



**ATEL**  
Capital Group\*

RECORDATION NO. 19014-Y FILED

JAN 22 '10 -2 0 0 PM

SURFACE TRANSPORTATION BOARD

January 22, 2010

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-0001

**Re: Document for Recordation:**

- 1. Memorandum of Partial Termination of Lease and Schedules with respect to 31 Railcars**

Dear Section Chief:

Attached please find for recordation one (1) copy of Memorandum of Partial Termination of Lease and Schedules with respect to 31 Railcars, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The attached document relates to Schedule No. 002 filed with the Board under Recordation Number 19014-C and Schedule No. 004 filed with the Board under Recordation Number 19014-F.

The primary document to which this document is submitted in connection with is recorded under Recordation Number 19014.

The names and addresses to the Memorandum of Partial Termination of Lease and Schedules with respect to 31 Railcars executed as of December 16, 2009, are:

**Lessor:** Kalakane Transatlantic Investors, Inc.  
3535 S. Tamarac Drive  
Denver, CO 80237

**Lessee:** CHS, Inc. (f/k/a Harvest States Cooperatives)  
5500 Cenex Drive  
Inver Grove Heights, MN 55077

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A description of the railroad equipment covered by the Memorandum of Partial Termination of Lease and Schedule with respect to 31 Railcars is:

Twelve (12) 4,750 Cubic Foot Covered Hopper Railcars bearing reporting marks: NRLX 12301, 12303, 12305, 12308, 12320, 12327, 12328, 12330, 12349, 12355, 12358 and 12360.

Nineteen (19) 4,750 Cubic Foot Covered Hopper Railcars bearing reporting marks: NRLX 90106, 90110, 90113, 90115, 90121, 90122, 90123, 90131, 90132, 90133, 90136, 90137, 90140, 90142, 90146, 90147, 90148, 90150 and 90154.

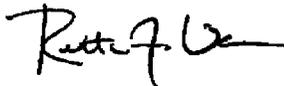
A short summary of the document to appear in the index as follows:

Memorandum of Partial Termination of Lease and Schedule with respect to 31 Railcars

The fee of \$41.00 can be charged to our account.

Should you have any questions, please do not hesitate to call me at 415/616-3427 or rwarner@atel.com. Thank you for your assistance.

Sincerely,



Renette F. Warner  
Senior Contract Administrator

/rfw  
Attachment

**MEMORANDUM OF PARTIAL TERMINATION OF LEASE AND SCHEDULES WITH  
RESPECT TO 31 RAILCARS**

The undersigned hereby certify that Railcar Lease Agreement dated September 30, 1994 by and between Kalakane Transatlantic Investors, Inc., (successor in interest to U.S. Bancorp Equipment Finance, Inc., which was successor in interest to FBS Business Finance Corporation), as Lessor, and CHS, Inc. (f/k/a Harvest States Cooperatives), as Lessee ("Lease"), filed with the Surface Transportation Board at 1:00 p.m. under Recordation Number 19014, Schedule 002 thereto dated as of November 1, 1994, ("Schedule 002") filed with the Surface Transportation Board on December 19, 1994 at 9:55 a.m. under Recordation Number 19014-C, and Schedule 004 thereto dated as of December 6, 1994 ("Schedule 004") filed with the Surface Transportation Board on April 24, 1995 at 10:55 a.m. under Recordation Number 19014-F and any amendments thereto, are hereby terminated only with respect to the railcars described as follows ("Railcars"), and such Railcars are no longer subject to the terms thereof.

**Schedule 002:** Twelve (12) 4,750 cu ft covered hopper Railcars with reporting marks: NRLX 12301, 12303, 12305, 12308, 12320, 12327, 12328, 12330, 12349, 12355, 12358, 12360.

**Schedule 004:** Nineteen (19) 4,750 cu ft covered hopper Railcars with reporting marks: NRLX 90106, 90110, 90113, 90115, 90121, 90122, 90123, 90131, 90132, 90133, 90136, 90137, 90140, 90142, 90146, 90147, 90148, 90150, 90154

Lessor represents and warrants to Lessee that (i) there are no amounts outstanding or owed by Lessee under the Lease and Schedules 002 and 004 with respect to the Railcars and any amendments thereto, and (ii) it has no knowledge of any uncured default of Lessee under the Lease and Schedules 002 and 004 and any amendment thereto as of the date hereof.

This Partial Lease Termination Instrument dated as of December 16, 2009 is executed for the purpose of releasing the Railcars from the Lease and Schedules 002 and 004 and any amendments thereto, and is without prejudice to any continuing rights and obligations of the parties under the Lease and Schedules 002 and 004 and any amendments thereto.

LESSOR:  
KALAKANE TRANSATLANTIC INVESTORS, INC.  
BY ATEL MANAGEMENT SERVICES, LLC, acting on  
its behalf  
By: 

Name: Vasco H. Morales  
Executive Vice President

Title: \_\_\_\_\_

ATEL LEGAL DEPARTMENT  
APPROVED  
AS TO FORM  
BY: 

LESSEE:  
CHS, INC.

By: 

Name: Dennis Wendland

Title: SRVP

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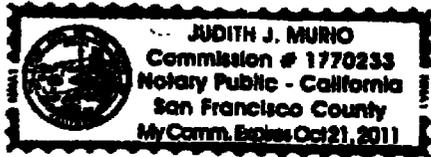
SURFACE TRANSPORTATION BOARD

STATE OF CALIFORNIA }  
COUNTY OF SAN FRANCISCO }

ss.

On January 19, 2010, before me, Judith J. Murio, the undersigned Notary Public, personally appeared Vasco H. Morais, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to this instrument and acknowledged to me that he executed the same on such day in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



(Notarial Seal)

  
Notary Public  
Commission Number: 1770233  
My Commission expires: October 21, 2011

(This Notary Acknowledgment is an attachment to  
Memorandum of Partial Termination of Lease and Schedules  
With Respect to 31 Railcars  
dated as of December 16, 2009)

State of )  
 )  
County of )

On \_\_\_\_\_, 200\_, before me, \_\_\_\_\_, the undersigned Notary Public, personally appeared \_\_\_\_\_, personally known to me to be the person whose name is subscribed to this instrument and acknowledged to me that he/she executed the same on such day in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

\_\_\_\_\_  
Notary Public

State of Minnesota )  
County of Dakota )

On Jan. 8, 20010 before me, Paula M. Jones, the undersigned Notary Public, personally appeared Dennis Woodard, personally known to me to be the person whose name is subscribed to this instrument and acknowledged to me that he/she executed the same on such day in his/her authorized capacity, and that by his/her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Paula M. Jones  
Notary Public

