

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111
415/398-4510 FAX 415/398-4816

June 17, 1999

RECORDATION NO. 18347-A FILED

JUN 21 '99 11-00AM

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

RE: Termination of the Sublease of Railroad Equipment dated as of April 16, 1993 by Helm Financial Corporation ("**Lease Termination**").

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:

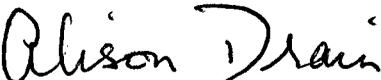
Two (2) fully-executed originals of the above-referenced Sublease Termination.

In connection with the recording of the Sublease Termination, please note the following information:

<u>Name and Address of Sublessor:</u>	The Detroit Edison Company 2000 Second Avenue Detroit, MI 48226
<u>Name and Address of Sublessee:</u>	Helm Financial Corporation One Embarcadero Center, Suite 3700 San Francisco, CA 94111
<u>Equipment:</u>	Six (6) locomotives as more fully described in <u>Schedule A</u> to the Sublease Termination attached hereto.
<u>Previous STB Filing:</u>	Memorandum of Sublease of Railroad Equipment was filed on July 28, 1993 at 10:00 a.m. under Recordation No. 18347 .

Please file this Sublease Termination as a supplementary document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Sincerely,


Alison Drain
Document Administrator

/ad
Enclosures (2)

TERMINATION OF SUBLEASE

JUN 21 '99

11-00AM

THIS TERMINATION OF THE SUBLEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of June 11, 1999 by Helm Financial Corporation, a California corporation ("Sublessee").

WHEREAS, Lessee entered into the Sublease of Railroad Equipment dated as of April 16, 1993, as amended ("the Sublease"), with **The Detroit Edison Company**, a Michigan corporation ("Sublessor"), with respect to the six (6) locomotives more fully described in Schedule A attached hereto ("Units"), which was recorded at the Surface Transportation Board of the United States Department of Transportation on July 28, 1993 under Recordation No. 18347;

WHEREAS, Sublessee desires to execute this Termination to evidence for the public record the termination of the Sublease and of all the rights and obligations of Sublessee with respect to the Units under the Sublease.

NOW, THEREFORE, in consideration of the premises, Lessee does hereby acknowledge and confirm:

1. **Full Termination of Sublease.** Lessee hereby declares for the public record that the Sublease is formally fully terminated and that all rights and obligations of the parties arising under the Sublease with respect to all equipment, including the Units, have forever ceased.

IN WITNESS WHEREOF, Sublessee has executed this Termination to be executed as of the date first above written.

HELM FINANCIAL CORPORATION

By: John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

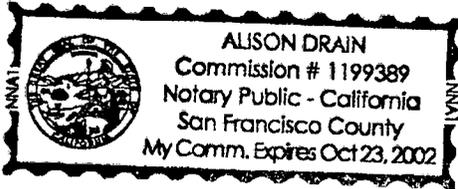
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On June 11th, 1999, before me, Alison Drain
personally appeared John F. Dains, Senior Vice President and Chief
Financial Officer 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.



Alison Drain

SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Sublease of Railroad Equipment dated June 11, 1999

Equipment Description:

Six (6) 3,000 H.P. Model SD40 Diesel Electric Locomotives

Old Reporting Mark & Number:

DE 001
DE 002
DE 005
DE 013
DE 015
DE 016

New Reporting Mark & Number:

HLCX 001
HLCX 002
HLCX 005
HLCX 013
HLCX 015
HLCX 016