

# HELM FINANCIAL CORPORATION

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

RECORDATION NO. 19823-A

FILED

JUN 16 '97

10-46 AM

RECEIVED  
SURFACE TRANSPORTATION  
BOARD  
JUN 15 10 46 AM '97

VIA AIR COURIER

June 13, 1997

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 May 23, 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:

Burlington Northern Santa Fe Railroad  
1700 East Golf Road  
Schaumburg, IL 60173

Equipment:

Twenty-two (22) open top hopper  
railcars, more fully described in  
attached Schedule A to the Termination  
of Lease.

Previous STB Filing:

Memorandum of Lease filed on December  
22, 1995 under Recordation No. 19823.

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,

*P. Hapin*

Patrick Hapin  
Document Administrator

/ph  
Enclosures (2)

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

OFFICE OF THE SECRETARY

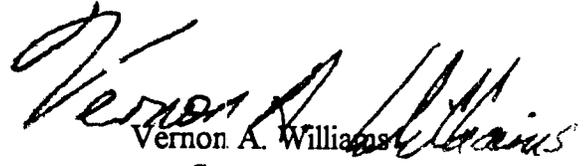
Patrick Mapin  
Helm Financial Corporation  
One Embarcadero Center  
San Francisco, CA., 94111

DATE: 6/10/97

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 6/16/97 at 10:46 AM; 10:47AM, and  
assigned recordation number(s). 19823-A and 20720.

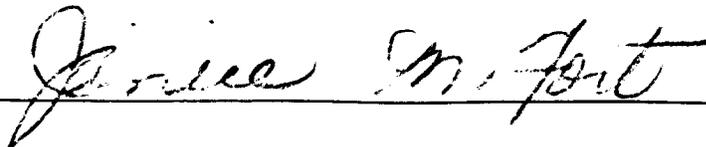
Sincerely Yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ 48.00 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



TERMINATION OF LEASE

JUN 16 '97

11-46 AM

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of May 23, 1997 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor entered into the Lease of Railroad Equipment dated as of August 1, 1995, as amended (the "Lease"), with Burlington Northern Santa Fe Railroad, a Delaware corporation, as assignee of The Atchison, Topeka and Santa Fe Railway Company, with respect to the twenty-two (22) open top hopper 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 19823 filed on December 22, 1995 at 9:20 a.m.

The Lease was terminated on February 28, 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 J. J. J.

Title: Senior Vice President & CFO

Date: June 5, 1997

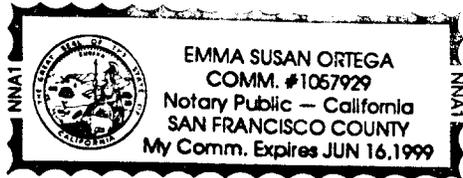
ph

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

On June 5, 1997, before me, Emma S. Ortega - Notary Public  
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

ps

SCHEDULE A

Description of the Units:

Twenty-two (22), 100-ton, 3,800 cubic foot, five pocket open top hopper railcars equipped with electro-pneumatic rapid discharge outlet gates and electro-magnetic pick-up-shoes; built by Greenville Steel Car, 1979-1984.

Unit Numbers:

HLMX 80001, 81003, 81022, 81031, 81045, 81054, 81071, 84005, 84015, 84053, 84078, 84086, 84093, 84111, 84151, 84160, 197807, 197812, 197817, 197864, 197876, 197941

ph