

**HELM-PACIFIC LEASING**  
JOINT VENTURE

One Embarcadero Center • San Francisco, CA 94111  
415/398-4510 FAX 415/398-4816

VIA AIR COURIER

RECORDED 18009-B FILED

May 15, 1997

MAY 16 '97 11-27 AM

Mr. Vernon Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

RE: Termination of Lease of Railroad Equipment dated as of March 19, 1997 by Helm-Pacific Leasing ("**Termination of Lease**").

Dear Mr. Williams:

On behalf of Helm-Pacific Leasing, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination of Lease.

In connection with the recording of the Termination of Lease, please note the following information:

Name and Address of Lessor: Helm-Pacific Leasing  
c/o Helm Pacific Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

Union Pacific Venture Leasing, Inc.  
c/o Union Pacific Railroad Company  
1416 Dodge Street  
Omaha, NE 68179

Name and Address of Lessee: Wisconsin & Southern Railroad Company  
P.O. Box 9229  
5300 North 33rd Street  
Milwaukee, WI 53209-9229

Equipment: Fifty (50) railcars, more fully described in attached Schedule A to the Termination of Lease.

Previous STB Filing: Memorandum of Railcar Lease Agreement filed on November 23, 1992 under Recordation No. 18009.

Please file the Termination of Lease as a supplementary document and return one (1) endorsed original to my attention. A check covering the filing fee of twenty-four (\$24.00) is enclosed.

Sincerely,

*P Hapin*

Patrick Hapin  
Document Administrator

/ph  
Enclosures (2)

RECEIVED  
SURFACE TRANSPORTATION  
BOARD  
MAY 16 11 27 AM '97

MAY 16 '97 11-27AM

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is made as of March 19, 1997 by HELM-PACIFIC LEASING, a Nebraska joint venture ("Lessor").

1. Recitals. Lessor entered into the Railcar Lease Agreement dated as of July 31, 1992 (the "Lease") with Wisconsin & Southern Railroad Company, a Wisconsin corporation, with respect to the fifty (50) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation Number 18009 filed on November 23, 1992.

The Lease was terminated on January 31, 1996. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name on the date indicated below its signature.

HELM-PACIFIC LEASING

By: Helm Pacific Corporation,  
its Joint Venturer

By: [Signature]

Title: President

Date: April 25, 1997

By: Union Pacific Venture  
Leasing, Inc., its Joint  
Venturer

By: [Signature]

Title: President

Date: 4/15/97

25

STATE OF CALIFORNIA )  
 ) S.S.  
COUNTY OF SAN FRANCISCO )

On April 25, 1997, before me, Emma S. Ortega - Notary Public  
personally appeared David R. Eckles, President of **HELM PACIFIC CORPORATION,**

personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)  
whose name(s) is/are subscribed to the within instrument and  
acknowledged to me that he/she/they executed the same in his/her/their  
authorized capacity(ies), and that by his/her/their signature(s) on  
the instrument the person(s), or the entity upon behalf of which the  
person(s) acted, executed the instrument.



Witness my hand and official seal.

Emma Susan Ortega  
SIGNATURE OF THE NOTARY

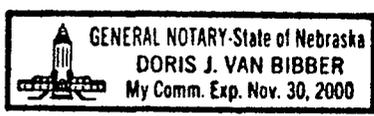
STATE OF NEBRASKA )  
 ) S.S.  
COUNTY OF DOUGLAS )

On this 15th day of April, 1997, before me, Doris Van Bibber  
personally appeared Eric L. Butler, President of **UNION PACIFIC  
VENTURE LEASING, INC.,**

personally known to me -OR-

— proved to me on the basis of satisfactory evidence to be the person(s)  
whose name(s) is/are subscribed to the within instrument and  
acknowledged to me that he/she/they executed the same in his/her/their  
authorized capacity(ies), and that by his/her/their signature(s) on  
the instrument the person(s), or the entity upon behalf of which the  
person(s) acted, executed the instrument.

Witness my hand and official seal.



Doris Van Bibber  
SIGNATURE OF THE NOTARY

23

SCHEDULE A

Description of the Units:

Fifty (50), fifty-foot, seventy-ton, insulated boxcars with 30" cushioned underframed, load dividers, plug doors and two pneumatic bulkheads with one air bag each; built by Pacific Car & Foundry in 1974 & 1975.

Unit Numbers:

ATW 1050 - 1099