

RECORDATION NO. 16168-L FILED 1425

DEC 3 1990 3 55 PM

HELM FINANCIAL CORPORATION

INTERSTATE COMMERCE COMMISSION
One Embarcadero Center - San Francisco, CA 94111
415/398-4510

November 29, 1990

Honorable Noreta R. McGee
Secretary
Interstate Commerce Division
Washington, D.C. 20423

0-337A064

\$15.00 filing fee

Dear Ms. McGee:

This one is 16168-K

On behalf of The First National Bank of Boston, 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 Partial Termination of Security Agreement, executed as of November 29, 1990 which should be included as part of the filing recorded on January 18, 1989 at 10:55 a.m., Recordation No. 16168, as the next available recordation number.

The executing party to enclosed Partial Termination is:

The First National Bank of Boston - Secured Party
100 Federal Street
Boston, Massachusetts 02106

copy - J. W. Brown

The Termination, among other things, terminates the security interest of the Secured party in the boxcars listed in Exhibit A to the Termination.

The equipment covered is listed in the Termination.

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

"Partial Termination of Security Interest."

Payment of the filing fee in the amount of fifteen dollars is included in the enclosed check of \$390.00. Once the filing has been made, please return to bearer the stamped counterparts of the Partial Termination not needed for your files, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this transmittal letter.

DEC 3 3 55 PM '90
MOTOR CARRIER UNIT

Very truly yours,

Susan C. Stott
Director of Operations

Enclosures

16168-K

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PARTIAL TERMINATION OF SECURITY AGREEMENT

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INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION OF SECURITY AGREEMENT, dated as of November 29, 1990, by The First National Bank of Boston, a national banking association, as Trustee (the "Bank"), for the benefit of Helm Financial Corporation, a California corporation ("Helm").

1. Recitals. Helm owns two boxcars bearing American Association of Railroad Designation Numbers as listed on Exhibit A attached hereto (the "Units") which Units are subject to a Lease of Railroad Equipment dated as of January 24, 1984 between Baltimore and Ohio Railroad Company ("BO") and Helm (the "Lessor"). Helm has granted a blanket security interest in all of its assets now owned or hereafter acquired (the "Collateral"), to the Bank upon the terms and conditions provided in that certain Security Agreement, dated as of January 17, 1989, between Helm and the Bank (the "Security Agreement") and filed at the Interstate Commerce Commission ("ICC") under Recordation No. 16168 filed on January 18, 1989 at 10:55 a.m.

Helm is planning to sell the Units to a third party as permitted by the Security Agreement and desires to do so free and clear of any lien or security interest of the Bank. Pursuant to the terms of the Security Agreement, the Bank and Helm desire to terminate the Bank's security interest in the Units.

2. Termination of Security Interest. The Bank's security interest in the Units shall be and is hereby terminated upon the filing of this Partial Termination which the ICC and all of the Bank's right, title and interest in and to the Units shall and has become null and void.

This Release shall have no effect on the Bank's security interest in and lien on any Collateral other than the Units and said security interest in and lien on such other Collateral is hereby reaffirmed.

IN WITNESS WHEREOF, the Bank, pursuant to due authority, has executed this Partial Termination of Security Agreement as of the date first above written.

ATTEST:

THE FIRST NATIONAL BANK OF BOSTON

Name: _____

By: Michael J. Galy

Title: _____

Title: DIVISION EXECUTIVE

[CORPORATE SEAL]

EXHIBIT A

<u>Equipment Description</u>	<u>Quantity</u>	<u>Equipment Nos.</u>
The Equipment consists of two (2) 70 ton 50'6" boxcars with related accessories bearing the following road numbers	2	BO 401134 BO 401135