

**HELM**  
**FINANCIAL CORPORATION**

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

VIA AIR COURIER

July 18, 1994

RECORDATION NO. 18909 FILED 1994

JUL 20 1994 -3 10 PM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

Dear Ms. Lee:

Enclosed are two (2) originals of the Memorandum of Lease of Railroad Equipment dated as of May 26, 1994 between the following parties:

Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3500  
San Francisco, CA 94111

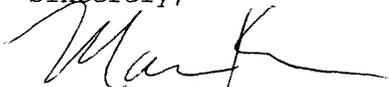
Lessee: Florida Rock Industries, Inc.  
155 East 21st Street  
Jacksonville, FL 32206

The equipment involved in this transaction is as follows:

Equipment: Twenty (20) rapid discharge, open top hopper railcars (See Schedule A for Car Numbers)

Please file this agreement as a primary document. The filing fee of \$18.00 is included in the enclosed check.

Sincerely,

  
Maureen Krieg  
Contracts Administrator

mek  
Enclosures (2)

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MEMORANDUM OF  
LEASE OF RAILROAD EQUIPMENT INTERSTATE COMMERCE COMMISSION

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT made as of May 26, 1994 is intended to evidence the Lease of Railroad Equipment, dated as of May 26, 1994 (the "Lease") between HELM FINANCIAL CORPORATION, a California corporation ("Lessor"), and FLORIDA ROCK INDUSTRIES, INC., a Florida corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to lease the twenty (20), rapid discharge, open top hopper railcars, more fully described in Schedule A hereto (the "Units"). Lessee leased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

LESSOR

LESSEE

HELM FINANCIAL CORPORATION

FLORIDA ROCK INDUSTRIES, INC.

By: *William M. Peterson*

By: *[Signature]*

Title: E.V. President

Title: V.P. Dept. Division

Date: 06/14/94

Date: June 7, 1994

*[Handwritten mark]*

**SCHEDULE A**

**To the Memorandum of Lease of Railroad Equipment  
between Helm Financial Corporation and Florida Rock Industries, Inc.  
Dated May 26, 1994**

**Equipment Description:**

Twenty (20), 100 ton, 2100 cubic foot capacity, rapid discharge, open top hopper railcars with an interior slope of 55 degrees; manufactured by National Steel Car of Canada under license from Ortner in 1974.

**Unit Numbers:**

HLMX 351068  
HLMX 351075  
HLMX 351079  
HLMX 351091  
HLMX 351093  
HLMX 351095  
HLMX 351109  
HLMX 351111  
HLMX 351112  
HLMX 351120  
HLMX 351121  
HLMX 351123  
HLMX 351125  
HLMX 351127  
HLMX 351130  
HLMX 351134  
HLMX 351140  
HLMX 351148  
HLMX 351157  
HLMX 351164

STATE OF CALIFORNIA  
COUNTY OF SAN FRANCISCO

On June 14, 1994, before me, La Ronda A. Gaines  
personally appeared ~~Richard C. Kirchner~~, President of **HELM FINANCIAL CORPORATION**,  
William M. Peterson, Executive Vice President

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.



La Ronda A. Gaines  
SIGNATURE OF THE NOTARY

STATE OF FLORIDA )  
 ) §  
COUNTY OF DUVAL )

On this 7th day of June, 1994, before me personally appeared Robert G. O'Brien, to me personally known, who, being by me duly sworn, says that he is V.P. Aggregates Division of **FLORIDA ROCK INDUSTRIES, INC.**, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Donna Lynne Rehberg  
Notary Public

My Commission Expires: Nov. 1, 1997

[Notarial Seal] DONNA LYNNE REHBERG  
Notary Public, State of Florida  
My Comm. Exp. Nov. 1, 1997  
Comm. No. CC 327349