

# HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

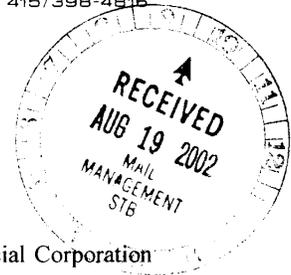
415/398-4510

FAX 415/398-4816

August 14, 2002

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

RECORDING NO. 22904-A FILED  
AUG 19 02 11-55 AM  
SURFACE TRANSPORTATION BOARD



RE: Termination of Net Lease Agreement dated as of July 25, 2002 by Helm Financial Corporation ("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 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: Missouri Central Railroad Company  
c/o General Railway Corporation  
10346 Ellison  
Omaha, NE 68134

Equipment: 2 DIFCO Side Dump Railcars  
HLMX 999014, 999024

Please record this Termination as a supplemental agreement to STB Recordation No. 22904 filed on April 25, 2000 at 2:26 PM. The filing fee of \$30.00 is included in our enclosed Check No. 1493 in the amount of \$480.00.

Summary: Termination of Net Lease Agreement dated as of July 25, 2002 by Helm Financial Corporation for 2 DIFCO side dump railcars, HLMX 999014, 999024, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 22904.

Yours truly,

  
Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Enclosures (2)

**TERMINATION OF NET LEASE AGREEMENT**

**THIS TERMINATION OF NET LEASE AGREEMENT ("Termination")** is dated July 25, 2002 by **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**").

1. **Recitals.** Lessor entered into the Net Lease Agreement dated as of March 22, 2000 ("**Lease**") with **Missouri Central Railroad Company**, a Delaware corporation, with respect to the two (2) railcars more fully described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board ("**STB**") of the Department of Transportation, under STB Recordation No. **22904** filed on April 25, 2000 at 2:26 PM.

The Lease was terminated as of March 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 of Lease to be signed in its corporate name as of the date first above written.

**LESSOR**

**HELM FINANCIAL CORPORATION**

By: Barbara W. Wilson  
Name: Barbara W. Wilson  
Title: Senior Vice President and CFO

RECORDING NO. 22904-A FILED

AUG 19 '02

11-55 AM

**SURFACE TRANSPORTATION BOARD**

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

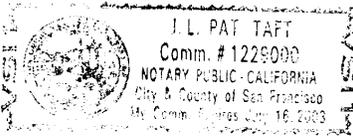
On July 26<sup>th</sup>, 2002, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

\_\_\_ proved to me on the basis of satisfactory evidence

to be the person ~~or~~ whose name ~~s~~ is ~~the~~ 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~~ ~~the~~ signature ~~of~~ on the instrument the person ~~or~~, or the entity upon behalf of which the person ~~s~~ acted, executed the instrument.

Witness my hand and official seal.



J. L. Pat Taft  
SIGNATURE OF THE NOTARY

[Notarial Seal]

**SCHEDULE A**

**To the Termination of Net Lease Agreement  
dated July 25, 2002**

**THE UNITS**

**Equipment Description:** Two (2) DIFCO Side Dump Railcars

**Unit Numbers:** HLMX 999014, 999024