

RECORDATION NO.

19014-P  
FILED

AUG 09 '05

12:58 PM

SURFACE TRANSPORTATION BOARD

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

August 9, 2005

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of an Amendment to Railcar Lease Agreement, dated as of August 3, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Railcar Lease Agreement being filed with the Board under Recordation Number 19014-B.

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

Lessor: U.S. Bancorp Equipment Finance, Inc.  
13010 S.W. 68th Parkway  
Portland, Oregon 97223

Lessee: CHS Inc.  
5500 Cenex Drive  
Inner Grove Heights, Minnesota 55077

Mr. Vernon A. Williams  
August 9, 2005  
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A description of the railroad equipment covered by the enclosed document is:

51 railcars within the series NRLX 12301 - NRLX 12360 as more particularly set forth in the equipment schedule attached to the document.

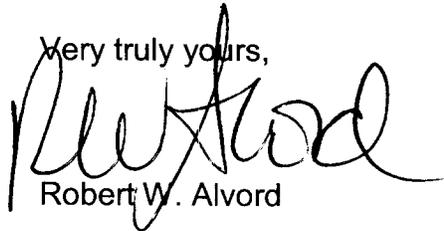
A short summary of the document to appear in the index is:

Amendment to Railcar Lease Agreement.

Also enclosed is a check in the amount of \$33.00 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,

A handwritten signature in black ink, appearing to read "R. Alvord", written in a cursive style.

Robert W. Alvord

RWA/anm  
Enclosures



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SURFACE TRANSPORTATION BOARD

**Equipment Finance, Inc.**

PO Box 230789  
Portland, OR 97281-0789

June 23, 2005

Dennis Wendland, Sr.  
Harvest States Cooperatives-Northwest Grain  
5500 Cenex Drive  
Inner Grove Heights, MN 55077  
RE: Harvest States Cooperatives-Northwest Grain  
21024561-002-1024561-002

Dear Mr. Wendland:

Per your request, there needs to be an amendment to the RAILCAR LEASE AGREEMENT, dated September 30, 1994, recorded October 5, 1994 as STB Recordation No. 19014, including all ancillary documents associated with the above-referenced Schedule, whereby certain property as more fully described on Exhibit "A" attached hereto, are subject to the terms defined in the Schedule 1024561.002 dated November 1, 1994.

Lessee name is hereby amended to: CHS Inc.  
The Tax Identification number remains the same: 41-0251095  
The Property address remains at: 5500 Cenex Drive, Inver Grove Heights, MN 55077 County: Dakota  
The Billing/Mailing address will be: 5500 Cenex Drive, Inver Grove Heights, MN 55077  
The signing officer will be: Dennis Wendland, Sr., Vice President

**IN WITNESS WHEREOF, the parties hereto have each caused this Amendment to be duly executed as of the date and year first above written.**

**Lessee:**  
CHS Inc.

**Lessor:**  
US Bancorp Equipment Finance, Inc.

BY: Dennis Wendland  
Dennis Wendland, Sr., Sr. Vice President

BY: Kim Hammond  
Authorized Signer

Executed on this 14 day of July, 2005.

Executed on this 3<sup>rd</sup> day of Aug, 2005.

STATE OF Minnesota )  
County of Lambert )SS.

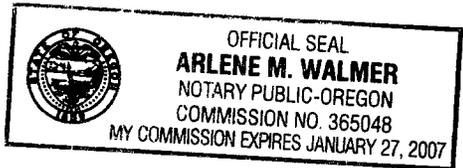
STATE OF OREGON )  
County of WASHINGTON )SS.

On July 14, 2005, Dennis Wendland personally appeared before me, Kim Harrington, who being duly sworn, stated that he/she is the Sr. Vice Pres. of CHS INC. acknowledged the foregoing instrument as voluntary act and deed of the Company by virtue of authority from its Board of Directors.

On 8/3/05, Kim Hammond personally appeared before me, Arlene M. Walmer, who being duly sworn, stated that he/she is the Audit Mgr of US Bancorp Equipment Finance, Inc., acknowledged the foregoing instrument as voluntary act and deed of the Company by virtue of authority from its Board of Directors.

Before me: [Signature]  
Notary Public for Minnesota  
My Commission Expires: Jan. 31, 2007

Before me: [Signature]  
Notary Public for OREGON  
My Commission Expires: 1-27-2007





**Equipment Finance, Inc.**

Schedule Number 21024561-002-1024561-002

Reference is made to that certain Railcar Lease Agreement, dated September 30, 1994, and Rent Agreement No. 1024561.002 dated November 01, 1994 (the "Agreements") wherein U.S. Bancorp Equipment Finance, Inc. successor-in-interest to FBS Business Finance Corporation is the Lessor/Secured Party and CHS Inc. is the Lessee/Debtor.

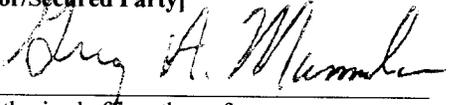
The "Property" and/or "Collateral" (as defined and used in the above Agreements and any and all related documents) includes the following:

**FIFTY-ONE (51) 4750 CU. FT. COVERED HOPPERS, SERIAL Nos:**

NRLX12301, NRLX12303, NRLX12304  
NRLX12305, NRLX12306, NRLX12307  
NRLX12308, NRLX12310, NRLX12311  
NRLX12312, NRLX12314, NRLX12316  
NRLX12317, NRLX12318, NRLX12319  
NRLX12320, NRLX12321, NRLX12322  
NRLX12323, NRLX12324, NRLX12325  
NRLX12326, NRLX12327, NRLX12328  
NRLX12329, NRLX12330, NRLX12333  
NRLX12334, NRLX12335, NRLX12336  
NRLX12337, NRLX12340, NRLX12341  
NRLX12342, NRLX12343, NRLX12344  
NRLX12345, NRLX12346, NRLX12347  
NRLX12348, NRLX12349, NRLX12350  
NRLX12351, NRLX12352, NRLX12353  
NRLX12354, NRLX12355, NRLX12356  
NRLX12358, NRLX12359, NRLX12360

**TOGETHER WITH ALL REPLACEMENTS, PARTS, REPAIRS, ADDITIONS, ACCESSIONS AND ACCESSORIES INCORPORATED THEREIN OR AFFIXED OR ATTACHED THERETO AND ANY AND ALL PROCEEDS OF THE FOREGOING, INCLUDING, WITHOUT LIMITATION, INSURANCE RECOVERIES.**

U.S. Bancorp Equipment Finance, Inc. successor-in-interest to  
FBS Business Finance Corporation  
[Lessor/Secured Party]

By:   
An authorized officer thereof  
4/00

CHS Inc.  
[Lessee/Debtor]

By:   
Dennis Wendland, Sr.  
Senior Vice President