

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

May 31, 2001

RECORDATION NO. 22253-A FILED

JUN 1 '01 10:18 AM

TO
SURFACE TRANSPORTATION BOARD

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

RE: Termination of Locomotive Lease Agreement dated May 31, 2001
("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

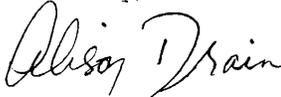
Name and Address of Lessee: The Texas Mexican Railroad Company
1200 Washington Street
Laredo, TX 78042

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

Termination of Locomotive Lease Agreement dated May 31, 2001 between Helm Financial Corporation as Lessor and The Texas Mexican Railroad Company as Lessee covering four (4) locomotives with the numbers and types 852 (GP7), 853 (GP9), 854 (GP18) and 868 (GP35).

Please file this Termination as a secondary document to Recordation No. 22253 filed on July 19, 1999 at 1:00 p.m., and return one (1) stamped original to my attention. A check covering the filing fee of twenty-eight dollars (\$28.00) is enclosed.

Yours truly,



Alison Drain
Document Administrator

/ad
Enclosures (2)



TERMINATION OF ^(b) LOCOMOTIVE LEASE AGREEMENT

THIS TERMINATION OF LOCOMOTIVE LEASE AGREEMENT ("Termination") is dated May 31, 2001 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Locomotive Lease Agreement dated as of July 1, 1999 ("Lease"), with THE TEXAS MEXICAN RAILWAY COMPANY, a Mexico corporation, with respect to the four (4) locomotives more fully described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB"), under STB Recordation No. 22253 filed July 19, 1999 at 1:00 p.m.

The Lease was terminated as of May 31, 2001. 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 to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: Barbara W. Wilson

Print Name: Barbara W. Wilson

Title: Senior Vice President & CFO

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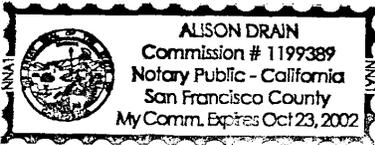
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On May 31st, 2001, before me, Alison Drain, personally
appeared Barbara W. Wilson, 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 Locomotive Lease Agreement dated May 31, 2001.

THE UNITS

Equipment Description: Four (4) locomotives.

<u>Unit Number:</u>	<u>Unit Type:</u>
852	GP7
853	GP9
854	GP18
868	GP35