

HELM FINANCIAL CORPORATION

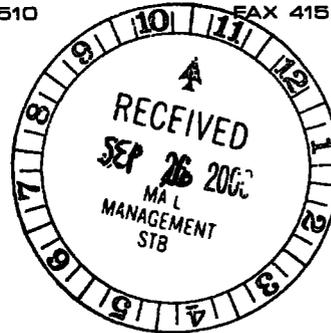
One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

September 13, 2000

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



RE: Termination of Lease of Railroad Equipment dated September 13, 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:

Two (2) 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

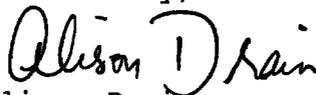
Name and Address of Lessee: Union Pacific Railroad Company
1416 Dodge Street
Omaha, NE 68179

A short summary of the document to appear in the index follows:

Termination of Lease of Railroad Equipment dated September 13, 2000, between Helm Financial Corporation as Lessor and Union Pacific Railroad Company as Lessee covering 27 railcars within the series CHTT 9100- 9130 (ns).

Please file this Termination as a supplementary document to Recordation No. **18798** filed on May 4, 1994 at 2:30 p.m., and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,


Alison Drain
Document Administrator

/ad
Enclosures (2)

RECORDATION NO. 18798-A FILED

SEP 26 '00 1-06 PM

SURFACE TRANSPORTATION BOARD

SEP 26 11 32 AM '00
APPELLATE CLERKING
STANLEY
OFFICE OF THE
SECRETARY

RECEIVED
SURFACE TRANSPORTATION
BOARD

TERMINATION OF LEASE OF RAILROAD EQUIPMENT

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated September 13, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Lease of Railroad Equipment dated as of March 3, 1994 ("Lease"), with UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, with respect to the twenty-seven (27) railcars more fully described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation (f.k.a. Interstate Commerce Commission) ("STB"), under STB Recordation No. **18798** filed on May 4, 1994 at 2:30 p.m.

The Lease was terminated as of March 23, 2000. 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 as of the date first above written.

HELM FINANCIAL CORPORATION

By: _____



Print Name: John F. Dains

Title: Senior Vice President & CFO

RECORDATION NO. 18798-A FILED

SEP 26 '00 1:06 PM

SURFACE TRANSPORTATION BOARD

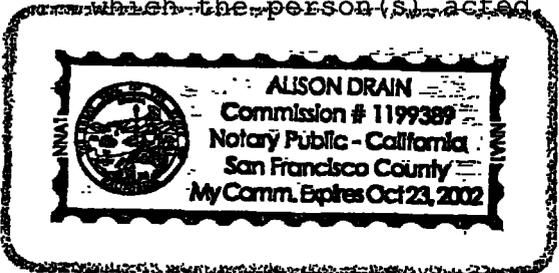
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On September 25, 2000, 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.



[Notarial Seal]

Witness my hand and official seal.

Alison Drain
SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Lease of Railroad Equipment dated September 13, 2000.

THE UNITS

Equipment Description:

Twenty-seven (27), 100-ton, airslide covered hopper railcars; built by General American Transportation Corporation in June 1967.

Old Unit Marks and Numbers:

MKT 9100-9104, 9106-9110, 9112-9118, 9120-9123 and 9125-9130

New Unit Marks and Numbers:

CHTT 9100-9104, 9106-9110, 9112-9118, 9120-9123 and 9125-9130