

RECORDATION NO 30302-A FILED
July 17, 2012 04:00 PM
SURFACE TRANSPORTATION BOARD

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July 17, 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 Assignment of Lease Agreement, dated as of June 26, 2012, 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 filed with the Board under Recordation Number 30302.

The names and addresses of the parties to the enclosed document are:

Assignor: The Andersons, Inc.
480 West Dussel Drive
Maumee, Ohio 43537

Assignee: First Financial Equipment Finance, LLC
255 East 5th Street, 8th Floor
Cincinnati, OH 45202

Chief
Section of Administration
July 17, 2012
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A description of the railroad equipment covered by the enclosed document is:

70 covered hopper railcars: AEX 009894, 009895, 009898, 009901, 009907, 009915, 009936, 009942, 009943, 009944, 009952, 009954, 009974, 009976, 009980, 009984, 009985, 009996, 009997, 010021, 010042, 010071, 010076, 010080, 010086, 010087, 010099, 010101, 010102, 010105, 010113, 010114, 010123, 010126, 010153, 010155, 010159, 010162, 010167, 010172, 010177, 010183, 010184, 010194, 010201, 010211, 010217, 010218, 010220, 010223, 010234, 010237, 010249, 010251, 010252, 010268, 010269, 010271, 010276, 010278, 010280, 010283, 010286, 010351, 012708, 013652, 016649, 016721, 016777, 016871

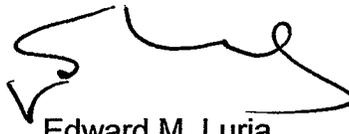
A short summary of the document to appear in the index is:

Memorandum of Assignment of 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,

A handwritten signature in black ink, appearing to read "Edward M. Luria". The signature is fluid and cursive, with a prominent loop at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT

This MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT (“Assignment”) is made entered into as of June 26, 2012 by and between The Andersons, Inc. (“Assignor”) and First Financial Equipment Finance, LLC (“Assignee”).

WHEREAS, Assignor as Lessor, and CHS, Inc., formerly known as Cenex Harvest States Cooperatives (“Lessee”), entered into a certain Full Service Lease Agreement, Lease Number #200001-HSC effective December 1, 2000 (the “Master Lease”), and a Full Service Lease Agreement Rider, Deal #R01861 dated October 6, 2011 and effective June 1, 2012 (collectively with Master Lease, the “Lease”), evidence of which is recorded with the Surface Transportation Board (“STB”) pursuant to 49 U.S.C. §11301, at recordation number 30302;

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 hereby 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: *Nicholas C. Conrad*
Nicholas C. Conrad
Title: Vice President, Finance and Treasurer

STATE OF OHIO)
COUNTY OF LUCAS) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Nicholas C. Conrad, Vice President, Finance and Treasurer 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.

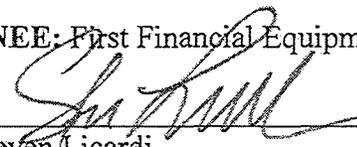
In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio this 20 day of June, 2012.

Lindsay Fisher
Notary Public



LINDSAY FISHER
Notary Public, State of Ohio
My Commission Expires 8-31-14

ASSIGNEE: First Financial Equipment Finance, LLC

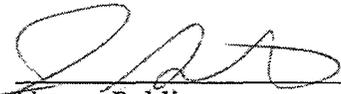
By: 
Steven Licardi

Title: Vice President, Sales

STATE OF OHIO)
COUNTY OF HAMILTON) ss:

Before me, a Notary Public, in and for said county and state, personally appeared Steven Licardi, Vice President, Sales, of First Financial Equipment Finance, LLC, an Ohio limited liability company, 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 Cincinnati, Ohio this 15th day of October, 2012.


Notary Public



JERRI SOUTHERLAND
Notary Public, State of Ohio
My Commission Expires Oct. 28, 2016

Exhibit A

Equipment

1	AEX 009894	36	AEX 010155
2	AEX 009895	37	AEX 010159
3	AEX 009898	38	AEX 010162
4	AEX 009901	39	AEX 010167
5	AEX 009907	40	AEX 010172
6	AEX 009915	41	AEX 010177
7	AEX 009936	42	AEX 010183
8	AEX 009942	43	AEX 010184
9	AEX 009943	44	AEX 010194
10	AEX 009944	45	AEX 010201
11	AEX 009952	46	AEX 010211
12	AEX 009954	47	AEX 010217
13	AEX 009974	48	AEX 010218
14	AEX 009976	49	AEX 010220
15	AEX 009980	50	AEX 010223
16	AEX 009984	51	AEX 010234
17	AEX 009985	52	AEX 010237
18	AEX 009996	53	AEX 010238
19	AEX 009997	54	AEX 010249
20	AEX 010021	55	AEX 010251
21	AEX 010042	56	AEX 010252
22	AEX 010071	57	AEX 010268
23	AEX 010076	58	AEX 010269
24	AEX 010080	59	AEX 010271
25	AEX 010086	60	AEX 010276
26	AEX 010087	61	AEX 010278
27	AEX 010099	62	AEX 010280
28	AEX 010101	63	AEX 010283
29	AEX 010102	64	AEX 010286
30	AEX 010105	65	AEX 010351
31	AEX 010113	66	AEX 012708
32	AEX 010114	67	AEX 016649
33	AEX 010123	68	AEX 016721
34	AEX 010126	69	AEX 016777
35	AEX 010153	70	AEX 016871