

**BARGE UNLOADING INCENTIVE PAYMENT AGREEMENT BETWEEN
THE COMMODITY CREDIT CORPORATION AND
CORN PRODUCTS INTERNATIONAL, INCORPORATED**

I. In accordance with Section 5 of the Commodity Credit Corporation (CCC) Charter Act, CCC agrees to pay Corn Products International, Incorporated (Participant) an incentive payment as specified below for the unloading of agricultural commodities from barges in the New Orleans area freeing the barges for further use. The barges must be unloaded by December 1, 2005, unless extended in writing by CCC. Disposition of the agricultural commodities must not have negative market impacts.

II. Participant agrees to:

1. Unload barges of agricultural commodities as specified in the following table;

Item	Information
Commodity	Corn Gluten Feed Pellets
Quantity (Tons) of commodity (not to exceed quantity)	18,377.0
Destination	Burnside, LA
Incentive payment per ton	\$17.50
Extension, if deadline for unloading is other than December 1, 2005	January 15, 2006

2. Release the barges for further use,
3. Retain title to the agricultural commodity and assume all risk of further deterioration to the quality and quantity,
4. Prepare a report of the quantity of agricultural commodity on the barges unloaded, including a listing barge unloading date; bills of lading identification and other documents related to the barges covered by this Agreement. Include also
 - a. The official FGIS barge unload weight certificate; or
 - b. An independent draft survey report with a copy of the paid freight bill; or
 - c. A company draft survey with a copy of the paid freight bill,
5. Submit all invoices under this agreement by December 31, 2005 to:

Chief, Contract Reconciliation Division
6501 Beacon Drive Stop 8758
Kansas City, MO 64133

Phone Number: 816-926-6525,

6. Maintain all records relating to this Agreement for a period of 6 years from the effective date of this Agreement and permit CCC to examine any or all facilities, records, or inventory without prior notice at any time.

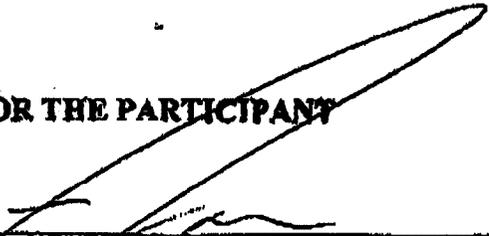
Effective Date - This Agreement will become effective on the date signed by GCC.

FOR THE COMMODITY CREDIT CORPORATION

 4/29/06
Date

Bert Farrish
Deputy Vice President, Commodity Credit Corporation

FOR THE PARTICIPANT

 4/20/06
Name and Title Date



Nathan T. Yates
Co-Product Sales &
Marketing Manager

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a business unit of Corn Products International, Inc.