

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

April 16, 1992

RECORDATION NO. 14889-1A FILED 1992

APR 20 1992 10 15 AM

INTERSTATE COMMERCE COMMISSION

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

Dear Ms. Lee:

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, two (2) executed counterparts of a document entitled Termination of Security Interest dated as of March 30, 1992 and fully executed as of April 8, 1992 ("Termination"), which should be included as part of the filing recorded on February 3, 1986, Recordation No. 14889, as the next available recordation number.

The executing parties to the enclosed Termination are:

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

Edward A. Garvey
31 Viejo Vista
Walnut Creek, CA 94595

Richard C. Kirchner
207 Cherry Street
San Francisco, CA 94118

David R. Eckles
312 Pacific Avenue
Piedmont, CA 94611

William M. Peterson
100 Woodland Way
Piedmont, CA 94611

Philip J. Warner
26 W. 109 Embden Lane
Wheaton, IL 60187

Bradley S. Wind
5 Jane Court
Hawthorn Woods, IL 60047

Mark W. Zuercher
85 Meadow View Road
Orinda, CA 94563

Bank: Wells Fargo Bank, N.A.
Warner Ranch RCBO
6001 Topanga Canyon Blvd. #205
Woodland Hills, CA 91367

The Termination terminates the Bank's security interest in the railcars described in Schedule A to the Security Agreement dated as of January 30, 1986 between Helm Financial Corporation ("Helm"), Mark W. Zuercher, Richard C. Kirchner, David R. Eckles, William M. Peterson, Philip J. Warner, Edward A. Garvey and Bradley S. Wind (the "Assignees") (Helm and the Assignees collectively referred to as "Owners") and Wells Fargo Bank, N.A. filed under ICC Recordation No. 14889 on February 3, 1986 at 2:00 PM.

A short summary of the document to appear in the ICC Index is as follows:

"Termination of Security Agreement"

Payment of the filing fee of sixteen dollars (\$16.00) is included in the enclosed check of \$112.00. Once the filing has been made, please return to bearer the stamped counterparts of the Termination of Agency and Management Agreement not needed for your files, together with fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this transmittal letter.

Sincerely,



Sharon L. Van Fossan
Contract Administrator

svf
Enclosures

14889-A

APR 20 1992 - 10 15 AM

TERMINATION OF SECURITY INTEREST

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF SECURITY INTEREST dated as of March 30, 1992, is by and among HELM FINANCIAL CORPORATION, a California corporation ("Helm"), MARK W. ZUERCHER, RICHARD C. KIRCHNER, DAVID R. ECKLES, WILLIAM M. PETERSON, PHILIP J. WARNER, EDWARD A. GARVEY AND BRADLEY S. WIND (the "Assignees") (Helm and the Assignees hereinafter collectively referred to as "Owners") and the WELLS FARGO BANK, N.A., a national banking association ("Bank") who agree as follows:

1. Owners and Bank entered into a Security Agreement dated as of January 30, 1986 (the "Agreement") pursuant to which Bank acquired a security interest in certain assets of the Owners including a security interest in the Cars described in Schedule "A" to the Agreement (the "Units"). The Agreement is on file at the Interstate Commerce Commission ("ICC") under Recordation No. 14889 filed on February 3, 1986 at 2 PM.

2. The lien on the Units described in Schedule "A" to the Agreement has been released by Bank and Bank claims no security interest in said Units.

3. The purpose of this Termination of Security Interest is to provide a formal release document for filing with the ICC.

IN WITNESS WHEREOF, the parties have executed this Termination of Security Interest as of the date first above written.

WELLS FARGO BANK, N.A.

HELM FINANCIAL CORPORATION

By Kenn W. [Signature]

By _____

Title Vice-President

Title President

Date March 30, 1992

Date _____

MARK W. ZUERCHER

By _____

Date _____

TERMINATION OF SECURITY INTEREST

THIS TERMINATION OF SECURITY INTEREST dated as of March 30, 1992, is by and among HELM FINANCIAL CORPORATION, a California corporation ("Helm"), MARK W. ZUERCHER, RICHARD C. KIRCHNER, DAVID R. ECKLES, WILLIAM M. PETERSON, PHILIP J. WARNER, EDWARD A. GARVEY AND BRADLEY S. WIND (the "Assignees") (Helm and the Assignees hereinafter collectively referred to as "Owners") and the WELLS FARGO BANK, N.A., a national banking association ("Bank") who agree as follows:

1. Owners and Bank entered into a Security Agreement dated as of January 30, 1986 (the "Agreement") pursuant to which Bank acquired a security interest in certain assets of the Owners including a security interest in the Cars described in Schedule "A" to the Agreement (the "Units"). The Agreement is on file at the Interstate Commerce Commission ("ICC") under Recordation No. 14889 filed on February 3, 1986 at 2 PM.

