

RECORDATION NO. 30427
FILED October 1, 2012 09:45 AM
SURFACE TRANSPORTATION BOARD

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

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October 1, 2012

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
Washington, DC 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 Loan and Security Agreement, a primary document, dated as of September 28, 2012. We request that this document be given the next available Recordation Number.

The names and addresses of the parties to the Memorandum of Loan and Security Agreement are:

Lender:

JPMorgan Chase Bank, N.A.
1111 Polaris Parkway, Suite A3 (OH1-1085)
Columbus, OH 43240

Borrower:

The Andersons, Inc.
480 W. Dussel Drive
Maumee, OH 43537

A description of the equipment covered by the Memorandum of Loan and Security Agreement consists of 150 2008 used Trinity Tank Cars, 25,960 Gallon Capacity, Marking Numbers TAEX 1107, 1125, 1144, 1145, 1151, 1155, 1160, 1163, 1182, 1212, and 1217, TILX 197220-197254, inclusive, 197305, 197307-197323, inclusive, 197325-197342, inclusive, 197345-197349, inclusive, 197351-197353, inclusive, 197355-197358, inclusive, 197360, 197361, 197363-197380, inclusive, 197382-197410, inclusive, 197412-197415, inclusive, 197417, 197418, and 197419 (to be remarked and renumbered TAEX 1107, 1125, 1144, 1145, 1151, 1155, 1160, 1163, 1182, 1212, 1217, 001071-001106, inclusive, 001108-001124, inclusive, 001126-001143, inclusive, 001146-001150 inclusive, 001152-001154, inclusive,

Ms. Cynthia T. Brown
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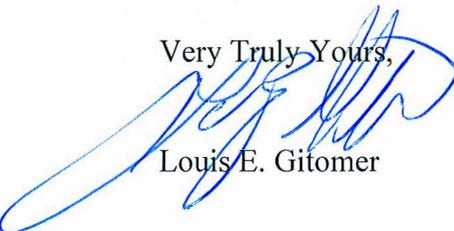
001156-001159, inclusive, 001161, 001162, 001164-001181, inclusive, 001183-001211, inclusive, 001213-001216, inclusive, 001218, 001219, and 001220, respectively).

A fee of \$ 42.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Memorandum of Loan and Security Agreement between JPMorgan Chase Bank, N.A., 1111 Polaris Parkway, Suite A3 (OH1-1085), Columbus, OH 43240, and The Andersons, Inc., 480 W. Dussel Drive, Maumee, OH 43537, covering 150 2008 used Trinity Tank Cars, 25,960 Gallon Capacity, Marking Numbers TAEX 1107, 1125, 1144, 1145, 1151, 1155, 1160, 1163, 1182, 1212, and 1217, TILX 197220-197254, inclusive, 197305, 197307-197323, inclusive, 197325-197342, inclusive, 197345-197349, inclusive, 197351-197353, inclusive, 197355-197358, inclusive, 197360, 197361, 197363-197380, inclusive, 197382-197410, inclusive, 197412-197415, inclusive, 197417, 197418, and 197419 (to be remarked and renumbered TAEX 1107, 1125, 1144, 1145, 1151, 1155, 1160, 1163, 1182, 1212, 1217, 001071-001106, inclusive, 001108-001124, inclusive, 001126-001143, inclusive, 001146-001150 inclusive, 001152-001154, inclusive, 001156-001159, inclusive, 001161, 001162, 001164-001181, inclusive, 001183-001211, inclusive, 001213-001216, inclusive, 001218, 001219, and 001220, respectively).

Very Truly Yours,


Louis E. Gitomer

Enclosures

MEMORANDUM OF LOAN AND SECURITY AGREEMENT
1000136858

dated as of September 11, 2012

between

JP MORGAN CHASE BANK, N.A.,
as Lender.

and

THE ANDERSONS, INC.,
as Borrower

MEMORANDUM OF LOAN AND SECURITY AGREEMENT
1000136858

THIS MEMORANDUM OF LOAN AND SECURITY AGREEMENT is made and entered into as of September 27, 2012, between JP MORGAN CHASE BANK, N.A. (the "Lender"), 1111 Polaris Parkway, Suite A3 (OH1-1085), Columbus, Ohio 43240, and THE ANDERSONS, INC. (the "Borrower"), 480 W. Dussel Dr., Maumee, OH 43537, with reference to the following:

1. Borrower has agreed to grant, pledge and assign to Lender a security interest in all of Borrower's respective right, title and interest in and to the Lender a continuing security interest in 150 2008 used Trinity Tank Cars, 25,960 Gallon Capacity, Marking Numbers TAEX 1107, 1125, 1144, 1145, 1151, 1155, 1160, 1163, 1182, 1212, and 1217, TILX 197220-197254, inclusive, 197305, 197307-197323, inclusive, 197325-197342, inclusive, 197345-197349, inclusive, 197351-197353, inclusive, 197355-197358, inclusive, 197360, 197361, 197363-197380, inclusive, 197382-197410, inclusive, 197412-197415, inclusive, 197417, 197418, and 197419 (To Be Remarked and Renumbered TAEX 1107, 1125, 1144, 1145, 1151, 1155, 1160, 1163, 1182, 1212, 1217, 001071-001106, inclusive, 001108-001124, inclusive, 001126-001143, inclusive, 001146-001150 inclusive, 001152-001154, inclusive, 001156-001159, inclusive, 001161, 001162, 001164-001181, inclusive, 001183-001211, inclusive, 001213-001216, inclusive, 001218, 001219, and 001220, respectively), pursuant to a Loan and Security Agreement dated as of the date hereof.

2. The Loan and Security Agreement shall be effective as of the date first set forth hereinabove.

3. This Memorandum of Loan and Security Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Loan and Security Agreement.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Loan and Security Agreement to be executed as of the date first above written.

JP MORGAN CHASE BANK, N.A.

By: Terris E. Salves
Name: Terris E. Salves
Title: Authorized officer

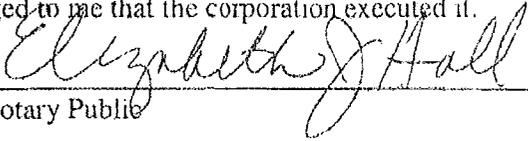
THE ANDERSONS, INC.

By: John Granato
Name: John Granato
Title: Chief Financial Officer
Chief Financial Officer

STATE OF OHIO)
) ss.
COUNTY OF LUCAS)

On this 28th day of September 2012, before me, Elizabeth J. Hall, the undersigned Notary Public, personally appeared John Granato personally known to me to be the person who executed the within instrument as CFO on behalf of THE ANDERSONS, INC., and acknowledged to me that the corporation executed it.

[Seal]



Notary Public

My commission expires:

ELIZABETH J. HALL
Attorney at Law
Notary Public - State of Ohio
My Commission has no Expiration Date.
Section 147.03 O.R.C.

STATE OF OHIO)
) ss.
COUNTY OF DELAWARE)

On this 28th day of September 2012, before me, Tracey DeFrancis, the undersigned Notary Public, personally appeared Tim E Sayers personally known to me to be the person who executed the within instrument as Authorized Officer on behalf of JP MORGAN CHASE BANK, N.A., and acknowledged to me that the corporation executed it.



TRACEY DeFRANCIS
Notary Public, State of Ohio
My Comm. Expires March 22, 2014
Commission expires:

Tracey DeFrancis
Notary Public

9/28/2012 . 2014