

RECORDATION NO. 19014-R FILED

AUG 09 '05 1-27 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

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-F.

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
Page 2

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

49 railcars, 48 within the series NRLX 90105 - NRLX 90155 as more particularly set forth in the equipment schedule attached to the document, and NLRX 12309.

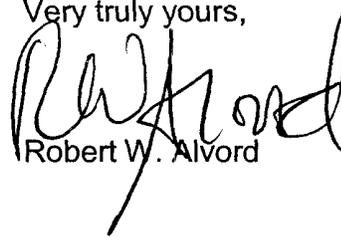
A short summary of the document to appear in the index is:

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,



Robert W. Alvord

RWA/anm
Enclosures



RECORDATION NO. 19014-R FILED

Equipment Finance, Inc.
PO Box 230789
Portland, OR 97281-0789

AUG 09 '05 1-27 PM

June 23, 2005

SURFACE TRANSPORTATION BOARD

Dennis Wendland, Sr.
Harvest States Cooperatives-Northwest Grain
5500 Cenex Drive
Inner Grove Heights, MN 55077
RE: Harvest States Cooperatives-Northwest Grain
21024561-002-1024561-004

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 1024561.004 dated December 9, 1994. We will require your acknowledgement of the following change(s):

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 3rd day of Aug, 2005.

STATE OF Minnesota)
County of Ramsey)SS.

STATE OF OREGON)
County of WASHINGTON)SS.

On July 14, 2005, Dennis Wendland personally appeared before me, Rian Mary 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 Authorized Signer 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

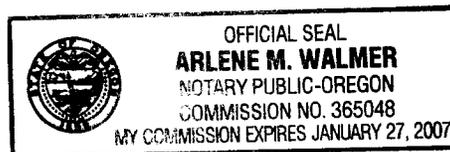




EXHIBIT "A"

Equipment Finance, Inc.

Schedule Number 21024561-002-1024561-004

Reference is made to that certain Railcar Lease Agreement, dated September 30, 1994, and Rent Agreement No. 1024561.004 dated December 09, 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.

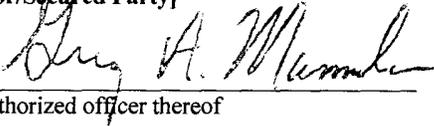
The "Property" and/or "Collateral" (as defined and used in the above Agreements and any and all related documents) includes the following:

Forty-Nine (49) 4750 Cu. Ft. Covered Hoppers, Serial Numbers:

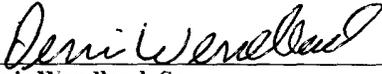
NRLX90105, NRLX90106, NRLX90107, NRLX90108,
NRLX90109, NRLX90110, NRLX90111, NRLX90113,
NRLX90114, NRLX90115, NRLX90117, NRLX90118,
NRLX90119, NRLX90120, NRLX90121, NRLX90122,
NRLX90123, NRLX90124, NRLX90125, NRLX90126,
NRLX90127, NRLX90128, NRLX90129, NRLX90130,
NRLX90131, NRLX90132, NRLX90133, NRLX90134,
NRLX90135, NRLX90136, NRLX90137, NRLX90138,
NRLX90139, NRLX90140, NRLX90142, NRLX90143,
NRLX90144, NRLX90145, NRLX90146, NRLX90147,
NRLX90148, NRLX90149, NRLX90150, NRLX90151,
NRLX90152, NRLX90153, NRLX90154, NRLX90155,
NRLX12309

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