2. The lien on the Units described in Schedule "A" to the Agreement has been released by Bank and Bank claims no security interest in said Units.

3. The purpose of this Termination of Security Interest is to provide a formal release document for filing with the ICC.

IN WITNESS WHEREOF, the parties have executed this Termination of Security Interest as of the date first above written.

WELLS FARGO BANK, N.A.

By _____
Title _____
Date _____

HELM FINANCIAL CORPORATION

By [Signature]
Title President
Date March 30, 1992

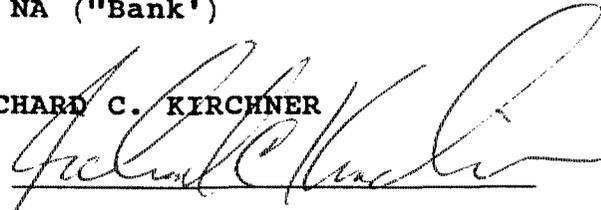
MARK W. ZUERCHER

By [Signature]
Date March 30, 1992

Termination of Security Interest
dated March 30, 1992
among

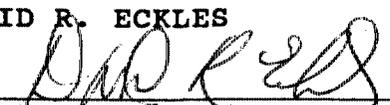
HELM FINANCIAL CORPORATION, MARK W. ZUERCHER, RICHARD C. KIRCHNER
DAVID R. ECKLES, WILLIAM M. PETERSON
PHILIP J. WARNER, EDWARD A. GARVEY
and BRADLEY S. WIND ("Owners")
and WELLS FARGO BANK, NA ("Bank")

RICHARD C. KIRCHNER

By 

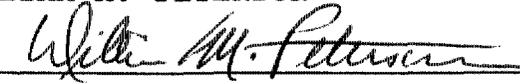
Date March 30, 1992

DAVID R. ECKLES

By 

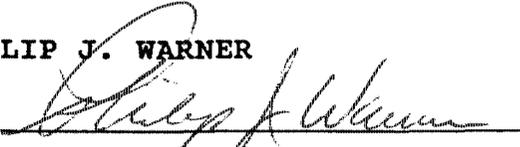
Date March 30, 1992

WILLIAM M. PETERSON

By 

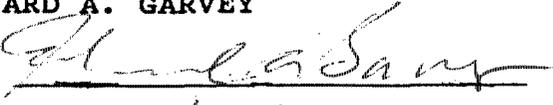
Date March 30, 1992

PHILIP J. WARNER

By 

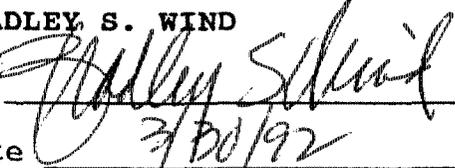
Date April 8, 1992

EDWARD A. GARVEY

By 

Date 3/27/92

BRADLEY S. WIND

By 

Date 3/30/92

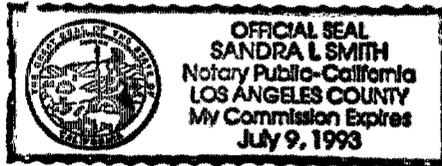
STATE OF CALIFORNIA)
) S
COUNTY OF LOS ANGELES)

On this 30 day of MARCH, 1992, before me, personally appeared KEVIN W. HERR to me personally know, who being by me dully sworn, says that he is a Vice President of WELLS FARGO BANK, N.A., that said instrument was signed on behalf of said association by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Sandra L. Smith
Notary Public

My Commission Expires: JULY 9, 1993

[Notarial Seal]



STATE OF CALIFORNIA)
) S
COUNTY OF SAN FRANCISCO)

On this ___ day of _____, 1992, before me personally appeared _____, to me personally known, who, being by me duly sworn, says that he is _____ of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

My Commission Expires: _____

[Notarial Seal]

STATE OF _____)
) S
COUNTY OF _____)

On this ___ day of _____, before me, personally appeared _____ to me personally know, who being by me dully sworn, says that he is a _____ of _____, that said instrument was signed on behalf of said association by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Notary Public

My Commission Expires: _____

[Notarial Seal]

