

\$16.00

3-0044018

# HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

RECORDATION NO. 16669 A FILED 1423

VIA AIR COURIER

December 31, 1992

JAN 4 1993 - 3 55 PM

INTERSTATE COMMERCE COMMISSION

NOTED  
JAN 4 2 53 PM '93

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

RE: Lease of Railroad Equipment dated as of September 1, 1989 ("Lease")  
between Helm Financial Corporation and Indiana Hi-Rail Corporation

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  
the following document:

Two (2) fully executed originals of Amendment No. 1 dated December 1,  
1992 to the Lease ("Amendment No. 1") between Helm Financial Corporation  
and Indiana Hi-Rail Corporation.

In connection with the recording of Amendment No. 1, please note the following  
information:

Name and Address of Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3500  
San Francisco, CA 94111

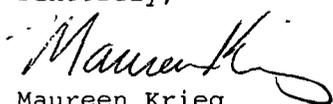
Name and Address of Lessee: Indiana Hi-Rail Corporation  
RR #1, Box 242  
Connersville, Indiana 47331

Equipment: Ten (10) Cushioned Boxcars (See Schedule A. for  
Car Numbers)

Previous ICC Filing: Lease filed on December 26, 1989, Recordation  
No. 16669.

Please file Amendment No. 1 under the next available recordation number. The  
filing fee of sixteen dollars (\$16.00) is enclosed.

Sincerely,

  
Maureen Krieg  
Contracts Administrator

mek  
Enclosures (2)

**Interstate Commerce Commission**  
Washington, D.C. 20423

1/5/93

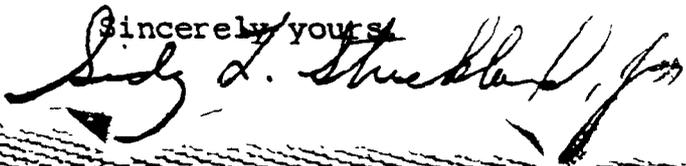
OFFICE OF THE SECRETARY

Maureen Krieg  
Helm Financial Corporation  
One Embarcadero Center  
San Francisco, Calif. 94111

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 1/4/93 at 3:55pm, and assigned re-  
recording number(s). 16669-A

Sincerely yours,



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30  
(7/79)

JAN 4 1993 -3 55 PM,

AMENDMENT NO. 1

INTERSTATE COMMERCE COMMISSION

THIS AMENDMENT NO. 1 (the "Amendment") to the Lease of Railroad Equipment dated as of September 1, 1989 (the "Lease"), between HELM FINANCIAL CORPORATION ("Lessor") and INDIANA HI-RAIL CORPORATION ("Lessee") is made as of December 1, 1992 between Lessor and Lessee.

R E C I T A L S :

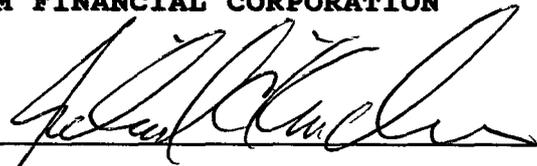
- A. Lessor and Lessee are parties to the Lease pursuant to which ten (10), sixty (60) foot, seventy (70) ton, cushioned boxcars described in Annex A to the Lease (the "Unit(s)") were leased by Lessor to Lessee.
- B. Lessor and Lessee desire to (i) extend the term of the Lease for the Units, and (ii) change the rental for the Units during the Extended Term (as defined in Section 4 below).
- C. The parties desire to amend the Lease as provided herein.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained, the parties agree to amend the Lease as follows:

- 1. All terms defined in the Lease shall have the meanings defined therein when used in this Amendment.
- 2. This Amendment shall become effective on the date of its full execution by both parties.
- 3. Retroactive to September 1, 1992, the term of the Lease for the Units shall be extended through ("Extended Term").
- 4. Effective as of the first day of the Extended Term, Lessee shall pay to Lessor as rent for each Unit per Unit per month.
- 5. Except as expressly modified by this Amendment, all terms and provisions of the Lease shall remain in full force and effect.
- 6. This Amendment may be executed by the parties hereto in any number of counterparts, and all said counterparts taken together shall be deemed to constitute one and the same instrument.

IN WITNESS THEREOF, the Lessor and Lessee each pursuant to due authority have caused these presents to be signed in their respective corporate names.

HELM FINANCIAL CORPORATION

By: 

Title: President

Date: 12-10-92

INDIANA HI-RAIL CORPORATION

By: 

Title: President

Date: 12-4-92

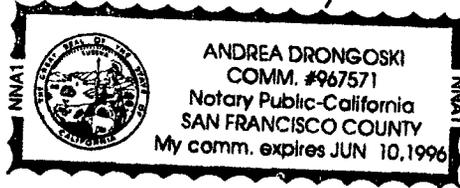
STATE OF CALIFORNIA )  
 ) S  
COUNTY OF SAN FRANCISCO )

On this 10th day of December, 1992, before me personally appeared Richard C. Kirchner, 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.

Andrea Drongoski  
Notary Public

My Commission Expires: 6/10/96

[Notarial Seal]



STATE OF INDIANA )  
 ) S  
COUNTY OF FAYETTE )

On this 4th day of December, 1992, before me personally appeared R. Powell Folio, to me personally known, who, being by me duly sworn, says that he is President of INDIANA HI-RAIL CORPORATION, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Linda Kay Saynes  
Notary Public

My Commission Expires: 11-19-96

[Notarial Seal]

