



BANK OF BOSTON

2-346A010

16168-FI

December 3, 1992
RECORDED & INDEXED FILED 1423

DEC 11 1992-3 20 PM

INTERSTATE COMMERCE COMMISSION

Dec 11 5 10 PM '92

The Honorable Noretta R. McGee
Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue
Washington, DC 20423

Dear Ms. McGee:

We have enclosed two originals of the secondary document described below to be recorded pursuant to Section 11303 of Title 49 of the United States Code:

Partial Termination of Security Agreement by The First National Bank of Boston and Exhibit A

The primary document to which this is connected is duly recorded under Recordation Number 16168 filed on January 18, 1989 at 10:55 AM.

The secondary document is a Partial Termination of Security Agreement. The names and addresses of the parties to the document are as follows:

Secured Party: The First National Bank of Boston
100 Federal Street
Boston, MA 02110

Debtor: Helm Financial Corporation
One Embarcadero Center
San Francisco, CA 94111

A description of the equipment covered by the document follows:

(71) 100 ton, Trough Hatch with gravity outlets, covered hopper cars.

A more complete description of the equipment covered by the document is set forth on the attached Exhibit A to the Partial Termination of Security Agreement..

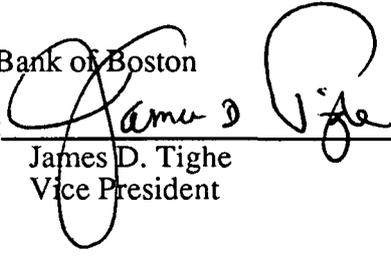
A fee of \$17.00 is enclosed. Please return the original document after recordation to Mr. James D. Tighe, Vice President, The First National Bank of Boston, 100 Federal Street, 01-23-05, Boston, Massachusetts 02110.

Page Two
December 3, 1992

A short summary of the document to appear in the index follows:

"Partial Termination of Security Agreement between The First National Bank of Boston, 100 Federal Street, Boston, MA 02110 (Secured Party) and Helm Financial Corporation, One Embarcadero Center, San Francisco, CA 94111 (Debtor) of the following equipment: (71) 100 Ton Trough Hatch with gravity outlets, covered hopper cars."

Very truly yours,
The First National Bank of Boston

By: 

James D. Tighe
Vice President

Enclosures: (2) Partial Termination of Security Agreement with Exhibit A

JDT:dlp

Interstate Commerce Commission
Washington, D.C. 20423

12/11/92

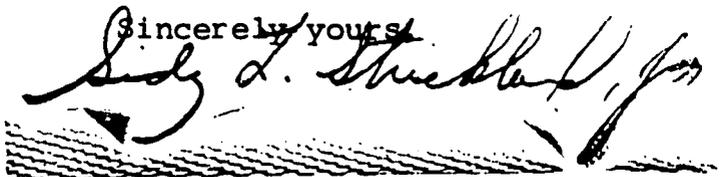
OFFICE OF THE SECRETARY

James D. Tighe-VP
Bank of Boston
The First National Bank of Boston
100 Federal Street
Boston, MA. 02110

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/11/92 at 3:20PM, and assigned re-
recording number(s). 16168-II.

Sincerely yours,



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30
(7/79)

16/68-71
FILED 1425

**PARTIAL TERMINATION OF
SECURITY AGREEMENT**

DEC 11 1992-3 50 PM
INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION OF SECURITY AGREEMENT, dated as of November 25, 1992, by The First National Bank of Boston, on behalf of itself and as agent, a national banking association, (the "**Bank**"), for the benefit of Helm Financial Corporation, a California corporation ("**HELM**").

1. **Recitals.** Helm owns seventy-one (71) Covered Hoppers bearing Association of American Railroad Designation Numbers as listed on Exhibit A attached hereto (the "**Unit(s)**"). 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 Termination with 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 THEREOF, the Bank, pursuant to due authority, has executed this Partial Termination of Security Agreement as of the date first above written.

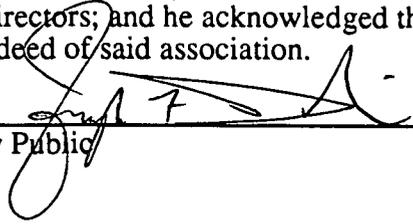
THE FIRST NATIONAL BANK OF BOSTON,
on behalf of itself and as agent

By: *Michael T. Kelly*

Title: DIVISION EXECUTIVE

COMMONWEALTH OF MASSACHUSETTS)
) S
COUNTY OF SUFFOLK)

On this 10th day of December, before me, personally appeared Michael T. Yahng to me personally know, who being by me duly sworn, says that he is a Division Executive 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:
12-12-97

EXHIBIT A

Equipment Description

Quantity

100 ton, trough hatch
with gravity outlets,
covered hoppers

seventy-one (71)

**Original Unit
Number**

**New unit
Number**

**Original Unit
Number**

**New Unit
Number**

SCL 240984	SIRX 400024	SBD 246181	SIRX 460035
CSXT 245244	SIRX 400025	SBD 246869	SIRX 460036
SBD 245331	SIRX 400026	SBD 247889	SIRX 460037
SBD 245389	SIRX 400027	SBD 246880	SIRX 460038
SBD 245483	SIRX 400028	CO 2649	SIRX 460039
SBD 245769	SIRX 400029	CSXT 256362	SIRX 460040
BO 603988	SIRX 400045	SBD 246860	SIRX 400041
BO 603990	SIRX 400046	CSXT 254024	SIRX 460042
CSXT 245144	SIRX 400047	CSXT 253990	SIRX 460043
CSXT 245191	SIRX 400048	BO 606018	SIRX 460044
CSXT 245225	SIRX 400049	BO 606447	SIRX 460045
CSXT 246059	SIRX 400050	LN 205145	SIRX 460046
SBD 245385	SIRX 400051	LN 240790	SIRX 460047
SBD 245709	SIRX 400052	CSXT 255653	SIRX 460048
SBD 245992	SIRX 400053	CSXT 253980	SIRX 460049
SBD 246113	SIRX 400054	BO 606722	SIRX 460050
SBD 246133	SIRX 400055	BO 606153	SIRX 460051
SCL 240190	SIRX 400056	BO 606182	SIRX 460052
SCL 240336	SIRX 400057	SBD 248496	SIRX 460053
SCL 240557	SIRX 400058	SBD 248633	SIRX 460054
SCL 240674	SIRX 400059	SBD 247548	SIRX 460055
SCL 240735	SIRX 400060	CSXT 248659	SIRX 460057
SCL 240798	SIRX 400061	CSXT 248440	SIRX 460058
SBD 245857	SIRX 400063	LN 240656	SIRX 460060
SBD 245880	SIRX 400064	LN 240749	SIRX 460061
SBD 245891	SIRX 400065	LN 241086	SIRX 460062
SBD 246138	SIRX 400066	CSXT 254428	SIRX 460063
SBD 245293	SIRX 400067	CSXT 248609	SIRX 460064
SCL 240547	SIRX 400068	SBD 248619	SIRX 460065
SCL 240618	SIRX 400069	SBD 248542	SIRX 460066
SBD 245737	SIRX 400070	LN 240726	SIRX 460067
SCL 240477	SIRX 400071	LN 241050	SIRX 460068
SCL 240032	SIRX 400072	LN 241100	SIRX 460069
SBD 245771	SIRX 400073	SBD 246662	SIRX 460070
SCL 240924	SIRX 400074	SBD 246853	SIRX 460071
		CSXT 248630	SIRX 460074