OSTER
Researching Services
12897 Colonial Dr. • Mt. Airy, Md. 21771
301-253-6040

RECORDATION NO 16168-X FILED 1425

SEP 9 1991 -9 35 AM

INTERSTATE COMMERCE COMMISSION

1-252A001

September 9, 1991

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

Dear Ms. Lee:

Enclosed is a Partial Termination of Security Agreement dated as of September 4, 1991.

Please file this document as a supplemental agreement to ICC Recordation #16168.X The filing fee of $15 is enclosed.

Thank you for your assistance.

Sincerely,

Mary Ann Oster

Mary Ann Oster
Research Consultant

Enclosures

SEP 9 9 32 AM '91
MOTOR OPERATING UNIT

C. Carter - Mary Ann Oster

Interstate Commerce Commission

Washington, D.C. 20423 9/9/91

OFFICE OF THE SECRETARY

Mary Ann Oster
Research Consultant
Oster Researching Services
12897 Colonial Drive
Mt. Airy, Md. 21771

Dear Sirs:

The enclosed dcoument(s) was recorded pursuant to the provisions of Section 11303 of the Insterstate Commerce Act, 49 U.S.C. 11303, on 9/9/91 at 9:35AM , and assigned recordation number(s). 16168-X.

Sincerely yours,

Sidney L. Strickland, Jr.

Sidney L. Strickland, Jr.
Secretary

RECORDATION NO. 16168-X FILED DATE

SEP 9 1991 -9 00 AM

INTERSTATE COMMERCE COMMISSION

PARTIAL TERMINATION OF SECURITY AGREEMENT

THIS PARTIAL TERMINATION OF SECURITY AGREEMENT, dated as of September 4, 1991, by The First National Bank of Boston, a national banking association, (the "Bank"), for the benefit of Helm Financial Corporation, a California corporation ("Helm").

1. Recitals. Helm owns a Locomotive bearing an American Association of Railroad Designation Number as listed on Exhibit A attached hereto (the "Unit"). 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 Unit 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 Unit.

2. Termination of Security Interest. The Bank security interest in the Unit 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 Unit shall and has become null and void.

This Release shall have no effect on the Bank security interest in and lien on any Collateral other than the Unit 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:

Name: _____

Title: _____

[CORPORATE SEAL]

THE FIRST NATIONAL BANK OF BOSTON

By: _____

Title: Vice President

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COMMONWEALTH OF MASSACHUSETTS)
)§
COUNTY OF SUFFOLK)

On this 4th day of Sept. 1991, before me, personally appeared DANIEL O'CONNOR to me personally know, who being by me duly sworn, says that he is a VICE-PRESIDENT of The First National Bank of Boston, that said instrument was signed on behalf of said association by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Notary Public

My Commission Expires:
3.23.95

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EXHIBIT A

Equipment Description	Quantity	Equipment Nos.	
		Old	New
GP 40 CLC locomotive	1	341	Amtrak 661