

# HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

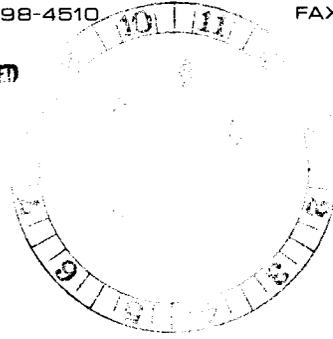
415/398-4510

FAX 415/398-4816

RECORDATION NO. 22171-A FILED

September 8, 2000

SEP 28 '00 12:09 PM



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

RE: Termination of Net Lease Agreement dated September 8, 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: South Kansas & Oklahoma Railroad, Inc.  
315 West 3rd Street  
Pittsburg, KS 66762

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

This Termination of Net Lease Agreement dated September 8, 2000, between Helm Financial Corporation as Lessor and South Kansas & Oklahoma Railroad, Inc. as Lessee covers 36 railcars within the series HLMX 350-394 (ns).

Please file this Termination as a supplementary document to Recordation No. 22171 filed on May 21, 1999 at 10:00 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)

SEP 28 11 34 AM '00

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

TERMINATION OF NET LEASE AGREEMENT

THIS TERMINATION OF NET LEASE AGREEMENT ("Termination") is dated September 8, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Net Lease Agreement dated as of January 11, 1999 ("Lease"), with SOUTH KANSAS & OKLAHOMA RAILROAD, INC., a Kansas corporation, with respect to the thirty-six (36) railcars 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. 22171 filed on May 21, 1999 at 10:00 a.m.

The Lease was terminated as of December 31, 1999. 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.

HELM FINANCIAL CORPORATION

By: John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

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SURFACE TRANSPORTATION BOARD

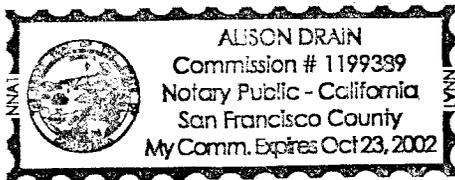
STATE OF CALIFORNIA        )  
                                  ) S.S.  
COUNTY OF SAN FRANCISCO )

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 8, 2000.

THE UNITS

Equipment Description: Thirty-six (36), 4,750 cubic foot, 100-ton, roller bearing, covered hopper railcars equipped with trough hatches and gravity outlet gates.

Unit Numbers:

1. HLMX 350
2. HLMX 351
3. HLMX 352
4. HLMX 353
5. HLMX 354
6. HLMX 356
7. HLMX 357
8. HLMX 358
9. HLMX 359
10. HLMX 360
11. HLMX 361
12. HLMX 362
13. HLMX 364
14. HLMX 365
15. HLMX 367
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34. HLMX 392
35. HLMX 393
36. HLMX 394