016.00

OSTER
Researching Services

12897 Colonial Dr. • Mt. Airy, Md. 21771
301-253-6040

RECORDATION NO. 16168-EE FILED 1425

MAY 1 1992 -9 45 AM

INTERSTATE COMMERCE COMMISSION

2-122A001

May 1, 1992

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 April 30, 1992.

Please record this document as ICC Recordation #16168-EE.
The filing fee of $16 is enclosed.

Thank you for your assistance.

Sincerely,

Mary Ann Oster

Mary Ann Oster
Research Consultant

Enclosures

MAY 1 9 39 AM '92
MOTOR OPERATING UNIT

Counterparts — May a Oster

Interstate Commerce Commission

Washington, D.C. 20423

5/1/92

OFFICE OF THE SECRETARY

Mary Ann Oster
Research Consultant
Oster Researching Services
12897 Colonial Drive
Mt. Airy, MD. 21771

Dear Sirs:

The enclosed dcoument(s) was recorded pursuant to the provisions of Section 11303 of the Insterstate Commerce Act, 49 U.S.C. 11303, on 5/1/92 at 9:45AM , and assigned recordation number(s). 16168-EE.

Sincerely yours,

Sidney L. Strickland, Jr.

Sidney L. Strickland, Jr.
Secretary

RECORDATION NO 16168-EE FILED 1425

MAY 1 1992 -9 25 AM

INTERSTATE COMMERCE COMMISSION

PARTIAL TERMINATION OF SECURITY AGREEMENT

THIS PARTIAL TERMINATION OF SECURITY AGREEMENT, dated as of April 30, 1992, 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 railcars bearing Association of American Railroad Designation Number 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 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 WHEREOF, 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

By: Peter Roemer

Title: VP

leases\termkcs

COMMONWEALTH OF MASSACHUSETTS)
)§
COUNTY OF SUFFOLK)

On this 27th day of APRIL 1992, before me, personally appeared DEXTER FREEMAN to me personally know, who being by me duly sworn, says that he is a VICE-PRESIDENT 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.

James F Higgins Jr.
Notary Public

My Commission Expires:

JAMES F. HIGGINS JR.
Notary Public
My Commission Expires Mar. 28, 1997

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ANNEX A

DESCRIPTION OF EQUIPMENT

Equipment Description	Equipment Numbers
Nine (9) stainless steel caboose cars built by Darby Products of Steel Plate Corporation in 1968.	KCS 333-338 340-342
One hundred ninety-six (196) 125-ton pulpwood flat cars built by Pullman Incorporated in 1968.	*As provided below

KCS	601004	KCS	601357	KCS	601691	KCS	602027
KCS	601012	KCS	601365	KCS	601705	KCS	602035
KCS	601021	KCS	601373	KCS	601713	KCS	602043
KCS	601039	KCS	601381	KCS	601721	KCS	602051
KCS	601047	KCS	601390	KCS	601730	KCS	602060
KCS	601055	KCS	601403	KCS	601748	KCS	602078
KCS	601063	KCS	601411	KCS	601756	KCS	602086
KCS	601071	KCS	601420	KCS	601764	KCS	602094
KCS	601080	KCS	601438	KCS	601772	KCS	602108
KCS	601098	KCS	601446	KCS	601781	KCS	602116
KCS	601101	KCS	601454	KCS	601799	KCS	602124
KCS	601110	KCS	601471	KCS	601802	KCS	602132
KCS	601128	KCS	601489	KCS	601811	KCS	602141
KCS	601136	KCS	601497	KCS	601829	KCS	602159
KCS	601152	KCS	601501	KCS	601837	KCS	602167
KCS	601161	KCS	601519	KCS	601845	KCS	602175
KCS	601179	KCS	601527	KCS	601853	KCS	602183
KCS	601187	KCS	601535	KCS	601861	KCS	602191
KCS	601195	KCS	601543	KCS	601870	KCS	602205
KCS	601209	KCS	601551	KCS	601888	KCS	602213
KCS	601217	KCS	601560	KCS	601896	KCS	602221
KCS	601225	KCS	601578	KCS	601900	KCS	602230
KCS	601233	KCS	601586	KCS	601918	KCS	602248
KCS	601241	KCS	601594	KCS	601926	KCS	602256
KCS	601250	KCS	601608	KCS	601934	KCS	602264
KCS	601268	KCS	601616	KCS	601942	KCS	602272
KCS	601276	KCS	601624	KCS	601951	KCS	602281
KCS	601284	KCS	601632	KCS	601969	KCS	602299
KCS	601306	KCS	601641	KCS	601977	KCS	602302
KCS	601314	KCS	601659	KCS	601985	KCS	602311
KCS	601322	KCS	601667	KCS	601993	KCS	602329
KCS	601331	KCS	601675	KCS	602001	KCS	602337
KCS	601349	KCS	601683	KCS	602019	KCS	602345

