

19014W
RECORDATION NO. _____ FILED

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SURFACE TRANSPORTATION BOARD

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

December 27, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement dated as of November 28, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

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

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

Lessor:	U.S Bancorp Equipment Finance, Inc. (successor by merger with FHS Business Finance Corporation) 13010 S.W. 68th Parkway Portland, Oregon 97223
Lessee:	CHS, Inc. (successor in interest to Harvest States Cooperatives) 5500 Cenex Drive Inver Grove Heights, Minnesota 55077

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

97 railcars within the series NRLX 90001-NRLX 90104 as more particularly set forth in the exhibit attached to the document.

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

Memorandum of Lease Agreement.

Also enclosed is a check in the amount of \$35.00 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/sem
Enclosures

Exhibit "A"
TO MEMORANDUM OF LEASE AGREEMENT

Ninety Seven (97) 4750 Cu. Ft. Covered Hoppers, s/n's:

**NRLX 90001, NRLX 90002, NRLX 90004,
NRLX 90005, NRLX 90006, NRLX 90007,
NRLX 90008, NRLX 90009, NRLX 90010,
NRLX 90011, NRLX 90012, NRLX 90013,
NRLX 90014, NRLX 90015, NRLX 90017,
NRLX 90018, NRLX 90019, NRLX 90020,
NRLX 90021, NRLX 90022, NRLX 90023,
NRLX 90024, NRLX 90025, NRLX 90026,
NRLX 90027, NRLX 90028, NRLX 90029,
NRLX 90030, NRLX 90031, NRLX 90032,
NRLX 90033, NRLX 90034, NRLX 90035,
NRLX 90036, NRLX 90037, NRLX 90038,
NRLX 90039, NRLX 90040, NRLX 90041,
NRLX 90042, NRLX 90044, NRLX 90045,
NRLX 90046, NRLX 90047, NRLX 90048,
NRLX 90050, NRLX 90051, NRLX 90053,
NRLX 90054, NRLX 90055, NRLX 90056,**

**NRLX 90057, NRLX 90058, NRLX 90059,
NRLX 90060, NRLX 90061, NRLX 90062,
NRLX 90063, NRLX 90064, NRLX 90065,
NRLX 90066, NRLX 90067, NRLX 90068,
NRLX 90069, NRLX 90070, NRLX 90071,
NRLX 90072, NRLX 90073, NRLX 90074,
NRLX 90075, NRLX 90077, NRLX 90078,
NRLX 90080, NRLX 90081, NRLX 90082,
NRLX 90083, NRLX 90084, NRLX 90085,
NRLX 90086, NRLX 90087, NRLX 90088,
NRLX 90089, NRLX 90090, NRLX 90091,
NRLX 90092, NRLX 90093, NRLX 90094,
NRLX 90095, NRLX 90096, NRLX 90097,
NRLX 90098, NRLX 90099, NRLX 90100,
NRLX 90101, NRLX 90102, NRLX 90103,
NRLX 90104;**

**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.**

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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:

12/27/07



Robert W. Alvord