

6

ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N.W.
SUITE 200
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20006-2973
(202) 393-2266
FAX (202) 393-2156

OF COUNSEL
URBAN ACLESTER

RECEIVED
SURFACE TRANSPORTATION
BOARD

DEC 10 2 06 PM '97

December 10, 1997

RECORDATION NO. 20773-A FILED

DEC 10 '97 2-06PM

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are four (4) copies of a Termination of Full Maintenance Lease Agreement, dated December 3, 1997, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease which was previously filed with the Board under Recordation Number 20773.

The names and addresses of the parties to the enclosed document are:

Lessor: Helm Financial Corporation
One Embarcadero Center Suite 3700
San Francisco, California 94111

Lessee: Strata Corporation
728 Red Dot Place
Grand Forks, North Dakota 58208

A description of the railroad equipment covered by the enclosed document is:

seventy-three (73) railcars as more fully described in Schedule A to the Lease Termination attached hereto.

Mr. Vernon A. Williams
December 10, 1997
Page 2

Also enclosed is a check in the amount of \$24.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "R. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

TERMINATION OF LEASE DEC 10 '97 2-06PM

THIS TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT ("Termination") is made as of December 3, 1997 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor entered into the Full Maintenance Lease Agreement dated as of June 13, 1997 (the "Lease") with Strata Corporation, a North Dakota corporation, with respect to the seventy-three (73) 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 No. 20773 filed on July 16, 1997 at 11:09 a.m.

The Lease was terminated on November 10, 1997. 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 FINANCIAL CORPORATION

By: John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

Date: 9 December 1997

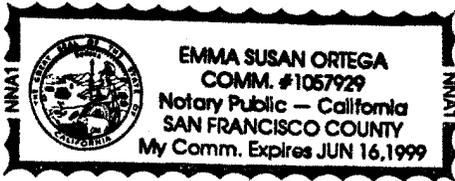
48

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

On December 09, 1997, before me, Emma S. Ortega
personally appeared John F. Dains, Senior Vice President and Chief
Financial Officer of HELM FINANCIAL 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

es

THE UNITS

Equipment Description:

Seventy-three (73), 3350 c.f.c. open top hopper railcars with 4-pockets, 100-ton roller bearing trucks, steel-bodied, bottom drop, wine doors with spreader bars. Built by Bethlehem Steel Corporation in 1976.

| | OLD | OLD | NEW | NEW | | OLD | OLD | NEW | NEW | | OLD | OLD | NEW | NEW |
|----|---------|--------|---------|--------|----|---------|--------|---------|--------|----|---------|--------|---------|--------|
| | INITIAL | NUMBER | INITIAL | NUMBER | | INITIAL | NUMBER | INITIAL | NUMBER | | INITIAL | NUMBER | INITIAL | NUMBER |
| 1 | HLMX | 1600 | HLMX | 1600 | 32 | WC | 57352 | AKMX | 18013 | 63 | WC | 343361 | HLMX | 18364 |
| 2 | HLMX | 16301 | HLMX | 16301 | 33 | WC | 57454 | AKMX | 18020 | 64 | WC | 343364 | HLMX | 18367 |
| 3 | HLMX | 16318 | HLMX | 16318 | 34 | WC | 57518 | AKMX | 18025 | 65 | WC | 343367 | HLMX | 18369 |
| 4 | HLMX | 16328 | HLMX | 16328 | 35 | WC | 57537 | AKMX | 18026 | 66 | WC | 343371 | HLMX | 18373 |
| 5 | HLMX | 33005 | HLMX | 33005 | 36 | WC | 57572 | AKMX | 18028 | 67 | WC | 343385 | HLMX | 18382 |
| 6 | HLMX | 33034 | HLMX | 33034 | 37 | WC | 57594 | AKMX | 18029 | 68 | WC | 343392 | HLMX | 18386 |
| 7 | HLMX | 33053 | HLMX | 33053 | 38 | WC | 57717 | AKMX | 18042 | 69 | WC | 343393 | HLMX | 18387 |
| 8 | HLMX | 33062 | HLMX | 33062 | 39 | WC | 342883 | AKMX | 18058 | 70 | WC | 343419 | HLMX | 18404 |
| 9 | HLMX | 87652 | HLMX | 87652 | 40 | WC | 342885 | AKMX | 18059 | 71 | WC | 343426 | HLMX | 18409 |
| 10 | HLMX | 87678 | HLMX | 87678 | 41 | WC | 342900 | AKMX | 18069 | 72 | WC | 343451 | HLMX | 18424 |
| 11 | HLMX | 87687 | HLMX | 87687 | 42 | WC | 342904 | AKMX | 18071 | 73 | WC | 343453 | HLMX | 18426 |
| 12 | HLMX | 87734 | HLMX | 87734 | 43 | WC | 342915 | AKMX | 18080 | | | | | |
| 13 | HLMX | 87770 | HLMX | 87770 | 44 | WC | 342934 | AKMX | 18089 | | | | | |
| 14 | HLMX | 87790 | HLMX | 87790 | 45 | WC | 342962 | AKMX | 18108 | | | | | |
| 15 | HLMX | 540530 | HLMX | 540530 | 46 | WC | 343012 | AKMX | 18142 | | | | | |
| 16 | HMJX | 17100 | HMJX | 17100 | 47 | WC | 343069 | AKMX | 18182 | | | | | |
| 17 | HMJX | 17105 | HMJX | 17105 | 48 | WC | 343071 | AKMX | 18183 | | | | | |
| 18 | HMJX | 17110 | HMJX | 17110 | 49 | WC | 343072 | AKMX | 18184 | | | | | |
| 19 | HMJX | 17115 | HMJX | 17115 | 50 | WC | 343086 | AKMX | 18193 | | | | | |
| 20 | HMJX | 17124 | HMJX | 17124 | 51 | WC | 343114 | HLMX | 18211 | | | | | |
| 21 | HMJX | 17126 | HMJX | 17126 | 52 | WC | 343158 | HLMX | 18244 | | | | | |
| 22 | HMJX | 17130 | HMJX | 17130 | 53 | WC | 343212 | HLMX | 18277 | | | | | |
| 23 | HMJX | 17134 | HMJX | 17134 | 54 | WC | 343237 | HLMX | 18290 | | | | | |
| 24 | HMJX | 17145 | HMJX | 17145 | 55 | WC | 343241 | HLMX | 18292 | | | | | |
| 25 | HMJX | 17147 | HMJX | 17147 | 56 | WC | 343263 | HLMX | 18308 | | | | | |
| 26 | HMJX | 17151 | HMJX | 17151 | 57 | WC | 343300 | HLMX | 18329 | | | | | |
| 27 | HMJX | 17154 | HMJX | 17154 | 58 | WC | 343306 | HLMX | 18333 | | | | | |
| 28 | HMJX | 17156 | HMJX | 17156 | 59 | WC | 343323 | HLMX | 18342 | | | | | |
| 29 | HMJX | 17168 | HMJX | 17168 | 60 | WC | 343338 | HLMX | 18352 | | | | | |
| 30 | HMJX | 17179 | HMJX | 17179 | 61 | WC | 343344 | HLMX | 18355 | | | | | |
| 31 | WC | 57307 | AKMX | 18008 | 62 | WC | 343352 | HLMX | 18358 | | | | | |