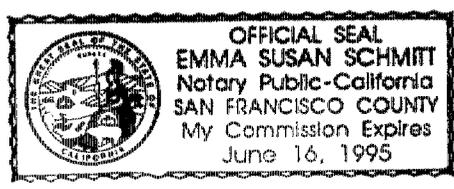
STATE OF CALIFORNIA)
) S
COUNTY OF SAN FRANCISCO)

On this 30th day of March, 1992, before me personally appeared Richard C. Kiechner to me personally known, who, being by me duly sworn, says that he is President of HELM FINANCIAL CORPORATION, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Emma Susan Schmitt
Notary Public

My Commission Expires: June 16, 1995

[Notarial Seal]



STATE OF California)
)S
COUNTY OF San Francisco)

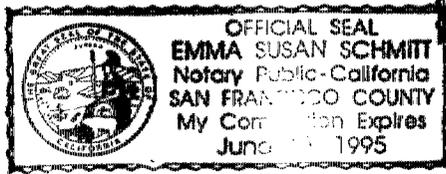
1002

On this 30th day of March, in the year 1992,
before the undersigned, a Notary Public in and for the State of
California, personally appeared Mark W. Zuercher,
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same.

Emma Susan Schmitt
Notary Public

My Commission Expires: June 16, 1995

[Notarial Seal]



STATE OF California)
)S
COUNTY OF San Francisco)

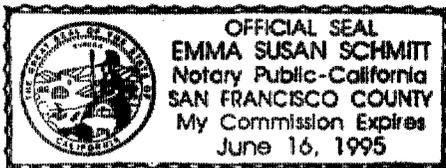
REC

On this 30th day of March, in the year 1992,
before the undersigned, a Notary Public in and for the State of
California, personally appeared Richard C. Kirchner,
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same.

Emma Susan Schmitt
Notary Public

My Commission Expires: June 16, 1995

[Notarial Seal]



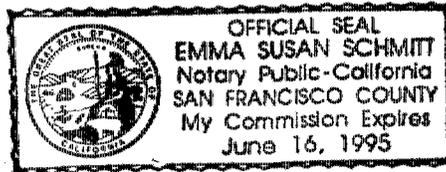
STATE OF California)
)S
COUNTY OF San Francisco)

On this 30th day of March, in the year 1992,
before the undersigned, a Notary Public in and for the State of
California, personally appeared David R. Eckles,
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same.

Emma Susan Schmitt
Notary Public

My Commission Expires: June 16, 1995

[Notarial Seal]



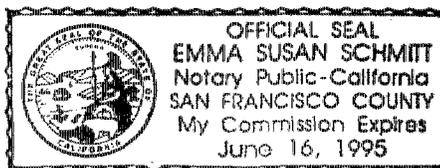
STATE OF California)
)S
COUNTY OF San Francisco)

On this 30th day of March, in the year 1992,
before the undersigned, a Notary Public in and for the State of
California, personally appeared William M. Peterson,
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same.

Emma Susan Schmitt
Notary Public

My Commission Expires: June 16, 1995

[Notarial Seal]



STATE OF California)
COUNTY OF San Francisco)S

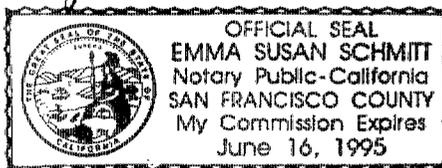
On this 27th day of March, in the year 1992,
before the undersigned, a Notary Public in and for the State of
California, personally appeared Edward A. Garvey,
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same.

Emma Susan Schmitt
Notary Public

My Commission Expires:

June 16, 1995

[Notarial Seal]



STATE OF California)
COUNTY OF San Francisco)S

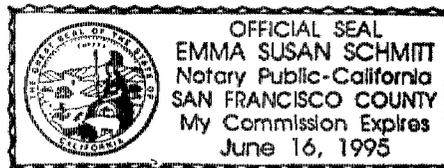
On this 8th day of April, in the year 1992,
before the undersigned, a Notary Public in and for the State of
California, personally appeared Bradley S. Wind,
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same.

Emma Susan Schmitt
Notary Public

My Commission Expires:

June 16, 1995

[Notarial Seal]



STATE OF California)
COUNTY OF San Francisco)S

On this 8th day of April, in the year 1992
before the undersigned, a Notary Public in and for the State of
California, personally appeared Philip J. Warner,
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is subscribed to the within
instrument and acknowledged to me that he executed the same.

Emma Susan Schmitt
Notary Public

My Commission Expires: June 16, 1995

[Notarial Seal]

