

HELM FINANCIAL CORPORATION

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

VIA AIR COURIER

June 3, 1997

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

RECORDATION NO. 18007-B FILED

JUN 4 '97 11-00AM

RECEIVED
SURFACE TRANSPORTATION
BOARD
JUN 4 11 00 AM '97

RE: Termination of Lease of Railroad Equipment dated as of May 30, 1997 by Helm Financial Corporation ("**Termination of Lease**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, 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 Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: The Ohio Valley Transloading Company
56854 Pleasant Ridge Road
Alledonia, OH 43902

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

Previous STB Filing: Memorandum of Lease of Railroad Equipment filed on November 23, 1992 under Recordation No. 18007.-B

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 dollars (\$24.00) is enclosed.

Sincerely,

PHapin

Patrick Hapin
Document Administrator

/ph
Enclosures (2)

SURFACE TRANSPORTATION BOARD
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY

Patrick Hapin
Document Administrator
Helm Financial Corporation
One Embarcadero Center
San Francisco, CA., 94111

DATE: 6/4/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301 and 49 CFR 1177.3 (c), on 6/4/97 at 10:57 AM and 11:00AM, and assigned recordation number(s). 17567-C, 18905-P, 18905-Q, 20703, 20704, 13690-I, 16229-C, 18007-B, 19430-A and 19822-A.

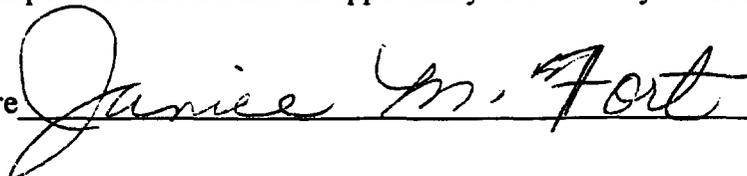
Sincerely Yours,


Vernon A. Williams
Secretary

Enclosure(s)

\$ 240.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



JUN 4 '97 11-00AM

FULL TERMINATION OF LEASE

THIS FULL TERMINATION OF LEASE AGREEMENT ("Termination") between HELM FINANCIAL CORPORATION ("Lessor") and THE OHIO VALLEY TRANSLOADING COMPANY ("Lessee") is dated as of May 30, 1997

WHEREAS, Lessor and Lessee entered into the Lease of Railroad Equipment dated as of June 26, 1992, as amended by Amendment No. 1 ("Amendment No. 1") dated as of July 13, 1993 and Amendment No. 2 ("Amendment No. 2") dated as of August 25, 1994 ("Lease") with respect to the railcars described in Schedule A attached hereto ("Units");

WHEREAS, the Lease and Amendment No. 1 were recorded at the Surface Transportation Board of the United States Department of Transportation under Recordation Nos. 18007 and 18007-A on November 23, 1992 and September 3, 1993, respectively;

WHEREAS, Lessee has elected to terminate the Lease, pursuant to the termination provisions set forth in Amendment 2;

WHEREAS, Lessor and Lessee desire to execute this Termination to evidence the termination of the Lease and of all the rights and obligations of the parties with respect to the Units under the Lease.

NOW, THEREFORE, in consideration of the premises, Lessor and Lessee hereby acknowledge and confirm:

1. Full Termination of Lease. Effective as of May 30, 1997 ("Termination Date"), Lessor and Lessee hereby declare that the Lease is fully terminated and that all rights and obligations of the parties arising under the Lease with respect to the Units have forever ceased.

2. Survival. Any obligations under the Lease with respect to any Unit incurred prior to the Termination Date shall survive the termination of the Lease. Any obligations of either party, the terms of which provide that they shall survive termination of the Lease, shall survive, including, without limitation, indemnity obligations.

IN WITNESS WHEREOF, Lessor and Lessee have executed this Termination as of the date first above written.

LESSOR

LESSEE

HELM FINANCIAL CORPORATION

THE OHIO VALLEY TRANSLOADING COMPANY

By: William M. Peterson

By: Robert E. Murray

Print Name: ~~Richard C. Kirchner~~

Print Name: Robert E. Murray

Title: EXECUTIVE VICE President

Title: President & Chief Executive Officer

Handwritten initials and marks at the bottom right corner.

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

On June 2, 1997, before me, Emma S. Ortega-Notary Public personally appeared Richard C. Kirchner, ^{EXECUTIVE VICE} President of HELM FINANCIAL CORPORATION, WILLIAM M. PETERSON

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

(Notarial Seal)

STATE OF OHIO)
) S.S.
COUNTY OF Belmont)

On May 30, 1997, before me, Paula L. Fisher, personally appeared Robert T. Murray, President and CEO of THE OHIO VALLEY TRANSLOADING COMPANY,

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.

Paula L. Fisher
SIGNATURE OF THE NOTARY

(Notarial Seal)

Paula L. Fisher
Notary Public, State of Ohio
My Commission Expires 10/9/2001