

RECORDATION NO 30391-A

FILED

September 20, 2012 04:30 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL  
URBAN A. LESTER

September 20, 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 September 19, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents being filed with the Board under Recordation Number 30391.

The names and address of the party to the enclosed document are:

Lessor: First Financial Equipment Finance, LLC  
255 East 5<sup>th</sup> Street, Suite 800  
Cincinnati, OH 45202

Lessee: The Andersons, Inc.  
480 West Dussell Drive  
Maumee, OH 43537]

Section Chief  
September 20, 2012  
Page 2

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

10 covered hopper railcars within the series AEX 6078 – AEX 6097 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 be 'E. Luria', written in a cursive style.

✓ Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF LEASE**

**WITNESSETH**

This Memorandum of Lease is entered into as of the 19 day of September, 2012, by and between **First Financial Equipment Finance, LLC**, an Ohio limited liability company, having its principal place of business at First Financial Center, 255 East 5<sup>th</sup> Street, Suite 800, Cincinnati, OH 45202 (hereinafter "Lessor") and **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, OH 43537 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement, Lease Number #199501-KNA dated January 2, 1996 (the "Master Lease"), and Full Service Lease Agreement Rider, Deal #R00897 effective as of January 1, 2006 (the "Schedule"), whereby Lessor leases to Lessee ten (10) covered hopper cars 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 Agreement 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.

Lessor

FIRST FINANCIAL EQUIPMENT FINANCE, LLC

Witness: Robin Doersam

Printed

Name: Robin Doersam

By: 

Printed

Name: Steven Licardi

Title: Vice President, Sales

Date: 9-20-12

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.

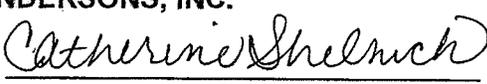
Lessee

THE ANDERSONS, INC.

Witness: Rochell D. Fox

Printed

Name: Rochell D. Fox

By: 

Printed

Name: Catherine Shelnick

Title: Assistant Treasurer, Short-Term Funding

Date: 9/18/12

**EXHIBIT A**

**Car List  
Ten (10) Covered Hopper Cars**

AEX 006078

AEX 006079

AEX 006081

AEX 006082

AEX 006087

AEX 006090

AEX 006092

AEX 006094

AEX 006095

AEX 006097

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: 9/20/12

Edward M Luria  
Edward M. Luria