

OSTER**Researching Services**

12897 Colonial Drive • Mt. Airy, MD 21771
Office/Fax: 301-253-6040
maryannoster@comcast.net

RECORDATION NO. 28084 FILED

November 25, 2009

NOV 25 '09

2-00 PM

SURFACE TRANSPORTATION BOARD

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board is a Memorandum of Schedule No. 1 to Full Service Master Lease Agreement dated 10/14/09 including the following parties and railroad equipment:

Lessor: Wells Fargo Equipment Finance, Inc.
dba Midwest Railcar Capital Equipment Company
Investors Building, #700
733 Marquette Avenue South
Minneapolis, MN 55402

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

Equipment: 10, Covered Hoppers
MCEX 350249, 350252, 350259, 350263, 350264,
350271, 350276, 350289, 350291, 350294.

Please record this agreement as a primary document. The filing fee of \$41 is enclosed.
Summary: Memorandum of Schedule No. 1 to Full Service Master Lease Agreement dated 10/14/09 between Wells Fargo Equipment Finance, Inc. dba Midwest Railcar Capital Equipment Company as Lessor and CHS, Inc. as Lessee including 10 Covered Hoppers.

Sincerely,



Mary Ann Oster
Research Consultant

Enclosure

RECORDATION NO 28084 FILED

NOV 25 '09

2-00 PM

SURFACE TRANSPORTATION BOARD

MIDWEST RAILCAR CORPORATION

**MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

**WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a
Midwest Railcar Capital Equipment Company**

as Lessor

and

CHS, INC.

as Lessee

MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #1 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of October 14, 2009, by and between WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a Midwest Railcar Capital Equipment Company, a Minnesota Corporation ("Lessor"), and CHS, INC., a Minnesota Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #1 dated October 14, 2009 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of October 14, 2009 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #1.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #1 to Full Service Master Lease Agreement to be executed as of the date first above written.

WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a
Midwest Railcar Capital Equipment Company
Lessor

By: 
Julie Wilbram
Assistant Vice President

CHS, INC.
Lessee

By: 
Name: John McEnroe
Title: Sr VP

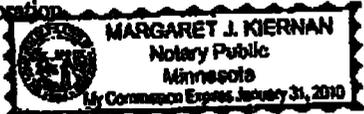
EXHIBIT A
DESCRIPTION OF RAILCARS

Ten (10) covered hopper railcars with the following reporting marks:

Car Mark & Number	Car Mark & Number
MCEX 350249	MCEX 350271
MCEX 350252	MCEX 350276
MCEX 350259	MCEX 350289
MCEX 350263	MCEX 350291
MCEX 350264	MCEX 350294

STATE OF MINNESOTA, COUNTY OF HENNEPIN, TO WIT:

On this 30 day of October, 2009 before me appeared, Juli Milbrath to me personally known, who being by me duly sworn, says that he is the AVP of WELLS FARGO EQUIPMENT FINANCE, INC. d/b/a Midwest Railcar Capital Equipment Company, a Minnesota corporation, that said instrument was signed on October 30, 2009 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Notarial Seal]

Marg J. Kiernan
Notary Public

My commission expires: 1-31-2010

STATE OF Minnesota, COUNTY OF Dakota, TO WIT:

On this 14th day of October, 2009 before me appeared, John McEnroe, to me personally known, who being by me duly sworn, says that he is a Senior Vice President of CHS, INC., a Minnesota Corporation, that said instrument was signed and sealed on October 14, 2009 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]

Rebecca A. Anderson
Notary Public

My commission expires: Jan 31, 2010

