	151	AEX 008041	200	AEX 008116
5	AEX 007799	54	AEX 007879	103	AEX 007958	152	AEX 008042	201	AEX 008117
6	AEX 007800	55	AEX 007880	104	AEX 007960	153	AEX 008043	202	AEX 008119
7	AEX 007803	56	AEX 007882	105	AEX 007961	154	AEX 008046	203	AEX 008120
8	AEX 007805	57	AEX 007883	106	AEX 007963	155	AEX 008048	204	AEX 008121
9	AEX 007808	58	AEX 007884	107	AEX 007965	156	AEX 008049	205	AEX 008122
10	AEX 007810	59	AEX 007885	108	AEX 007966	157	AEX 008050	206	AEX 008128
11	AEX 007811	60	AEX 007886	109	AEX 007967	158	AEX 008051	207	AEX 008129
12	AEX 007813	61	AEX 007888	110	AEX 007968	159	AEX 008052	208	AEX 008131
13	AEX 007817	62	AEX 007889	111	AEX 007970	160	AEX 008053	209	AEX 008132
14	AEX 007818	63	AEX 007890	112	AEX 007972	161	AEX 008056	210	AEX 008134
15	AEX 007819	64	AEX 007891	113	AEX 007974	162	AEX 008057	211	AEX 008136
16	AEX 007820	65	AEX 007892	114	AEX 007975	163	AEX 008059	212	AEX 008137
17	AEX 007821	66	AEX 007894	115	AEX 007976	164	AEX 008062	213	AEX 008138
18	AEX 007822	67	AEX 007896	116	AEX 007977	165	AEX 008063	214	AEX 008140
19	AEX 007823	68	AEX 007897	117	AEX 007978	166	AEX 008064	215	AEX 008141
20	AEX 007824	69	AEX 007899	118	AEX 007980	167	AEX 008065	216	AEX 008143
21	AEX 007826	70	AEX 007900	119	AEX 007981	168	AEX 008068	217	AEX 008144
22	AEX 007827	71	AEX 007902	120	AEX 007984	169	AEX 008069	218	AEX 008145
23	AEX 007828	72	AEX 007904	121	AEX 007986	170	AEX 008070	219	AEX 008150
24	AEX 007830	73	AEX 007906	122	AEX 007987	171	AEX 008071	220	AEX 008151
25	AEX 007831	74	AEX 007907	123	AEX 007988	172	AEX 008072	221	AEX 008153
26	AEX 007832	75	AEX 007909	124	AEX 007989	173	AEX 008073	222	AEX 008154
27	AEX 007834	76	AEX 007912	125	AEX 007990	174	AEX 008074	223	AEX 008156
28	AEX 007836	77	AEX 007914	126	AEX 007992	175	AEX 008075	224	AEX 008158
29	AEX 007837	78	AEX 007915	127	AEX 007993	176	AEX 008077	225	AEX 008160
30	AEX 007838	79	AEX 007916	128	AEX 007994	177	AEX 008079	226	AEX 008162
31	AEX 007839	80	AEX 007917	129	AEX 007997	178	AEX 008080	227	AEX 008163
32	AEX 007843	81	AEX 007918	130	AEX 007998	179	AEX 008082	228	AEX 008164
33	AEX 007847	82	AEX 007921	131	AEX 008002	180	AEX 008084	229	AEX 008165
34	AEX 007848	83	AEX 007925	132	AEX 008006	181	AEX 008085	230	AEX 008167
35	AEX 007849	84	AEX 007926	133	AEX 008007	182	AEX 008087	231	AEX 008168
36	AEX 007850	85	AEX 007927	134	AEX 008008	183	AEX 008088	232	AEX 008169
37	AEX 007852	86	AEX 007930	135	AEX 008010	184	AEX 008089	233	AEX 008170
38	AEX 007854	87	AEX 007935	136	AEX 008012	185	AEX 008092	234	AEX 008172
39	AEX 007855	88	AEX 007936	137	AEX 008014	186	AEX 008095	235	AEX 008173
40	AEX 007857	89	AEX 007937	138	AEX 008017	187	AEX 008100	236	AEX 008174
41	AEX 007858	90	AEX 007938	139	AEX 008019	188	AEX 008102	237	AEX 008175
42	AEX 007859	91	AEX 007940	140	AEX 008022	189	AEX 008103	238	AEX 008176
43	AEX 007860	92	AEX 007941	141	AEX 008024	190	AEX 008104	239	AEX 008177
44	AEX 007861	93	AEX 007942	142	AEX 008026	191	AEX 008105	240	AEX 008178
45	AEX 007862	94	AEX 007943	143	AEX 008027	192	AEX 008108	241	AEX 008179
46	AEX 007863	95	AEX 007944	144	AEX 008028	193	AEX 008109	242	AEX 008181
47	AEX 007864	96	AEX 007945	145	AEX 008029	194	AEX 008110	243	AEX 008182
48	AEX 007865	97	AEX 007950	146	AEX 008031	195	AEX 008111	244	AEX 008185
49	AEX 007867	98	AEX 007952	147	AEX 008032	196	AEX 008112		

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 9/10/12

Edward M Luria
Edward M. Luria