**HELM-PACIFIC LEASING** 505 Sansome Street, Suite 1800 • San Francisco, CA 94111
415/398-4510 FAX 415/398-4816

RECORDATION NO. 22108-B FILED

APR 03 '06 10-38 AM

SURFACE TRANSPORTATION BOARD

MAR 31 2006 RECEIVED

March 30, 2006

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

RE: Termination of Full Maintenance Lease Agreement dated as of February 1, 2006 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
505 Sansome Street, Suite 1800
San Francisco, CA 94111

Name and Address of Lessee: Southern Illinois Railcar Company
503 Buckeye Drive
Troy, IL 62294

Equipment: 488 Covered Hopper Railcars
Marks and Numbers as provided in Schedule A to the Termination

Please record this Termination as a supplemental agreement to STB Recordation No. **22108** filed on April 8, 1999. The filing fee of $33.00 is included in our enclosed check.

**Summary:** Termination of Full Maintenance Lease Agreement dated as of February 1, 2006 by Helm-Pacific Leasing for 488 covered hopper railcars bearing the marks and numbers as provided in Schedule A to the Termination, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 22108.

Yours truly,

Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

RECORDATION NO. 22108-B FILED

APR 03 '06 10-38 AM

SURFACE TRANSPORTATION BOARD

# TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT

**THIS TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT ("Termination")** is dated as of February 1, 2006 by **HELM-PACIFIC LEASING**, a Nebraska general partnership (**"Lessor"**).

1. **Recitals.** Lessor entered into the Full Maintenance Lease Agreement dated as of September 1, 1997, as amended by Amendment No. 1 thereto dated as of April 1, 2001 (**"Lease"**), with **Southern Illinois Railcar Company**, an Illinois corporation, with respect to the railcars described in Schedule A attached hereto (**"Units"**). The Lease is on file at the Surface Transportation Board of the Department of Transportation (**"STB"**) under STB Recordation Nos. 22108 and 22108-A filed on April 8, 1999 and April 5, 2002, respectively.

   The Units covered under the Lease were terminated from the Lease on May 12, 2004. The purpose of this Termination is to provide a formal termination of the Lease for filing with the STB.

2. **Termination of Lease**. Lessor hereby declares for the public record that the Lease is formally fully terminated with respect to the Units.

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

**HELM-PACIFIC LEASING**

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

By: _____
Name: John F. Dains
Title: President and CEO

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

By: _____
Name: Edward J. Weber
Title: President

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

On February 2, 2006 before me, J.L. Pat Taft, personally appeared John F. Dains, President and CEO of Helm Pacific Corporation, 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.

Signature

J.L. PAT TAFT
Commission # 1425076
Notary Public - California
San Francisco County
My Comm. Expires Jul 16, 2007

(Seal)

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

On February 21, 2006 before me, Deborah L. Vornbrock, personally appeared Edward J. Weber, President of Union Pacific Venture Leasing, Incorporated, 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.

Signature

GENERAL NOTARY - State of Nebraska
DEBORAH L. VORNBROCK
My Comm. Exp. Jan. 15, 2008

(Seal)

## SCHEDULE A

### To the Termination of Full Maintennce Lease Agreement dated February 1, 2006

**Description of Units:** Four hundred eighty-eight (488), 100-ton, roller bearing 4600-4750 cubic foot (nominal) covered hopper railcars equipped with trough hatches and gravity oulet gates; built by Pullman Standard and ACF Industries between 1970 and 1977.

| | Mark | Number |
|---|---|---|
| 1 | HLMX | 250 |
| 2 | HLMX | 251 |
| 3 | HLMX | 252 |
| 4 | HLMX | 253 |
| 5 | HLMX | 255 |
| 6 | HLMX | 256 |
| 7 | HLMX | 257 |
| 8 | HLMX | 258 |
| 9 | HLMX | 259 |
| 10 | HLMX | 260 |
| 11 | HLMX | 262 |
| 12 | HLMX | 263 |
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| 37 | HLMX | 289 |
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| 39 | HPJX | 13100 |
| 40 | HPJX | 13101 |
| 41 | HPJX | 13102 |
| 42 | HPJX | 13103 |
| 43 | HPJX | 13105 |
| 44 | HPJX | 13106 |
| 45 | HPJX | 13108 |
| 46 | HPJX | 13129 |
| 47 | HPJX | 13132 |
| 48 | HPJX | 13133 |
| 49 | HPJX | 13134 |
| 50 | HPJX | 13135 |

| | Mark | Number |
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| 52 | HPJX | 13137 |
| 53 | HPJX | 13141 |
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| 93 | HPJX | 13193 |
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| 99 | HPJX | 13200 |
| 100 | HPJX | 13201 |

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| 149 | HPJX | 13264 |
| 150 | HPJX | 13265 |

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| 153 | HPJX | 13268 |
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## SCHEDULE - Continued

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## SCHEDULE - Continued

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