

# HELM

**FINANCIAL CORPORATION**

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

VIA AIR COURIER

March 14, 1994

RECORDATION NO. 16349-C FILED 1425

MAR 15 1994 10 05 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

RE: Lease of Railroad Equipment dated as of December 29, 1988 ("Lease") between Helm Financial Corporation, as assignee of U.S. Railcar, Inc ("Lessor"), and Southern Pacific Transportation Company ("Lessee")

Dear Ms. Lee:

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 Termination of Lease dated February 3, 1994 ("**Termination of Lease**") by Helm Financial Corporation.

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 3500  
San Francisco, CA 94111

Name and Address of Lessee: Southern Pacific  
Transportation Company  
1515 Arapahoe Street  
Eleventh Floor  
Denver, CO 80202

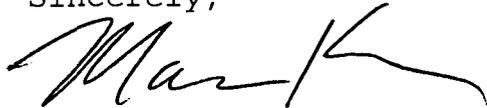
Equipment: Seventy-five (75), 65' gondolas  
(See Appendix A to the Lease for  
Unit Numbers)

Previous ICC Filing: Lease filed on May 24, 1989 under  
Recordation No. 16349.

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Interstate Commerce Commission  
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Please file the Termination Agreement under the next available recordation number and return one (1) endorsed originals to my attention. The filing fee of eighteen dollars (\$18.00) is included in the enclosed check.

Sincerely,

A handwritten signature in black ink, appearing to read "Maureen Krieg", with a long horizontal flourish extending to the right.

Maureen Krieg  
Contracts Administrator

mek  
Enclosures (2)

MAR 15 1994 - 10 05 AM

TERMINATION OF LEASE

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT, dated as of February 3, 1994 by HELM FINANCIAL CORPORATION, a corporation organized under the laws of the State of California ("Helm").

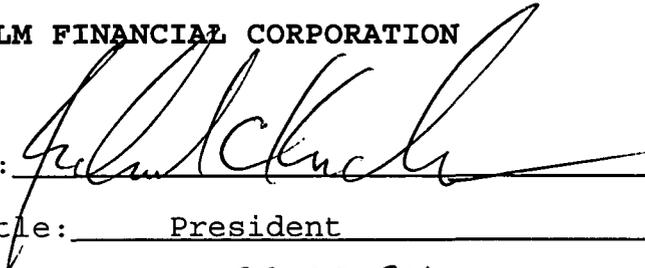
1. Recitals: Helm, as assignee of U.S. Railcar, Inc. ("USR"), and SOUTHERN PACIFIC TRANSPORTATION COMPANY were parties to the Lease of Railroad Equipment dated as of December 29, 1988 (the "Lease") with respect to the gondola railcars described in Appendix A to the Lease (the "Units"). The Agreement of Sale and Assignment of Lease dated as of May 15, 1991 between USR and Helm is on file at the Interstate Commerce Commission ("ICC") under Recordation Number 17313 filed on May 17, 1991.

The Lease was terminated on November 30, 1993. The purpose of this Termination of Lease is to provide a formal termination document for filing with the ICC.

2. Termination: The Lease is hereby formally terminated.

IN WITNESS WHEREOF, Helm, pursuant to due authority, has executed this Termination of Lease as of the date first written above.

HELM FINANCIAL CORPORATION

BY:   
Title: President  
Date: 02-03-94

STATE OF CALIFORNIA

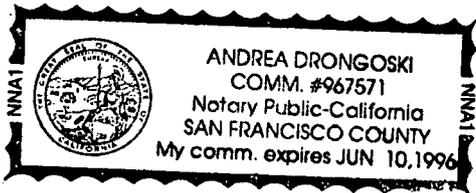
COUNTY OF SAN FRANCISCO

On Feb. 3, 1994, before me, Andrea Drongoski  
personally appeared Richard C. Kirchner, President of HELM  
FINANCIAL CORPORATION,

X 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.



Andrea Drongoski  
SIGNATURE OF THE NOTARY