

RECORDATION NO 30607-A

FILED

January 11, 2013 10:30 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

January 11, 2013

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 January 4, 2013, 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 30607.

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

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

Assignee: Wells Fargo Equipment Finance, Inc.
Investors Building, Suite 700
733 Marquette Avenue
Minneapolis, Minnesota 55402

Chief
Section of Administration
January 11, 2013
Page 2

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

50 covered hopper railcars: AEX 13011 and within the series AEX 10491 – AEX 10547 as more particularly set forth in the document.

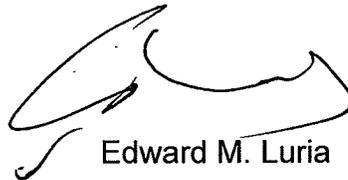
A short summary of the document to appear in the index is:

Memorandum of Assignment of Lease Agreement.

Also enclosed is a check in the amount of \$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,



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 January 4, 2013 by and between The Andersons, Inc. ("Assignor") and Wells Fargo Equipment Finance, Inc. ("Assignee").

WHEREAS, Assignor and Lessee entered into Rider dated March 26, 2012 for those units of equipment described on the attached **Exhibit A**, (collectively with Master Lease, the "Lease") providing for the lease of certain Equipment from Assignor subject to the terms and conditions set forth therein Evidence of the Lease has been recorded with the STB pursuant to 49 U.S.C. §11301 simultaneously with this Assignment and assigned recordation number 30607.

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.

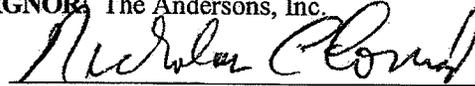
This Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same assignment.

[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:

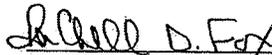


Nicholas C. Conrad

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 & Treasurer of The Andersons, Inc., an Ohio corporation, who acknowledged that she 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.

27th In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio this day of December, 2012.



Notary Public



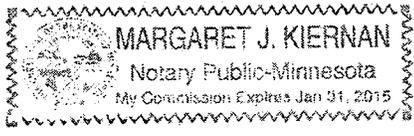
RACHELL D. FOX
Notary Public - State of Ohio
My Commission Expires 02-26-2013

ASSIGNEE: Wells Fargo Equipment Finance, Inc.

By: 

Title: Peter J. Naas
Sr. Contract Administrator

STATE OF MINNEAPOLIS)
COUNTY OF Hennepin) ss:



Before me, a Notary Public, in and for said county and state, personally appeared Peter Naas of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, 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 Minneapolis, Minnesota this 2nd day of January 2013.

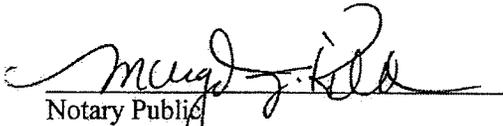

Notary Public

Exhibit A

Equipment

1	AEX 010491	26	AEX 010518
2	AEX 010492	27	AEX 010519
3	AEX 010493	28	AEX 010520
4	AEX 010494	29	AEX 010522
5	AEX 010495	30	AEX 010523
6	AEX 010496	31	AEX 010524
7	AEX 010497	32	AEX 010525
8	AEX 010498	33	AEX 010526
9	AEX 010499	34	AEX 010527
10	AEX 010501	35	AEX 010529
11	AEX 010502	36	AEX 010530
12	AEX 010503	37	AEX 010531
13	AEX 010505	38	AEX 010533
14	AEX 010506	39	AEX 010535
15	AEX 010507	40	AEX 010536
16	AEX 010508	41	AEX 010537
17	AEX 010509	42	AEX 010538
18	AEX 010510	43	AEX 010539
19	AEX 010511	44	AEX 010540
20	AEX 010512	45	AEX 010541
21	AEX 010513	46	AEX 010544
22	AEX 010514	47	AEX 010545
23	AEX 010515	48	AEX 010546
24	AEX 010516	49	AEX 010547
25	AEX 010517	50	AEX 013011

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: 1/11/13

Edward M Luria

Edward M. Luria