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March 3, 2005

The Honorable Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington DC 20423

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FD 34667

Re: ***BNSF Railway Company – Acquisition and Operation – State of South Dakota***

Dear Secretary Williams:

This letter is intended to express support for BNSF Railway's proposed purchase of the South Dakota Core rail network by CHS Inc.

CHS Inc., a farmer owned grain and energy cooperative, owns and operates several origin and destinations facilities throughout the United States with rail service provided by BNSF. Specific to the segment of rail line in question, CHS owns and operates grain facilities at Canton, Mitchell, and Worthing, South Dakota. All three capable of loading or receiving BNSF shuttle trains. Over the past several years, CHS Inc. has invested several million dollars of capital at those three facilities in order to more efficiently handle and ship grain via BNSF. That investment was predicated on the transportation service package provided by BNSF as well as BNSF's market access capabilities, both to export and domestic grain markets.

BNSF's purchase of this line segment will ensure CHS Inc. facilities will continue to have efficient and competitive access to those markets via a reliable source of transportation. Continued investment in infrastructure by BNSF is vital to the financial well being of the assets owned by CHS. Ownership of the Core lines encourages BNSF to further invest in the rail infrastructure and provide continued transportation services to a significant grain producing area of South Dakota.

CHS believes BNSF's purchase will benefit our company and the shipping community of South Dakota. CHS urges your approval of BNSF's purchase. CHS Inc. appreciates your consideration of our comments.

Sincerely,

John McEnroe
Senior Vice President
CHS Inc.

Cc: Sarah Bailiff, BNSF
(via fax 817-352-2397)