

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510 FAX 415/398-4816

RECORDATION NO. 16229 FILED

JUN 4 '97 11-00AM

JUN 4 11 00 AM '97

RECEIVED
SURFACE TRANSPORTATION
BOARD

VIA AIR COURIER

June 3, 1997

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

RE: Termination of Lease of Railroad Equipment dated as of March 25, 1997
by Helm Financial Corporation ("**Termination of Lease**").

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 Termination of
Lease.

In connection with the recording of the Termination of Lease, 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: Vulcan Materials Company
One Metroplex Drive
Birmingham, AL 35209

Equipment: Forty-three (43) railcars, more fully described
in the attached Schedule A to the Termination
of Lease.

Previous STB Filing: Memorandum of Railcar Lease Agreement filed on
March 8, 1989 under Recordation No. 16229.

Please file the Termination of Lease 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,



Patrick Hapin
Document Administrator

/ph
Enclosures (2)

SURFACE TRANSPORTATION BOARD
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY

Patrick Hapin
Document Administrator
Helm Financial Corporation
One Embarcadero Center
San Francisco, CA., 94111

DATE: 6/4/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301 and 49 CFR 1177.3 (c), on 6/4/97 at 10:57 AM and 11:00AM, and assigned recordation number(s). 17567-C, 18905-P, 18905-Q, 20703, 20804, 13690-I, 16229-C, 18007-B, 19430-A and 19822-A.

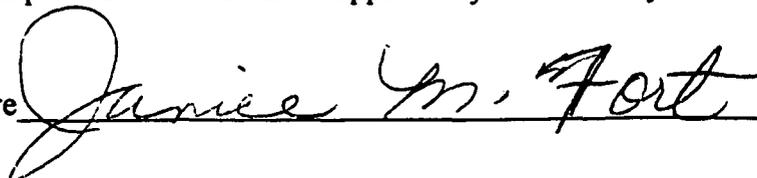
Sincerely Yours,


Vernon A. Williams
Secretary

Enclosure(s)

\$ 240.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



JUN 4 '97 11-00AM

TERMINATION OF LEASE

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is made as of March 25, 1997 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor, as assignee of The C.I.T. Leasing Corporation, a Delaware corporation, as agent for The CIT Group/Equipment Financing, Inc., formerly C.I.T. Corporation, a New York corporation, entered into the Railcar Lease Agreement dated as of January 27, 1989 (the "Lease") with Vulcan Materials Company, a New Jersey corporation, with respect to the forty-three (43) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation Number 16229 filed on March 8, 1989.

The Lease was terminated on November 30, 1996. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease is 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 on the date indicated below its signature.

HELM FINANCIAL CORPORATION

By: [Signature]
Title: President
Date: May 9, 1997

PS

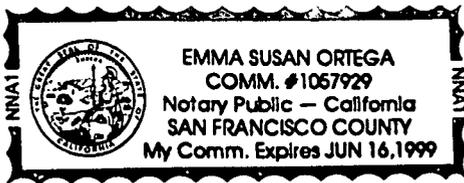
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On May 9, 1997, before me, Emma S. Ortega - Notary Public
personally appeared Richard C. Kirchner, President 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

PS

SCHEDULE A

Description of the Units:

Forty-three (43), 100-ton, 2,301 cubic foot capacity open top hopper railcars built by Greenville in 1970.

Unit Numbers:

VULX 1001-1011, 1013-1025, 1027, 1029-1033, 1035-1037, 1039-1048.

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