

HELM FINANCIAL CORPORATION

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RECORDATION NO. 23434-A FILED

Via Federal Express

June 16, 2006

JUN 19 '06

4-12 PM



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

SURFACE TRANSPORTATION BOARD

RE: TERMINATION ("Termination") dated as of June 15, 2006, and executed by **Helm Financial Corporation**, a California corporation.

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 thereby the following document:

Four (4) fully-executed original copies of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name & Address of Lessor: **Helm Financial Corporation**
505 Sansome Street, Suite 1800
San Francisco, CA 94111

Name & Address of Lessee: **Reed Minerals**
5040 Louise Drive, Suite 106
Mechanicsburg, PA 17055

Equipment: Thirty (30) covered hopper railcars bearing reporting marks within the series HLMX 96167-97696 n.i.

Previous STB Filing: Memorandum of Full Maintenance Lease Agreement dated as of February 25, 1998 is on file at the Surface Transportation Board of the Department of Transportation ("STB") under **STB Recordation No. 23434 filed on March 29, 2001 at 4:09 p.m.**

Please file this Termination as a supplementary document and return three (3) endorsed originals to my attention. Lessor's check covering the \$34 filing fee is enclosed.

Yours truly,

A handwritten signature in cursive script, appearing to read "C Mostaghim".

Cecilia Mostaghim
Contract Administrator

Enclosures (4)

JUN 19 '06

4-12 PM

TERMINATION

SURFACE TRANSPORTATION BOARD

THIS TERMINATION ("**Termination**") is dated as of June 15, 2006, and is executed by HELM FINANCIAL CORPORATION, a California corporation ("**Lessor**").

1. **Recitals.** Lessor entered into a Full Maintenance Lease Agreement dated as of February 25, 1998, as amended ("**Lease**") with Reed Minerals, a division of Harsco Corporation, a Delaware corporation, with respect to the covered hopper railcars described in Schedule A attached hereto ("**Units**"). With respect thereto, a Memorandum of Full Maintenance Lease Agreement dated as of February 25, 1998 was filed with the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. 23434 filed on March 29, 2001 at 4:09 p.m. (the "**Memo**").

The purpose of this Termination is to provide a formal record for filing with the STB that the Memo has been terminated.

2. **Termination.** The Memo and any other documents recorded with the STB under Recordation number 23424 are 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: Matthew M. Ogburn

Name: Matthew M. Ogburn

Title: Senior Vice President, Secretary and General Counsel

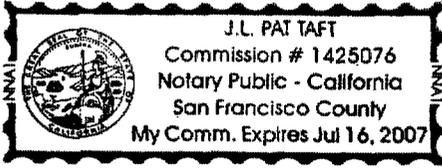
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On June 15, 2006, before me, J. L. Pat Taft, personally appeared Matthew M. Ogburn, Senior Vice President, Secretary and General Counsel of **HELM FINANCIAL CORPORATION**,

X _____ personally known to me **-OR-**
_____ proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.



J. L. Pat Taft

SIGNATURE OF THE NOTARY

[Notarial Seal]

CM

SCHEDULE A

To the Termination dated as of June 15, 2006

The Units:

Unit Description: Thirty (30), 4000 cubic foot, 100-ton, three pocket, roller bearing, covered hopper railcars equipped with trough hatches and gravity outlet gates; built by Magor in 1968 and 1967.

Units' Reporting Mark & Numbers:

HLMX	96167
HLMX	96296
HLMX	96341
HLMX	96390
HLMX	96493
HLMX	96572
HLMX	96616
HLMX	96686
HLMX	96816
HLMX	96876
HLMX	96912
HLMX	96942
HLMX	97029
HLMX	97056
HLMX	97101
HLMX	97124
HLMX	97142
HLMX	97185
HLMX	97205
HLMX	97297
HLMX	97355
HLMX	97360
HLMX	97410
HLMX	97449
HLMX	97463
HLMX	97491
HLMX	97512
HLMX	97637
HLMX	97694
HLMX	97696