

This STATEMENT is presented to THE FILING OFFICER for filing for record in real estate records:

1. Debtor(s) (Last Name First) and address(es)  Farmers Cooperative Company 196 Railroad at Webster, P.O. Box 187 Afton, Iowa 50830	2. Secured Party(ies) and address(es)  National Bank for Cooperatives 11837 Miracle Hills Drive Suite 200 Omaha, Nebraska 68154-4404 IRS #84-1102254	3. For Filing Officer (Date, Time, Number, and Filing Office)  REC 38 AUD \$ FILED NO. 875 UCC BOOK 3 PAGE 640 93 OCT -4 PM 3:43 MICHELLE UTSLER RECORDER MADISON COUNTY, IOWA
----------------------------------------------------------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

4. Check one only.

Original financing statement real estate record number

Pre-1975 fixture filing county UCC number

Record owner of the real estate: Debtor

Dated filed: December 21, 1989, 19 Filed with Madison County, Iowa

5. Check only one:

A.  CONTINUATION The original financing statement between the foregoing Debtor and Secured party, bearing the file number shown above, is still effective.

B.  PARTIAL RELEASE The secured party releases the property indicated below from the collateral described in the financing statement bearing the file number shown above.

C.  ASSIGNMENT Except to the extent otherwise specified below, the secured party certifies that the assignee, whose name and address is shown below, has been assigned all the Secured Party's rights under the financing statement bearing the file number shown above.

D.  TERMINATION The Secured Party certifies that a security interest no longer is claimed under the financing statement bearing the file number shown above.

E.  AMENDMENT The financing statement bearing the file number shown above is changed to show: Name, identity, corporate structure, or address of Secured Party as indicated below ; Name, identity, corporate structure, or address of Debtor Party as indicated below ; Other, as indicated below .

6. CHANGES:

COMPUTER

RECORDED

COMPARED

(See Attached Exhibit "A" for Description of Amendment to Financing Statement.)

7. Debtor(s) need not file a separate acknowledgment if the signing Debtor also acknowledges receipt of a copy of this instrument.

Wm. G. Henderson (Debtor)  
Wm. G. Henderson (Debtor)  
 President

NATIONAL BANK FOR COOPERATIVES

By Raymond D. Cusick  
 Signature of Secured Party (See instruction #2)  
 Raymond D. Cusick, Secured Party  
 Type or Print all names (Iowa Code 9A.2) Vice President  
 Date September 24, 1993, 19

Type or Print all names (Iowa Code 335.2)  
Form Approved: (1-2-87) by: ELAINE BAXTER, Secretary of State

FINANCING STATEMENT ATTACHMENT

Executed By: **FARMERS COOPERATIVE COMPANY**  
196 Railroad at Webster, P.O. Box 187  
Afton, Iowa 50830

Set forth below are the present locations of the Debtor's equipment, inventory, farm products and fixtures, to wit: in Madison County, Union County, Ringgold County and Clarke County, Iowa.

All of the following, wheresoever located; all goods, supplies, all farm products; all goods which are or may become fixtures; all fixtures; all equipment, including without limitation, all machinery, fixtures, equipment, supplies, and other properties located or installed in, on, or about or used in connection with the buildings and improvements owned by the Debtor and located at its place(s) of business as set forth above, including grain elevators, elevator annexes, grain storage tanks, grain storage bins, grain storage flat buildings, feed mills, service stations, computerized fuel pumps (keytrol or cardtrol), liquid fertilizer plants, dry fertilizer plants, bulk petroleum plants, propane plants, anhydrous ammonia plants, lumber facilities, shops, warehouses, convenient stores, offices and related facilities, including truck scales, hoists, dust collectors, aerators, fans, belts, motors, conveyors, compressors, elevating legs, spouting, truck lifts, grain driers, hammer mills, roller mills, feed mixers, horizontal mixers, bulk delivery units, hopper scales, distributors, blenders, compressors, fans, electrical equipment, underground storage tanks, computerized pumps, air compressors, car hoists, assorted shop tools, liquid fertilizer storage tanks, nurse tanks, tool bars, applicators, pumps, pipes, fittings, fertilizer mixers, spreaders, scales, payloaders, petroleum storage tanks, petroleum delivery units, propane storage tanks, propane bottles, anhydrous ammonia storage tanks, trailers, spreaders, lumber yards/warehouses, railroad tracks, rails, ballasts, ties, switches, plates, spikes, grain storage equipment, warehouse equipment, aeration equipment, grain driers, office equipment, computer equipment, convenient store equipment, railroad trackage and equipment, and office machines; all motor vehicles of every kind and nature, tractors and trailers; all railroad rolling stock of every kind and nature including locomotives wheresoever located; all inventories, wheresoever located, including without limitation, grain, feed, seed, dry fertilizer, liquid fertilizer, farm supplies, lumber, building materials, petroleum products, automobile accessories, anhydrous ammonia, propane, agricultural chemicals, convenient store inventory, and miscellaneous merchandise, and additions thereto, replacements thereof, and all accessories, accessions, parts and machinery now or hereafter affixed thereto, or used in connection therewith; and all of the following property, wherever located and whether now existing or hereafter acquired, together with all accessions and additions thereto, and all products and proceeds thereof:

accounts; inventory (including without limitation, returned or repossessed goods); chattel paper; instruments (including certificated securities); letters of credit; documents; equipment; farm products; fixtures; general intangibles (including without limitation, choses or things in action, litigation rights and resulting judgments, goodwill, patents, trademarks and other intellectual property, tax refunds, miscellaneous rights to payment, entitlements, uncertificated investment securities and investments, equities and patronage rights in all cooperatives, margin accounts, computer programs, invoices, books, records and other information relating to or arising out of the Debtor's business); and, to the extent not covered by the above, all other personal property of the Debtor of every type and description, including without limitation, interests or claims in or under any policy of insurance, tort claims, deposit accounts, money, and judgments (the "Collateral"). Where applicable, all terms used herein shall have the same meaning as set forth in the Uniform Commercial Code (the "UCC").

