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July 23, 1996

20194
RECORDATION NO. FILED 1423
JUL 23 1996 12 20 PM

NEW RECORDATION NO.

JUL 23 12 20 PM
RECEIVED
SURFACE TRANSPORTATION
BOARD

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording under 49 U.S.C. § 11301 and the regulations applicable thereunder, counterparts of a primary document, not previously recorded, which is an Order of the United States District Court Eastern District of Tennessee at Winchester ("Order") entered May 17, 1996, that is to be recorded under a new Recordation No.

- 1. The parties to the Order are:

Helm Financial Corporation
One Embarcadero Center
San Francisco, CA 94111

- SECURED PARTY/
PLAINTIFF

Sequatchie Valley Railroad Company, Inc.
P.O. Box 1317
Shelbyville, TN 37160

- DEBTOR/DEFENDANT

The said Order is an order of the Court for Secured Party to recover from Debtor, among other things, \$279,486.60.

The equipment subject to the Order is all rolling stock and locomotives now owned or hereafter acquired by Debtor.

A short summary of the Order to appear in the Surface Transportation Board Index is as follows:

"Judgment against all rolling stock and locomotives of Debtor now owned or hereafter acquired."

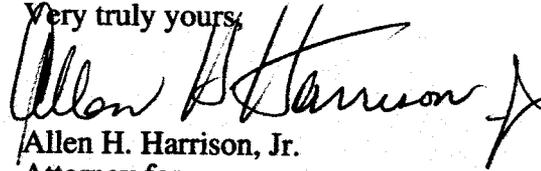
Enclosed is a check in the amount of twenty one dollars (\$21.00) in payment of the filing fee.

Order parts - 4 Williams

-2-

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the Surface Transportation Board, acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,



Allen H. Harrison, Jr.
Attorney for
Helm Financial Corporation
for the purpose of this filing.

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Enclosures

BY HAND

8350-020

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20427-0001

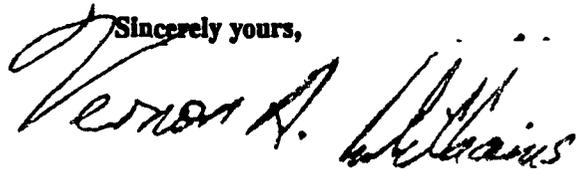
7.23.96

Allen H. Harrison, Jr.
Donelan, Cleary, Wood & Maser, P.C.
1100 New York Avenue, NW, Ste. 750
Washington, DC., 20005-3934

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/23/96 at 12:30PM, and assigned recordation number(s). 20194.

Sincerely yours,



Vernon A. Williams
Secretary

Enclosure(s)

\$ 21.00 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 and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



FILED

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TENNESSEE
at WINCHESTER

APR 22 12 25 PM '96

U.S. DISTRICT COURT
EASTERN DIST. TENN.

BY _____ DEP. CLERK

HELM FINANCIAL CORPORATION,)

Plaintiff,)

v.)

No. 4:95-cv-111

Edgar / Powers

SEQUATCHIE VALLEY RAILROAD)
COMPANY, INC.,)

Defendant.)

Filed

4-22-96

RECORDATION

FILED 1125

Book & Order #

67

p. 27

R. MURRY HAWKINS, CLERK

JUL 23 1996 12:00 PM

Nancy Anderson
Dep. Clerk

IN REPLY TO COMMERCE COMMISSION

ORDER

For the reasons expressed in the Court's memorandum entered herewith, it is **ORDERED** and **ADJUDGED** that the plaintiff, Helm Financial Corporation, **RECOVER** of the defendant, Sequatchie Valley Railroad Company, Inc., the sum of **\$279,486.60** plus court costs together with reasonable attorney's fees.

It is **FURTHER ORDERED** and **ADJUDGED** that should plaintiff desire recovery of reasonable attorneys' fees, plaintiff must file with the Court a motion therefor together with any necessary supporting affidavits and time records on or before May 17, 1996.

ENTER:

R. Allan Edgar
R. ALLAN EDGAR
UNITED STATES DISTRICT JUDGE

ENTERED AS A JUDGMENT

4-22-96

R. MURRY HAWKINS, CLERK

By *Nancy Anderson*
Dep. Clerk

ATTEST:

A true copy
Certified this

JUL 09 1996

R. MURRY HAWKINS, CLERK

By *Tom McDonald*
Dep. Clerk