

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

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VIA AIR COURIER

October 23, 1997

RECORDATION NO. 16147-C FILED

OCT 28 '97

10-28 AM

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

RE: Termination of Railroad Equipment Lease Agreement dated as of December 26, 1988 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: The Detroit Edison Company
2000 Second Ave.
Detroit, MI 48226

Equipment: Nine (9), locomotives as more fully described in Schedule A to the Lease Termination attached hereto.

Previous STB Filing: Railroad Equipment Lease filed on January 9, 1989 at 10:10 a.m. under Recordation No. 16147.

Amendment No. 1 filed on July 28, 1993 at 10:00 a.m. under Recordation No. 16147-B.

Please file the Lease Termination as a supplementary document and return one (1) endorsed original to my attention. A check covering the filing fee of twenty-four dollars (\$24.00) is enclosed.

Sincerely,



Eric W. Stoll
Document Administrator

/es
Enclosures (2)

OCT 28 '97 10-28 AM

TERMINATION OF LEASE

THIS TERMINATION OF RAILROAD EQUIPMENT LEASE AGREEMENT ("Termination") is dated of September 4, 1997 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

- 1. Recitals. Lessor entered into the Railroad Equipment Lease Agreement dated as of December 26, 1988, as amended ("Lease"), with Detroit Edison Company, a Michigan corporation, with respect to the nine (9) locomotives described in Schedule A attached hereto. The Lease and Amendment No. 1 thereto dated as of April 28, 1993 (collectively, "Lease Documents") are on file at the Surface Transportation Board of the Department of Transportation (f.k.a. the Interstate Commerce Commission) ("STB") under STB Recordation Nos. 16147 filed on January 9, 1989 at 10:10 a.m. and 16147-B filed on July 28, 1993 at 10:00 a.m., respectively.

The Lease Documents were terminated on December 31, 1994. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

- 2. Termination. The Lease Documents are 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

By: John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

ph

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

On Oct. 22, 1997, before me, Emma S. Ortega - Notary Public
personally appeared John F. Dains, Senior Vice President and Chief
Financial Officer of HELM FINANCIAL CORPORATION,

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

[Notarial Seal]



SCHEDULE A

Description of the Units:

Nine locomotives: Six (6), 3,000 horsepower, SD40, diesel-electric locomotives; Three (3), 3,000 horsepower, U30C, diesel-electric locomotives.

Unit Numbers:

DE 001, 002, 005, 013, 015, 016;
DE 007, 008, 011.

ph