

HELM-ATLANTIC ASSOCIATES
LIMITED PARTNERSHIP

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

VIA AIR COURIER

RECORDATION NO. 19872 FILED -A

May 2, 1997

MAY 5 '97 2-14 PM

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 April 11, 1997
("Termination of Lease") by Helm-Atlantic Associates Limited Partnership.

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 by Helm-Atlantic Associates Limited Partnership.

In connection with the recording of the Termination of Lease, please note the following information:

Name and Address of Lessor: Helm-Atlantic Associates Limited Partnership
c/o Helm Atlantic Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

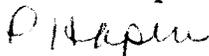
Name and Address of Lessee: Hampton Materials and Handling, Inc.
52 Foster Avenue
Bridgehampton, NY 11932

Equipment: Twenty (20), 100-ton open hopper railcars

Previous STB Filing: Memorandum of Lease of Railroad Equipment filed on January 5, 1996 under Recordation No. 19872.

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 (\$24.00) is enclosed.

Sincerely,



Patrick Hapin
Document Administrator

/ph
Enclosures (2)

MAY 5 '97 2-14 PM

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is made as of April 11, 1997 by HELM-ATLANTIC ASSOCIATES LIMITED PARTNERSHIP, a Delaware limited partnership ("Lessor").

1. Recitals. Lessor entered into the Lease of Railroad Equipment dated as of August 23, 1995 (the "Lease") with Hampton Materials and Handling, Inc., a New York corporation, and RJN Associates, Ltd., a New York corporation, with respect to the twenty (20) 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 19872 filed on January 5, 1996 at 2:50 p.m.

The Lease was terminated on September 30, 1996. 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-ATLANTIC ASSOCIATES LIMITED PARTNERSHIP

By: Helm Atlantic Corporation
its General Partner

By: [Signature]

Title: President

Date: April 11, 1997

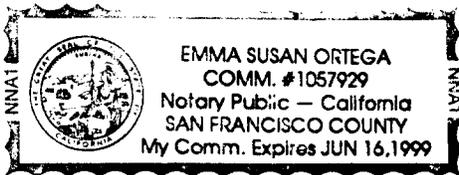
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STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On 11th April, 1997, before me, Emma S. Ortega - Notary Public
personally appeared David R. Eckles, President of HELM ATLANTIC
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

ph

SCHEDULE A

Description of the Units:

Twenty (20), 100-ton open top hopper railcars

Unit Numbers:

HATX 45060 - 45079

103