

**HELM-PACIFIC LEASING**  
JOINT VENTURE

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

April 28, 2005

RECORDATION NO. 17806-D FILED

MAY 02 '05

4-51 PM



Mr. Vernon Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20006

SURFACE TRANSPORTATION BOARD

RE: Termination of Lease of Railroad Equipment dated as of April 15, 2005 by Helm-Pacific Leasing ("Termination").

Dear Mr. Williams:

On behalf of Helm-Pacific Leasing, 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-Pacific Leasing  
c/o Helm Pacific Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

Name and Address of Lessee: The Kansas City Southern Railway Company  
427 West 12th Street  
Kansas City, MO 64105

Equipment: 60 Covered Hopper Railcars  
SR 25001-25058  
CHTT 200200-200241

Please record this Termination as a supplemental agreement to STB Recordation No. 17806 filed on May 21, 1992. The filing fee of \$32.00 is included in our enclosed check.

Summary: Termination of Lease of Railroad Equipment dated as of April 15, 2005 by Helm-Pacific Leasing, for 60 covered hopper railcars, SR 25001-25058; CHTT 200200-200241, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 17806.

Yours truly,

Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Enclosures (2)

**TERMINATION OF LEASE OF RAILROAD EQUIPMENT**

**THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination")** is dated as of April 15, 2005 by **HELM-PACIFIC LEASING**, a Nebraska general partnership ("**Lessor**").

1. **Recitals.** Lessor entered into the Lease of Railroad Equipment dated as of May 15, 1992, as amended ("**Lease**"), with **The Kansas City Southern Railway Company**, as successor in interest through merger to Southrail Corporation, a Missouri corporation, with respect to the sixty (60) 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. **17806** filed on May 21, 1992.

The Lease was terminated on May 31, 2004. The purpose of this Termination is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

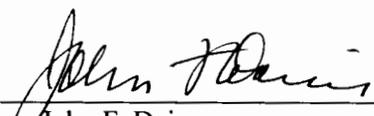
**IN WITNESS WHEREOF**, Lessor, pursuant to due corporate authority, has caused this Termination to be signed in its corporate name as of the date first above written.

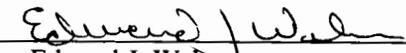
**LESSOR**

**HELM-PACIFIC LEASING**

By: **Helm Pacific Corporation,**  
a General Partner

By: **Union Pacific Venture Leasing, Incorporated,**  
a General Partner

By:   
Name: John F. Dains  
Title: President

By:   
Name: Edward J. Weber  
Title: President

RECORDATION NO. 17806-D FILED  
MAY 02 '05 4:51 PM  
SURFACE TRANSPORTATION BOARD

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

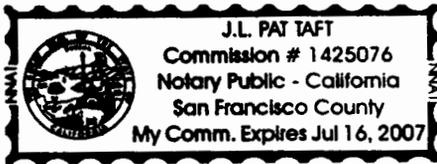
On April 15<sup>th</sup>, 2005, before me, J. L. Pat Taft, personally appeared John F. Dains, President of **HELM-PACIFIC CORPORATION**,

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.



J. L. Pat Taft  
SIGNATURE OF THE NOTARY

[Notarial Seal]

STATE OF NEBRASKA )  
 ) S.S.  
COUNTY OF DOUGLAS )

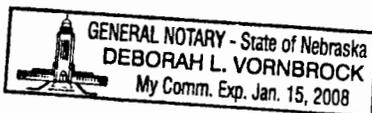
On April 21, 2005, before me, Deborah L. Vornbrock, personally appeared Edward J. Weber, President of **UNION PACIFIC VENTURE LEASING, INCORPORATED**,

\_\_\_ personally known to me -OR-

X 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.



Deborah L. Vornbrock  
SIGNATURE OF THE NOTARY

[Notarial Seal]

**SCHEDULE A**

**To the Termination of Lease  
dated April 15, 2005**

**Marks and Numbers:**

SR 25001, 25002, 25009, 25010, 25013, 25015-25018, 25022,  
25023, 25025, 25028, 25034, 25035, 25038, 25056, 25058.

CHTT 200200-200241