

# HELM FINANCIAL CORPORATION

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

June 16, 1999

RECORDATION NO. 20964-A FILED

JUN 21 '99 11-00AM

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

RE: Termination of the Net Lease Agreement dated as of August 13, 1996 by Helm Financial Corporation ("**Lease Termination**").

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 Lease Termination.

In connection with the recording of the Lease Termination, 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: Pittsburg & Shawmut Railroad, Inc.  
201 North Penn Street  
Punxsutawney, PA 15767

Equipment: Three hundred (300) railcars as more fully described in Schedule A to the Lease Termination attached hereto.

Previous STB Filing: Memorandum of Net Lease Agreement filed on October 28, 1997 at 10:28 a.m. under Recordation No. 20964.

Please file this Lease Termination as a supplementary document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

  
Alison Drain  
Document Administrator

/ad  
Enclosures (2)

RECORDATION NO. 20964-A FILED

TERMINATION OF LEASE

JUN 21 '99

11-00AM

THIS TERMINATION OF NET LEASE AGREEMENT ("Termination") is dated as of June 1, 1999 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Net Lease Agreement dated as of August 13, 1996 ("**Lease**") with The Pittsburg & Shawmut Railroad Inc., a Delaware corporation, with respect to the three hundred (300) 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. 20964 filed on October 28, 1997 at 10:28 am.

The Lease was terminated on September 25, 1998. 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: \_\_\_\_\_



Print Name: John F. Dains

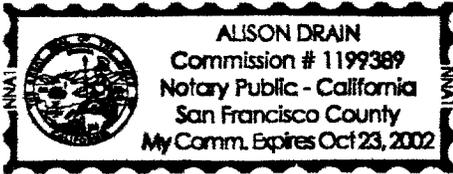
Title: Senior Vice President & CFO

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

On June 11<sup>th</sup>, 1999, before me, Alison Drain  
personally appeared John F. Dains, Senior Vice President and Chief  
Financial Officer of **HELM FINANCIAL CORPORATION**,

X 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.

Alison Drain  
SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Net Lease Agreement dated as of June 1, 1998.

THE UNITS

Group I

Unit Numbers Series: PS 200-206, 208-215, 218-220, 223-235, 237-246, 248-251, 254, 257-272, 274-283, 285-291, 293-295, 297-299

Equipment Description: **Eighty-five (85) Hoppers**

AAR Mechanical Designation: HT

AAR Car Type Code: H350

Builder: Bethlehem Steel Corporation Freight Car Division

Date Built: 1976

Nominal Capacity, Tons: 100

Cubic Feet Capacity: 3420

Air Brake System: ABD

Trucks: Barber

Couplers: E60CHT, or equivalent

The subject Group I Units are listed in The Official Railway Equipment Register, Volume III, No. 1, issued July 15, 1995 and effective July 25, 1995, on page no. 584, line no. 1.

Group II

Unit Numbers Series: PS 701-703, 705-742, 744, 746-756, 759, 761, 763-764, 766-780, 782-838, 840-881, 883-895, 897-902, 904-912, 914-918, 920-930

Equipment Description: **Two hundred fifteen (215) Hoppers**

AAR Mechanical Designation: HT

AAR Car Type Code: H350

AAR Equipment Diagram: Plate B

Builder: Various

Date Built: 1974-1978

Nominal Capacity, Tons: 100

Cubic Feet Capacity: 3340-3526

Air Brake System: ABD or ABDW

Trucks: Barber

Couplers: E60CHT, or equivalent

The subject Group II Units are listed in The Official Railway Equipment Register, Volume III, No. 1, issued July 15, 1995 and effective July 25, 1995, on page nos. 584 & 585, line nos. 4-31.