

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

VIA AIR COURIER

February 25, 1991

RECORDATION NO. 17012-A FILED IN

FEB 25 1991 -10 ⁴⁴ AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed is a Addendum to the Use Agreement between Helm Financial Corporation and Wheeling & Lake Erie Railway Company.

Please file this supplement as ICC Recordation 17012-A. The filing fee of \$15 is enclosed. Thank you.

Sincerely,

Karen Rahnasto

Karen Rahnasto
Fleet Operations Administrator

KR:po
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

3/5/91

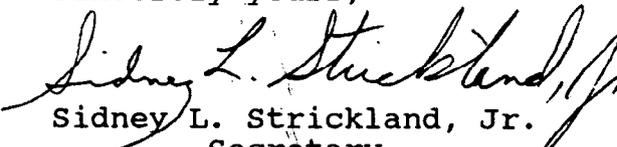
OFFICE OF THE SECRETARY

Karen Rahmasto
Hehn Financial Corporation
One Embarcadero Center
San Francisco, California 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 2/25/91 at 10:10am, and assigned recordation number(s). 17012-A & 17012-B

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

ADDENDUM
TO THE
USE AGREEMENT
BETWEEN

HELM FINANCIAL CORPORATION

AND

WHEELING AND LAKE ERIE RAILWAY COMPANY

170121
FEB 25 1991 -10 AM
INTERSTATE COMMERCE COMMISSION

The following is an Addendum to the Use Agreement ("Agreement") dated August 24, 1990 between Helm Financial Corporation ("Helm") and Wheeling and Lake Erie Railway Company ("Railroad").

Whereas, Helm hereby represents that it has leased the four (4) open top hopper cars fully described in Exhibit A hereto (hereinafter called the "Units") to Tradewater Railway Company ("TWRY");

Whereas, the Railroad desires to receive in assignment from TWRY all the Units under the terms and conditions of the Agreement.

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

HELM FINANCIAL CORPORATION

By: *[Signature]* *Ans*

Title: President

Date: _____

WHEELING & LAKE ERIE RAILWAY
COMPANY

By: *[Signature]*

Title: President

Date: 1/25/91

STATE OF CALIFORNIA)
) S
COUNTY OF SAN FRANCISCO)

On this 20th day of February, 1991, 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.

Karen Staudenmaier
Notary Public

My Commission Expires: July 26, 1993



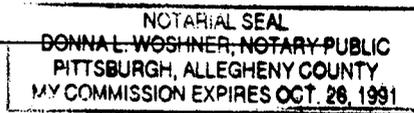
[Notarial Seal]

STATE OF Pennsylvania)
) S
COUNTY OF Allegheny)

On this 25th day of January, 1991, before me personally appeared James C. Rooney, to me personally known, who, being by me duly sworn says that he is President of Wheeling Lake Erie Railway Company, 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.

Donna L. Washner
Notary Public

My Commission Expires:



[Notarial Seal]

Member, Pennsylvania Association of Notaries

ANNEX A

to

Use Agreement

Dated as of August 24th, 1990

<u>Equipment Description</u>	<u>Equipment Numbers</u>	
66 100 Ton, 3600 cubic foot capacity, open top hoppers, built in 1976 by Greenville Steel Car	TWRY 40075	40078
	40080	40082
	40084	40085
	40086	40087
	40088	40089
	40090	40091
	40092	40093
	40094	40096
	40129	40204
	40130	40205
	40131	40206
	40132	40207
	40138	40208
	40149	40220
	40159	40221
	40160	40222
	40161	40223
	40162	40224
	40163	40225
	40165	40229
	40166	40230
	40172	40232
	40173	40233
	40174	40234
	40175	40235
	40176	40250
	40177	40259
40178	40260	
40199	40261	
40200	40264	
40201	40265	
40202	40266	
40203	40267	

EXHIBIT A

<u>Equipment Description</u>	<u>Quantity</u>	<u>Equipment Numbers</u>	
3,570 cubic foot, 100 ton capacity, roller bearing, open top coal hopper railcars built by the N&W in 1978.	4	TWRY	1370 1600 1650 1660