

LAW OFFICES OF
LOUIS E. GITOMER, LLC

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November 18, 2015

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Cynthia T. Brown

Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 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 Lease Agreement, a secondary document, dated as of November 18, 2015. The primary document to which this is connected is recorded under Recordation No. 31952. We request that this document be recorded under Recordation No. 31952-A.

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

Lessor:

Banc of America Leasing & Capital, LLC
2059 Northlake Parkway, 4 South
Tucker, GA 30084

Lessee:

CHS, Inc.
5500 Cenex Drive
Inver Grove Heights, MN 55077

A description of the equipment covered by the Memorandum of Lease Agreement consists of 30 railcars numbered CHSX 255301-255330, inclusive.

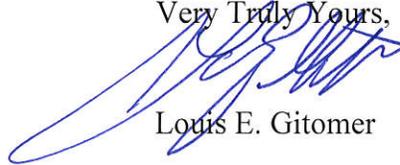
A fee of \$43.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown
November 18, 2015
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A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing & Capital, LLC, 2059 Northlake Parkway, 4 South, Tucker, GA 30084, and CHS, Inc., 5500 Cenex Drive, Inver Grove Heights, MN 55077, covering 30 railcars numbered CHSX 255301-255330, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

MEMORANDUM OF LEASE AGREEMENT

Dated as of November 18 2015

between

BANC OF AMERICA LEASING & CAPITAL, LLC,
as Lessor

and

CHS Inc.,
as Lessee

Filed with the Surface Transportation Board pursuant to
49 U.S.C. § 11301 on _____, 2015, at ____:____ __.M
Recordation Number _____

MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT dated as of November 18, 2015 is made by and between BANC OF AMERICA LEASING & CAPITAL, LLC, together with its successors and assigns ("Lessor"), and CHS Inc., and its successors and permitted assigns ("Lessee").

WITNESSETH

1. Pursuant to a Lease Agreement Number 41001-00400 dated as of May 6, 2008 and Schedule No. 005 executed pursuant thereto dated as of November 18, 2015 (collectively, the "Lease Agreement"), Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from the Lessor, all of the rail equipment described in Exhibit A attached hereto (the "Railcars").

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and Lessee's use of the Railcars shall be subject to the terms and conditions as set forth in the Lease Agreement.

3. This Memorandum of Lease Agreement may be executed in duplicate originals and any number of counterparts and by different parties in separate counterparts, each of which shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

Secured Party:

BANC OF AMERICA LEASING &
CAPITAL, LLC

By: *Donna Askren*
Name: Donna Askren
Title: Assistant Vice President

STATE OF GEORGIA)

COUNTY OF Henry) ss.:

On this 18 day of November, 2015, before me the subscriber personally appeared Donna Askren, who being by me duly sworn, did depose and say: that (s)he is the Asst. Vice President of BANC OF AMERICA LEASING & CAPITAL, LLC the Delaware limited liability company described in and which executed the foregoing instrument and that (s)he signed his/her name thereto by their own free act on behalf of said corporation.

Angela McFalls
NOTARY PUBLIC

My Commission Expires



EXHIBIT A
TO MEMORANDUM OF LEASE AGREEMENT
DATED AS OF November , 2015

Curr Mark	Curr Num
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CHSX	255301
CHSX	255302
CHSX	255303
CHSX	255304
CHSX	255305
CHSX	255306
CHSX	255307
CHSX	255308
CHSX	255309
CHSX	255310
CHSX	255311
CHSX	255312
CHSX	255313
CHSX	255314
CHSX	255315
CHSX	255316
CHSX	255317
CHSX	255318
CHSX	255319
CHSX	255320
CHSX	255321
CHSX	255322
CHSX	255323
CHSX	255324
CHSX	255325
CHSX	255326
CHSX	255327
CHSX	255328
CHSX	255329
CHSX	255330