ANNEX A

DESCRIPTION OF EQUIPMENT - Continued

Equipment Numbers for 196 Pulpwood Flat Cars - Continued

KCS	602353	KCS	602604	KCS	602850
KCS	602361	KCS	602612	KCS	602868
KCS	602370	KCS	602621	KCS	602876
KCS	602388	KCS	602639	KCS	602884
KCS	602396	KCS	602647	KCS	602892
KCS	602400	KCS	602655	KCS	602906
KCS	602418	KCS	602663	KCS	602914
KCS	602426	KCS	602671	KCS	602922
KCS	602434	KCS	602680	KCS	602931
KCS	602442	KCS	602698	KCS	602949
KCS	602451	KCS	602701	KCS	602957
KCS	602469	KCS	602710	KCS	602965
KCS	602477	KCS	602728	KCS	602973
KCS	602485	KCS	602736	KCS	602981
KCS	602493	KCS	602744	KCS	602990
KCS	602507	KCS	602752		
KCS	602515	KCS	602761		
KCS	602523	KCS	602779		
KCS	602531	KCS	602787		
KCS	602540	KCS	602795		
KCS	602558	KCS	602809		
KCS	602566	KCS	602817		
KCS	602574	KCS	602825		
KCS	602582	KCS	602833		
KCS	602591	KCS	602841		

ANNEX A

DESCRIPTION OF EQUIPMENT - Continued

Equipment Description

Ninety-seven (97) 125-ton pulpwood flat cars built by Pullman Incorporated in 1968.

Equipment Numbers

KCS	600008	KCS	600261	KCS	600539	KCS	600784
KCS	600016	KCS	600270	KCS	600547	KCS	600792
KCS	600024	KCS	600288	KCS	600555	KCS	600806
KCS	600032	KCS	600300	KCS	600563	KCS	600814
KCS	600041	KCS	600318	KCS	600571	KCS	600822
KCS	600059	KCS	600326	KCS	600580	KCS	600831
KCS	600067	KCS	600334	KCS	600598	KCS	600849
KCS	600075	KCS	600342	KCS	600601	KCS	600857
KCS	600083	KCS	600351	KCS	600610	KCS	600865
KCS	600091	KCS	600369	KCS	600628	KCS	600873
KCS	600105	KCS	600377	KCS	600636	KCS	600881
KCS	600121	KCS	600385	KCS	600644	KCS	600890
KCS	600130	KCS	600407	KCS	600652	KCS	600903
KCS	600148	KCS	600415	KCS	600661	KCS	600911
KCS	600156	KCS	600423	KCS	600679	KCS	600920
KCS	600164	KCS	600431	KCS	600687	KCS	600938
KCS	600172	KCS	600440	KCS	600695	KCS	600946
KCS	600181	KCS	600458	KCS	600709	KCS	600954
KCS	600199	KCS	600466	KCS	600717	KCS	600962
KCS	600202	KCS	600474	KCS	600725	KCS	600971
KCS	600211	KCS	600482	KCS	600733	KCS	600989
KCS	600229	KCS	600491	KCS	600741	KCS	600997
KCS	600237	KCS	600504	KCS	600750		
KCS	600245	KCS	600512	KCS	600768		
KCS	600253	KCS	600521	KCS	600776		