

# HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111  
415/398-4510 FAX 415/398-4516

October 29, 1998

RECORDATION NO. 19875-A FILED

NOV 3 '98 1-38 PM

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

RE: Termination of the Lease of Railroad Equipment dated as of January 1, 1995  
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: Kansas City Southern Railway Company  
114 West Eleventh Street  
Kansas City, MO 64105

Equipment: Sixty-one (61) railcars as more fully described in Schedule A to the Lease Termination attached hereto.

Previous STB Filing: Memorandum of Lease of Railroad Equipment filed on January 5, 1996 at 2:50 p.m. under Recordation No. 19875.

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.

Sincerely,

  
Alison Drain  
Document Administrator

/ad  
Enclosures (2)

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

OFFICE OF THE SECRETARY

DATE: 11/3/98

Alison Drain  
Helm Financial Corporation  
One Embarcadero Center, Ste. 3700  
San Francisco, CA., 94111

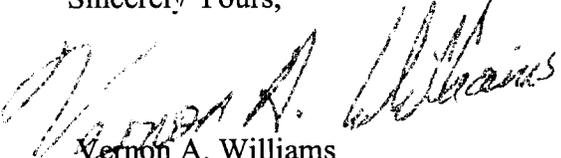
Dear Sir

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 11/3/98 at 1:38 PM , and

assigned recordation number(s). 21768, 21769, 18250-B, 18871-A, 19286-C, 19875-A,  
19940-A, 19981-B, 20537-A and 21560-A.

Sincerely Yours,

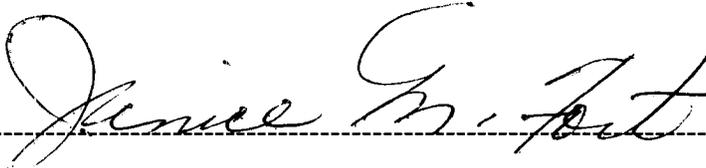
  
Vernon A. Williams

Enclosure(s)

260.00

\$\_\_\_\_\_ 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-----



NOV 3 '98 1-38 PM

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of September 30, 1998, by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor entered into the Lease of Railroad Equipment dated as of January 1, 1995 ("Lease") with The Kansas City Southern Railway Company, a Missouri corporation, with respect to the sixty-one (61) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation (f.k.a. the Interstate Commerce Commission) ("STB") under STB Recordation No. 19875 filed on January 5, 1996 at 2:50 pm.

The Lease was terminated on February 28, 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 as of the date first above written.

HELM FINANCIAL CORPORATION

and By: John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

*and*

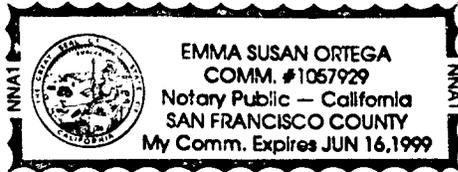
STATE OF CALIFORNIA )  
 ) S.S.  
COUNTY OF SAN FRANCISCO )

On October 20, 1998, before me, Emma S. Ortega  
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.



Emma Susan Ortega  
SIGNATURE OF THE NOTARY

*(Handwritten initials)*

SCHEDULE A

To the Termination of Lease dated as of September 30, 1998, between Helm Financial Corporation and The Kansas City Southern Railway

Description of the Units:

Sixty-one (61) open top hopper railcars

Unit Numbers:

KCS 12104, 12116-12175

and