All of the Debtor's right, title and interest of every kind and nature in and to the following described property; to wit: See next pages.

EXHIBIT "A"

Page 1 of 4.

All of the following described real estate located in Union County, Iowa, to wit:

Lots Numbered Three Hundred Eighty-one (381), Three Hundred Eighty-two (382) and Three Hundred Eighty-three (383) of the Original Town of Afton,

and

The alley between Lots Three Hundred Eighty-two (382) and Three Hundred Eighty-three (383) of the Original Town of Afton,

and

All that portion of street lying east of Lot Three Hundred Eighty-one (381) in the Original Town of Afton,

and

An adjacent tract of land described as follows: Beginning at the Northwest corner of Lot 383 in the Original Town of Afton, Union County, Iowa, thence North 8 feet, thence East to a point 8 feet North of the Northeast corner of Lot 381 in the Original Town of Afton, Union County, Iowa, thence South 8 feet to the Northeast corner of Lot 381, thence West along the South line of said alley to the Northwest corner of Lot 383 to the point of beginning, all in UNION COUNTY, IOWA.

All of the following described real estate located in Ringgold County, Iowa, to wit:

The North Three Hundred Thirty-two (332) feet of the West Four Hundred Thirty (430) feet of the Northwest Quarter of the Northeast Quarter (NW $\frac{1}{4}$  NE $\frac{1}{4}$ ) of Section Twelve (12), Township Sixty-eight (68) North, Range Thirty (30), West of the 5th P.M., Ringgold County, Iowa.

All of the following described real estate located in Clarke County, Iowa, to wit:

Lot One (1), EXCEPT the East 476 feet thereof, located in the East Half of the Southwest Quarter (E $\frac{1}{2}$ SW $\frac{1}{4}$ ) of Section Eight (8), Township Seventy-two (72) North, Range Twenty-five (25), West of the 5th P.M.; and

EXHIBIT A PAGE 2 OF 4

Also all of the following described real estate in Madison County, Iowa,  
to wit:

Lot 1 in Block 3 of Barker's Second Addition to Macksburg, Madison County, Iowa; and all of Block 2 and a tract commencing at the Southeast corner of said Block 2 and running thence South 50 feet; thence West 113.5 feet; thence North 50 feet; thence East 113.5 feet to the point of beginning; and a tract commencing at the Northwest corner of said Block 2 and running thence North 32 feet, thence East 80 feet, thence South 32 feet, thence West to the point of beginning, all in Barker's Second Addition to Macksburg, Madison County, Iowa.

Also -

Lots 2, 3, 4, 5, 6, 7, 8 and 9, in Block 3 of Barker's Second Addition to the Town of Macksburg, Madison County, Iowa.

Also -

A tract of land commencing at a point 841.79 feet North of the Southeast corner of the East Half of the Southeast Quarter of Section 9, in Township 74 North, Range 29 West of the 5th P.M., Madison County, Iowa, running thence West 258 feet along the North line of Thos. and Mahala Kirkland;s Addition to Macksburg, Iowa, thence North 605 feet, thence East 258 feet, thence South 605 feet to the point of beginning, subject to easements for public highways.

EXHIBIT A PAGE 3 OF 4

Also all of the Mortgagor's interest under leasehold now in effect or hereinafter acquired and all of the Mortgagor's title which it may hereinafter acquire in any of the following described property leased from Burlington Northern Railroad Company at Afton, Union County, Iowa, to wit:

Beginning at the intersection of the West line of Block 6 and the South boundary line of Railroad Street in the Original Town of Afton; thence East along the South boundary line of Railroad Street 192 feet; thence North 83 feet; thence West 192 feet; thence South 83 feet to the point of beginning, containing 15,936 square feet, more or less.

Also -

Beginning at the intersection of the North line of Railroad Street and the West line of Colfax Street in the original Town of Afton, Union County, Iowa; thence East 320 feet along the North line of Railroad Street for the point of beginning; thence East along the North line of said Railroad Street 242 feet; thence Northerly 90 feet along a line at right angles to the main line of said Railroad Company to a point 8.5 feet distant from the house track of said Railroad Company; thence Westerly along a line parallel to and 8.5 feet distant from said house track a distance of approximately 290 feet; thence Southerly at right angles 25 feet; thence Easterly at right angles 105 feet; thence Southerly at right angles 94 feet; thence Westerly at right angles 83 feet; thence South 53.6 feet to the point of beginning, containing 23,900 square feet, more or less.

Also -

Beginning at a point on the North side of Kansas Street in the Town of Afton; thence Northeasterly 250 feet to the South side of said Railroad Company's right-of-way; thence Westerly 512 feet; thence Southwesterly 85 feet; thence due South 84 feet; thence East 294 feet; thence South 252 feet to the North side of Kansas Street; thence East 180 feet to the point of beginning.

Together with all of the following described buildings, fixtures, equipment, additions and/or improvements which are located in, on or about the above-described leased land, to wit:

Grain storage facilities, including all installed machinery, fixtures and equipment therein.

Flat grain storage facilities, including all installed machinery, fixtures and equipment therein.

Bulk dry fertilizer plants, including all installed machinery, fixtures and equipment therein.

Liquid fertilizer plants comprising of storage tanks and related facilities.

Anhydrous ammonia plants comprising of storage tanks and related facilities.

EXHIBIT A PAGE 4 OF 4