

May 02, 2013 10:00 AM

ALVORD AND ALVORD SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
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May 2, 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 March 10, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor:	The Andersons, Inc. 480 West Dussel Drive Maumee, OH 43537
Lessee:	Chemical Lime Company 3700 Hulen Street Fort Worth, TX 76107

Chief
Section of Administration
May 2, 2013
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A description of the railroad equipment covered by the enclosed document is:

74 covered hopper railcars within the series AEX 5011 – AEX 6480 and AEX 12404 – AEX 12822 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

MEMORANDUM OF LEASE

WITNESSETH

This Memorandum of Lease is entered into as of the 10th day of March, 2009, by and between **The Andersons, Inc.**, an Ohio corporation, having its principal place of business at 480 W. Dussel Drive, Maumee, Ohio 43537 (hereinafter "Lessor") and **Chemical Lime Company**, a Nevada corporation, having its principal place of business at 3700 Hulen Street, Fort Worth, Texas 76107 (hereinafter "Lessee").

1. Lessor and Lessee are parties to that certain Full Service Lease Agreement dated February 5, 2004 (the "Master Lease"), and Rider Deal #R01375 dated effective as of December 1, 2008 (the "Schedule"), whereby Lessor leases to Lessee seventy-four (74) 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 Master 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 Pages to Follow]

Each party, pursuant to due corporate authority, has caused this Lease to be executed by its authorized officer or other employee, and each of the undersigned declares under penalty of perjury that he or she holds the title indicated below, that the execution of this Lease was the free act of the corporation, the foregoing is true and correct and that this Lease was executed on the date indicated below.

Lessee

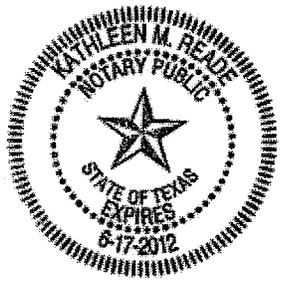
CHEMICAL LIME COMPANY

By: MPJ
Printed Name: MARK P JUSZLI
Title: VP
Date: 3/10/09

STATE OF TEXAS)

COUNTY OF TARRANT) SS:

The foregoing instrument was acknowledged before me this 10 day of March, 2009, by Mark P Juszli, the Vice President of Chemical Lime Company, a Nevada corporation, on behalf of the corporation.



Kathleen M. Reade
Notary Public

LESSOR:

THE ANDERSONS, INC.

By: Rasesh H. Shah

Printed

Name: Rasesh H. Shah

Title: President, Rail Group

Date: 3/20/09

STATE OF OHIO)

COUNTY OF LUCAS) SS:

The foregoing instrument was acknowledged before me this 20th day of March, 2009, by Rasesh H. Shah, the President, Rail Group of The Andersons, Inc., an Ohio corporation, on behalf of the corporation.

Julie Ann Dibble

Julie Ann Dibble
Notary Public, State of Ohio
My Commission Expires 08-20-2010

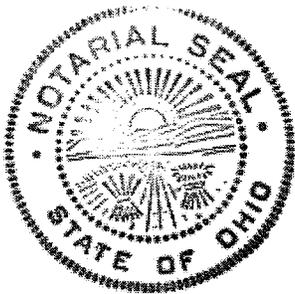


EXHIBIT A

**Equipment List
Seventy-Four (74) Covered Hoppers**

1	AEX 005011	38	AEX 006036
2	AEX 005018	39	AEX 006038
3	AEX 005021	40	AEX 006070
4	AEX 005026	41	AEX 006151
5	AEX 005040	42	AEX 006479
6	AEX 005041	43	AEX 006480
7	AEX 005051	44	AEX 012404
8	AEX 005077	45	AEX 012408
9	AEX 005079	46	AEX 012418
10	AEX 005089	47	AEX 012420
11	AEX 005111	48	AEX 012423
12	AEX 005157	49	AEX 012439
13	AEX 005161	50	AEX 012445
14	AEX 005174	51	AEX 012446
15	AEX 005196	52	AEX 012448
16	AEX 005201	53	AEX 012454
17	AEX 005206	54	AEX 012455
18	AEX 005210	55	AEX 012461
19	AEX 005692	56	AEX 012463
20	AEX 005696	57	AEX 012482
21	AEX 005706	58	AEX 012484
22	AEX 005739	59	AEX 012487
23	AEX 005760	60	AEX 012489
24	AEX 005764	61	AEX 012492
25	AEX 005788	62	AEX 012504
26	AEX 005789	63	AEX 012507
27	AEX 005807	64	AEX 012508
28	AEX 005814	65	AEX 012516
29	AEX 005816	66	AEX 012522
30	AEX 005879	67	AEX 012523
31	AEX 005891	68	AEX 012529
32	AEX 005947	69	AEX 012554
33	AEX 005951	70	AEX 012555
34	AEX 005957	71	AEX 012561
35	AEX 005978	72	AEX 012568
36	AEX 005984	73	AEX 012573
37	AEX 005986	74	AEX 012822

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: 5/2/13

Edward M Luria
Edward M. Luria