

# HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

RECORDATION NO. 14443-B FILED 1425

DEC 3 1990 - 3 55 PM

November 29, 1990

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 14443-C FILED 1425

DEC 3 1990 - 3 55 PM

0-3374055 INTERSTATE COMMERCE COMMISSION

Honorable Noretta R. McGee  
Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

Dear Ms. McGee:

*\$50.00 filing fee*

On behalf of Helm Financial Corporation as Agent for David R. Eckles, I submit for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, two (2) executed counterparts of a document entitled Termination of Security Agreement, executed as of November 30, 1990 (the "Termination") and two (2) executed counterparts of a document entitled Partial Termination of Agency and Management Agreement executed as of November 29, 1990 (the "Partial Termination") which should be included as part of the filing recorded on October 10, 1984, Recordation No. 14443, as the next available recordation numbers.

The executing party to the enclosed Termination of Security Agreement is:

The Philadelphia National Bank - Secured Party  
Broad and Chestnut Streets  
Philadelphia, PA 19107

The Termination terminates the security interest of the Secured Party in the boxcars listed in Schedule 1 to the Security Agreement, dated as of October 9, 1984, between the Secured Party and Helm Financial Corporation as the agent for David R. Eckles (the "Security Agreement") filed under I.C.C. Recordation No. 14443.

A short summary of the document to appear in the ICC Index is as follows:

"Termination of Security Agreement."

DEC 3 3 52 PM '90  
MOTOR OPERATING UNIT

*of Helm  
and  
11/30/90  
Noretta R. McGee  
Secretary  
ICC  
12/1/90  
14443-B  
14443-C  
\$50.00 filing fee  
G. A. H. H. H.*

Honorable Noreta R. McGee  
Interstate Commerce Commission

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The executing parties to the enclosed Partial Termination of Agency and Management Agreement are:

Helm Financial Corporation - Manager  
One Embarcadero Center, Suite 3500  
San Francisco, CA 94111

David R. Eckles - Owner  
312 Pacific Avenue  
Piedmont, CA 94611

The Partial Termination terminates the Agency and Management Agreement, dated as of October 5, 1984, in respect to the boxcars listed in Exhibit A to the Partial Termination of Agency and Management Agreement, dated as of November 29, 1990, between Helm Financial Corporation and David R. Eckles.

A short summary of the document to appear in the ICC Index is as follows:

"Partial Termination of Agency and Management Agreement."

Payment of the filing fee in the amount of thirty dollars (\$30.00) is included in the enclosed check for \$390.00. Once the filing has been made, please return to bearer the stamped counterparts of the Termination and Partial Termination not needed for your files, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this transmittal letter.

Sincerely,



Susan C. Stott  
Director of Operations

SCS:po

14443-B  
RECORDATION NO. FILED DATE

TERMINATION OF SECURITY INTEREST

DEC 3 1990 - 3 55 PM

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF SECURITY INTEREST dated as of November 29, 1990, is by and between HELM FINANCIAL CORPORATION, a California corporation as agent (the "Agent") for DAVID R. ECKLES the individual owner (the "Debtor") under an Agency and Management Agreement dated as of November 1, 1984 (the "Agency Agreement") and the PHILADELPHIA NATIONAL BANK, a national banking association ("PNB") who agree as follows:

1. Agent, on behalf of Debtor, and PNB entered into a Security Agreement dated as of October 9, 1984 (the "Agreement") pursuant to which PNB acquired a security interest in certain assets of Debtor including a security interest in the Cars described in Exhibit "A" to this Agreement (the "Units"). The Agreement is on file at the Interstate Commerce Commission ("ICC") under Recordation No. 14443 file on October 10, 1984.
2. The lien on the Units described in Exhibit "A" has been released by PNB and PNB claims no security interest in said Units.
3. The purpose of this Termination of Security Interest is to provide a formal release document for filing with the ICC.

IN WITNESS WHEREOF, the parties have executed this Termination of Security Interest as of the date first above written.

HELM FINANCIAL CORPORATION  
as Agent for David R. Eckles  
By *William C. Kunch*  
Date 11/29/90

PHILADELPHIA NATIONAL BANK  
By *Joseph D. Kuntz*  
Date 11/29/90

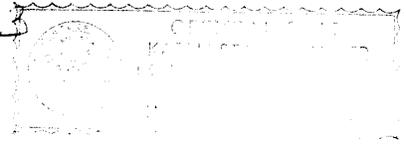
STATE OF CALIFORNIA )  
 ) S  
COUNTY OF SAN FRANCISCO )

On this 29th day of November, 1990, before me personally appeared Richard C. Kirchner to me personally known, who, being by me duly sworn, says that he is President of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Karen Staudenmaier  
Notary Public

My Commission Expires: July 26, 1993

[Notarial Seal]



STATE OF PENNA )  
 ) S  
COUNTY OF PHILA )

On this 30th day of November, before me, personally appeared Geoffrey D. Mijoc to me personally know, who being by me dully sworn, says that he is a VP of Philadelphia National Bank, that said instrument was signed on behalf of said association by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Juanita E. Henry  
Notary Public

My Commission Expires: July 2, 1991

[Notarial Seal]

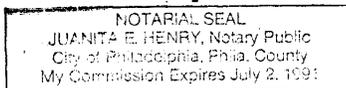


EXHIBIT A

<u>Equipment Description</u>	<u>Quantity</u>	<u>Equipment Nos.</u>
70 ton 50'6" boxcars with related accessories	15	BO 401094 BO 401095 BO 401096 BO 401097 BO 401099 BO 401101 BO 401102 BO 401106 BO 401112 BO 401113 BO 401121 BO 401122 BO 401127 BO 401133 BO 401144