

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

REGISTRATION NO 16168 T FILED 1425

AUG 6 1991 -9 40 AM  
INTERSTATE COMMERCE COMMISSION

August 6, 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 August 2, 1991.

Please file this document as a supplemental agreement to ICC Recordation #16168 (T).

The filing fee of \$15 is enclosed. Thank you for your assistance.

Sincerely,

*Mary Ann Oster*  
Mary Ann Oster  
Research Consultant

Enclosures

*Received Mary Ann Oster*

16168 T  
AUG 6 1991

**PARTIAL TERMINATION OF  
SECURITY AGREEMENT**

THIS PARTIAL TERMINATION OF SECURITY AGREEMENT, dated as of August 2, 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 Locomotives bearing American Association of Railroad Designation Numbers as listed on Exhibit A attached hereto (the "Units"). 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 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 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: 

Title: \_\_\_\_\_

Title: Vice President

[CORPORATE SEAL]



EXHIBIT A

<u>Equipment Description</u>	<u>Quantity</u>	<u>Equipment Numbers</u>	
		<u>Old</u>	<u>New</u>
GP 40 CLC locomotives	2	321 324	Amtrak 658 660

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

8 /6/91

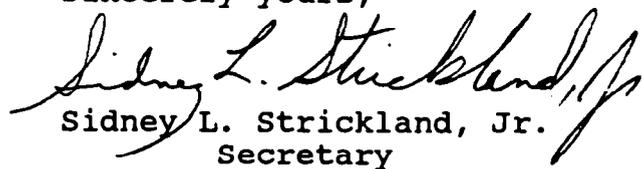
OFFICE OF THE SECRETARY

Mary A. Oster  
Research Consultant  
Oster Researching Services  
12897 Colonial Dr.  
Mt Airy, MD. 21771

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 8/6/91 at 9:40am, and assigned recordation number(s). 16168-T

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary