

RECORDATION NO. 30649-B
FILED February 20, 2013 04:15 PM
SURFACE TRANSPORTATION BOARD

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

February 20, 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 Lease, dated as of February 1, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Assignments of Lease being filed with the Board under Recordation Number 30649.

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

Lessee:	The Andersons, Inc. 480 West Dussel Drive Maumee, OH 43537
Lessor:	Siemens Financial Services, Inc. 170 Wood Avenue South Iselin, NJ 08830

Chief
Section of Administration
February 20, 2013
Page 2

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

60 railcars: TAEX 2041 – TAEX 2100 (previously marked within the series TILX 194930 – TILX 199570 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,



Edward M. Luria

EML/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is effective as of the 1st day of February, 2013, by and between **Siemens Financial Services, Inc.**, a Delaware corporation, having its principal place of business at 170 Wood Avenue South, Iselin, NJ 08830 (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").

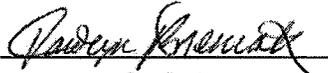
1. Lessor and Lessee are parties to that certain Railcar Lease Agreement dated February 1, 2013 (the "Railcar Lease"), and Equipment Schedule No. 1 to Railcar Lease effective February 1, 2013 (the "Schedule"), whereby Lessor leases to Lessee sixty (60) railcars bearing railroad reporting marks as noted on attached **Exhibit A**.
2. The parties desire to execute this Memorandum of Lease for purposes of memorializing of record the Railcar 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.

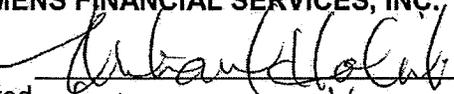
[Signature Page to Follow

I certify that I hold the title set forth below, that this instrument was signed on behalf of the 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

SIEMENS FINANCIAL SERVICES, INC.

Witness: 
Printed **Carolyn Breniak**
Name: **Sr. Transaction Coordinator**

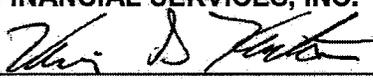
By: 
Printed **Michael Holvik**
Name: **Michael Holvik**
Title: **VP**
Date: _____

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

SIEMENS FINANCIAL SERVICES, INC.

Witness: 
Printed **Carolyn Breniak**
Name: **Sr. Transaction Coordinator**

By: 
Printed **Kevin S. Keaton**
Name: **Director, Operations**
Title: _____
Date: _____

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

THE ANDERSONS, INC.

Witness:
Printed
Name:

By:
Printed
Name:

Title:

Date:

Exhibit A

Schedule of Equipment

Cars

	Current Mark	New Mark
1	TILX194930	TAEX002041
2	TILX195004	TAEX002042
3	TILX195038	TAEX002043
4	TILX195053	TAEX002044
5	TILX195061	TAEX002045
6	TILX195083	TAEX002046
7	TILX195085	TAEX002047
8	TILX195093	TAEX002048
9	TILX195094	TAEX002049
10	TILX195105	TAEX002050
11	TILX195106	TAEX002051
12	TILX195110	TAEX002052
13	TILX195111	TAEX002053
14	TILX195115	TAEX002054
15	TILX195122	TAEX002055
16	TILX195124	TAEX002056
17	TILX195129	TAEX002057
18	TILX195147	TAEX002058
19	TILX195189	TAEX002059
20	TILX195193	TAEX002060
21	TILX195197	TAEX002061
22	TILX195218	TAEX002062
23	TILX195222	TAEX002063
24	TILX195225	TAEX002064
25	TILX195232	TAEX002065
26	TILX195233	TAEX002066
27	TILX195235	TAEX002067
28	TILX195240	TAEX002068
29	TILX195241	TAEX002069
30	TILX195242	TAEX002070

	Current Mark	New Mark
31	TILX195366	TAEX002071
32	TILX197499	TAEX002072
33	TILX197577	TAEX002073
34	TILX197598	TAEX002074
35	TILX197607	TAEX002075
36	TILX197672	TAEX002076
37	TILX198060	TAEX002077
38	TILX198062	TAEX002078
39	TILX198063	TAEX002079
40	TILX198079	TAEX002080
41	TILX198081	TAEX002081
42	TILX198097	TAEX002082
43	TILX198112	TAEX002083
44	TILX198156	TAEX002084
45	TILX198161	TAEX002085
46	TILX198165	TAEX002086
47	TILX198173	TAEX002087
48	TILX198197	TAEX002088
49	TILX198217	TAEX002089
50	TILX198277	TAEX002090
51	TILX198304	TAEX002091
52	TILX198948	TAEX002092
53	TILX198950	TAEX002093
54	TILX199000	TAEX002094
55	TILX199003	TAEX002095
56	TILX199007	TAEX002096
57	TILX199026	TAEX002097
58	TILX199031	TAEX002098
59	TILX199127	TAEX002099
60	TILX199570	TAEX002100

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: 2/20/13

Edward M Luria
Edward M. Luria