

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

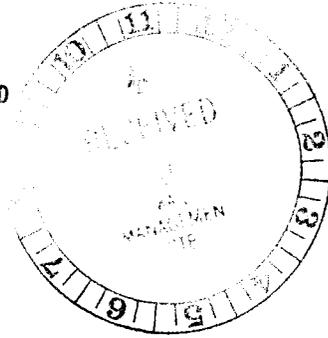
415/398-4510

FAX 415/398-4816

September 19, 2000

RECORDATION NO. 22418-A FILED

SEP 28 '00 10:39 AM



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

RE: Termination of Net Lease Agreement dated September 19, 2000
("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: P.F.D. Supply Corporation
1800 Adams Street
Granite City, IL 62040

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

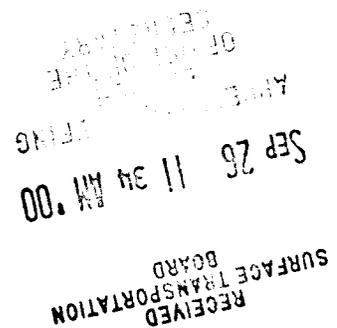
Termination of Net Lease Agreement dated September 19, 2000, between Helm Financial Corporation as Lessor and P.F.D. Supply Corporation as Lessee covering 1 railcar with the mark HLMX and the number 13280.

Please file this Termination as a supplementary document to Recordation No. **22418** filed on September 23, 1999 at 9:00 a.m. and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Document Administrator

/ad
Enclosures (2)



TERMINATION OF NET LEASE AGREEMENT

THIS TERMINATION OF NET LEASE AGREEMENT ("Termination") is dated September 19, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. Recitals. Lessor entered into the Net Lease Agreement dated as of July 7, 1999 ("Lease"), with P.F.D. SUPPLY CORPORATION, an Illinois corporation, with respect to the one (1) railcar 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. **22418** filed on September 23, 1999 at 9:00 a.m.

The Lease was terminated as of July 31, 2000. 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: John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

RECORDATION NO. 22418-A FILED

SEP 28 '00 10:38 AM Jc

SURFACE TRANSPORTATION BOARD

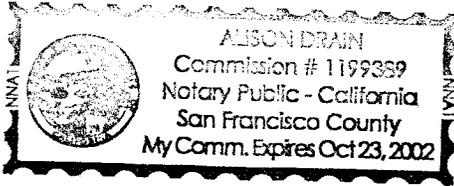
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On September 25, 2000, before me, Alison Drain, personally appeared John F. Dains, 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.



Witness my hand and official seal.

Alison Drain
SIGNATURE OF THE NOTARY

[Notarial Seal]

SCHEDULE A

To the Termination of Net Lease Agreement dated September 19, 2000.

THE UNIT

Equipment Description:

One (1), 100-ton, refrigerated boxcar.

Unit Number:

HLMX 13280