

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]
 Maryellen Coderoni 563.324.1000

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Maryellen Coderoni, Legal Assistant
 Stanley, Lande & Hunter
 900 U.S. Bank Center
 201 West Second Street
 Davenport, IA 52801

see attachments

2007 000137

STATE OF IOWA
 LAKE COUNTY
 FILED FOR RECORD
 2007 FEB 16 PM 2:53
 MICHAEL A. BROWN
 RECORDER

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #
 #2002 000677 filed on May 14, 2002, at 2:16 p.m.

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS.

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.
 CHANGE name and/or address: Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c. DELETE name: Give record name to be deleted in item 6a or 6b. ADD name: Complete item 7a or 7b and also item 7c; also complete items 7d-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME
 FLYING J, INC.

OR

6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME
 FLYING J INC.

OR

7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS 1104 Country Hills Drive	CITY Ogden	STATE UT	POSTAL CODE 84403	COUNTRY USA
7d. TAX ID #: SSN OR EIN	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION Corporation	7f. JURISDICTION OF ORGANIZATION Utah	7g. ORGANIZATIONAL ID #, if any 603980-0142 <input type="checkbox"/> NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.
 Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME
 CAT Scale Company

OR

9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

10. OPTIONAL FILER REFERENCE DATA
 Lake Station, IN; Scale 608 [D2363-13(9)]

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UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as item 1a on Amendment form)

#2002 000677 filed on May 14, 2002, at 2:16 p.m.

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as item 2 on Amendment form)

12a. ORGANIZATION'S NAME
CAT Scale Company

OR

12b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME, SUFFIX

13. Use this space for additional information

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Commonly known as:
1401 Ripley Street
Lake Station, IN

See attached legal description.

Owner of Record:
Welsh Oil Inc.
PO Box 10725
800 E. 86th Street
Merrillville, IN 46410

UCC FINANCING STATEMENT ATTACHMENT

Debtor: Flying J Inc.

Secured Party: CAT Scale Company

Legal Description:

Part of the West ½ of Section 9, Township 36 North, Range 7 West of the 2nd P.M., in the City of Lake Station, Lake County, Indiana, described as follows:

Beginning at the point of intersection of the East 100 foot right-of-way line of State Road #51 and the center line of Burns Ditch; thence South along said 100 foot right-of-way line for a distance of 250 feet more or less to the right-of-way station 63 + 00 on State Road #51; thence Southwesterly to a point on a 90 foot right-of-way line at Station 61 + 90 on said State Road #51; thence South on said 90 foot right-of-way line 271.53 feet to Station 59 + 18.47 which is the point of intersection of said 90 foot right-of-way line with the original limited access line of Interstate Highway I-80 I-94; thence Southeasterly along said limited access line to the 110 foot limited access line for Ramp "L" of said Interstate Highway; thence East along said 110 foot limited access line to the point of curve for the 98 foot limited access line for Ramp "P" of said Interstate Highway; thence Easterly along the curve to the left for said 98 foot limited access line to the East line of the West ½, SW¼ of Section 9; thence along said Highway North 65°24' East, 581.9 feet; thence North 39°41' East, 476.6 feet; thence North 3°50' East, 338.2 feet; thence North 15°38' West, 329.4 feet to the center of Burns Ditch; thence Southwesterly along the center line of Burns Ditch, 1811.94 feet more or less to the point of beginning, containing 34.932 acres more or less.

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