

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

June 15, 2000

RECORDATION NO. 17861-B FILED

JUN 19 '00 3-33 PM
TS
SURFACE TRANSPORTATION BOARD



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

RE: Full Termination of Lease dated May 15, 2000 ("Termination"), by Helm Financial Corporation ("Lessor").

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:

Three (3) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, 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: Coal Transit, Inc.
117 West Main Street
Mason, OH 45040

Equipment: Seventy-six (76) railcars more fully described in Schedule A attached hereto.

Previous STB Filings: Memorandum of Lease of Railroad Equipment filed July 6, 1992 at 10:40 a.m. under Recordation No. **17861**.
Amendment No. 1 filed July 28, 1993 at 10:00 a.m. under Recordation No. **17861-A**.

Please file this Termination as a supplementary document and return ~~two (2)~~ **two (2)** stamped originals to my attention. A check covering the filing fee of ~~twenty-six~~ **twenty-six** dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Document Administrator

/ad
Enclosures (3)

OFFICE OF THE
SECRETARY
RECEIVED
CLEARANCE UNIT
JUN 19 12 42 PM '00
SURFACE TRANSPORTATION
BOARD

FULL TERMINATION OF LEASE

THIS FULL TERMINATION OF LEASE ("Termination Agreement") is dated as of May 15, 2000 between HELM FINANCIAL CORPORATION, a California corporation ("Lessor"), and COAL TRANSIT, INC., an Ohio corporation ("Lessee").

R E C I T A L S:

- A. Lessor and Lessee are parties to the Lease of Railroad Equipment dated as of June 11, 1992, as amended ("Lease"), pursuant to which the seventy-six (76) rapid discharge coal hopper railcars described in Schedule A attached hereto ("Units") were leased by Lessor to Lessee.
- B. The Lease was filed with the Surface Transportation Board of the Department of Transportation under Recordation No. 17861 on July 6, 1992.
- C. Lessor and Lessee now desire to terminate the Lease for the Units.

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained, the parties hereto agree to the following:

- 1. The Units bearing the reporting mark and numbers HLMX 84125 and 84133 were terminated from the Lease on March 31, 1998 and June 22, 1998, respectively. Except for Rent, which shall terminate for each of the remaining seventy-four (74) Units effective May 31, 2000, the term of the Lease for each Unit shall terminate on the date Lessee returns possession of such Unit to Lessor at an interchange point located on the lines of the Paducah & Louisville Railway, Inc. in Paducah, Kentucky ("Return Date").
- 2. Commencing June 1, 2000 and continuing through and including December 31, 2000, Lessee shall pay to Lessor on the first day of each month in advance consideration for the early termination of the Lease in the amount of seventy-five dollars (\$75.00) per Unit per month.
- 3. For the purpose of providing a formal document for filing with the Surface Transportation Board of the Department of Transportation, Lessor and Lessee hereby declare that as of the Return Date for the last Unit, the Lease is formally terminated.
- 4. Any obligations under the Lease with respect to any Unit incurred prior to the Return Date shall survive the termination of the Lease for such Unit. Any obligations of either party, the terms of which provide that they shall survive termination of the Lease, shall survive, including without limitation indemnity obligations.

IN WITNESS WHEREOF, the parties hereto have caused this Termination Agreement to be executed by their duly authorized representative as of the day and year first above written.

RECORDATION NO. 17861-B FILED

LESSOR

HELM FINANCIAL CORPORATION

Name: Richard C. Kirchner

Title: President

LESSEE

COAL TRANSIT, INC.

Name: Suzanne Miller

Title: VP-Administration

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SURFACE TRANSPORTATION BOARD

SCHEDULE A

To the Termination Agreement dated as of May 15, 2000 between Helm Financial Corporation and Coal Transit, Inc.

Description of Units:

Seventy-six (76), 3800 cubic foot, 100-ton capacity, roller bearing, four (4) pocket, open top rapid discharge coal hopper railcars with stainless steel slope sheets and electro-pneumatically controlled hopper doors; built by Greenville Steel Car in 1984.

<u>Unit</u>	<u>Number</u>	<u>Unit</u>	<u>Number</u>
1	HLMX 84001	39	HLMX 84088
2	HLMX 84004	40	HLMX 84089
3	HLMX 84006	41	HLMX 84091
4	HLMX 84007	42	HLMX 84092
5	HLMX 84008	43	HLMX 84094
6	HLMX 84010	44	HLMX 84096
7	HLMX 84012	45	HLMX 84097
8	HLMX 84017	46	HLMX 84099
9	HLMX 84018	47	HLMX 84104
10	HLMX 84022	48	HLMX 84109
11	HLMX 84025	49	HLMX 84110
12	HLMX 84027	50	HLMX 84112
13	HLMX 84031	51	HLMX 84113
14	HLMX 84033	52	HLMX 84114
15	HLMX 84036	53	HLMX 84118
16	HLMX 84039	54	HLMX 84119
17	HLMX 84041	55	HLMX 84122
18	HLMX 84042	56	HLMX 84125
19	HLMX 84044	57	HLMX 84127
20	HLMX 84046	58	HLMX 84128
21	HLMX 84047	59	HLMX 84130
22	HLMX 84049	60	HLMX 84132
23	HLMX 84051	61	HLMX 84133
24	HLMX 84052	62	HLMX 84134
25	HLMX 84055	63	HLMX 84135
26	HLMX 84057	64	HLMX 84136
27	HLMX 84058	65	HLMX 84139
28	HLMX 84059	66	HLMX 84140
29	HLMX 84060	67	HLMX 84141
30	HLMX 84061	68	HLMX 84143
31	HLMX 84066	69	HLMX 84144
32	HLMX 84067	70	HLMX 84146
33	HLMX 84069	71	HLMX 84149
34	HLMX 84075	72	HLMX 84150
35	HLMX 84076	73	HLMX 84154
36	HLMX 84079	74	HLMX 84155
37	HLMX 84085	75	HLMX 84159
38	HLMX 84087	76	HLMX 84162

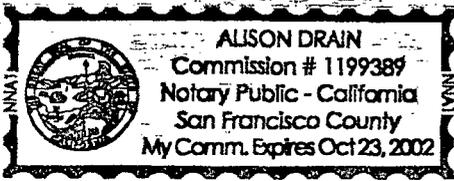
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On May 30, 2000, before me, Alison Drain, 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.

Alison Drain
SIGNATURE OF THE NOTARY

[Notarial Seal]

STATE OF OHIO)
) S.S.
COUNTY OF WARREN)

On May 25, 2000, before me, Brenda N. Clark, personally appeared Suzanne Miller, Vice President, Administration of COAL TRANSIT, INC.,

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.

Brenda N. Clark
SIGNATURE OF THE NOTARY

[Notarial Seal]

BRENDA N. CLARK
NOTARY PUBLIC, State of Ohio
My Commission Expires February 4, 2004

49