**HELM**
**FINANCIAL CORPORATION**

One Embarcadero Center • San Francisco, CA 94111
415/398-4510 FAX 415/398-4816

January 23, 2001

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MAIL
MANAGEMENT
STB D

Mr. Vernon Williams
Surface Transportation Board
1925 K Street, NW
Washington, DC 20423-0001

Dear Mr. Williams:

Enclosed are two (2) originals of a Memorandum of Amendment to Full Maintenance Lease Agreement which is intended to evidence **Amendment No. 4** dated as of August 1, 2000 to the Full Maintenance Lease Agreement dated as of June 21, 1996 between the following parties:

| | |
|---|---|
| Lessor: | Helm Financial Corporation<br>One Embarcadero Center, Suite 3700<br>San Francisco, CA 94111 |
| Lessee: | Twentymile Coal Company<br>9100 East Mineral Circle<br>Englewood, CO 80112 |

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

Memorandum of Amendment to Full Maintenance Lease Agreement dated August 1, 2000, evidencing **Amendment No. 4** to the Full Maintenance Lease Agreement dated June 1, 1996 between Helm Financial Corporation as Lessor and TwentyMile Coal Company as Lessee, covering three hundred forty-five (345) railcars from within the series **HLMX 8003, 8004 (2)** and **140600-145514 (338)** and **SFIX 2458-2523 (5)**.

Please file this memorandum as a secondary document to Recordation No. **20229** filed on August 19, 1996 and return one (1) stamped original to my attention. A check covering the twenty-seven dollar ($27.00) filing fee is enclosed.

Yours truly,

Alison Drain

Alison Drain
Document Administrator

/ad
Enclosures (2)

RECORDATION NO. 20229-D FILED

FEB 7 '01 9-16 AM

SURFACE TRANSPORTATION BOARD

RECORDATION NO. 20229-D FILED

FEB 7 '01 9-16 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF
AMENDMENT TO FULL MAINTENANCE LEASE AGREEMENT

**THIS MEMORANDUM OF AMENDMENT TO FULL MAINTENANCE LEASE AGREEMENT** ("**Memorandum**") is dated as of August 1, 2000 and is intended to evidence Amendment No. 4 dated as of August 1, 2000 to that certain Full Maintenance Lease Agreement dated as of June 21, 1996 ("**Lease**") between **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**") and **TWENTYMILE COAL COMPANY**, a Delaware corporation ("**Lessee**"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board ("**STB**") of the Department of Transportation under Section 49 of U.S.C. 11303. The Lease was filed with the STB on August 19, 1996 under Recordation Number 20229. Lessor has the right to lease the gondola railcars more fully described in Schedule A hereto ("**Units**"). Lessee leased from Lessor the Units at the Rent and upon the terms and conditions provided in the Lease.

The Lease and the Units cannot be assigned, subleased or in any way encumbered without the prior written consent of Lessor. Lessee has granted a security interest unto Lessor in and to any and all Payments as such term is defined in the Lease, including, without limitation, any and all Rent and other Payments pursuant to any sublease of the Units. In the Event of Default, as such term is defined in the Lease, Lessee assigns any and all subleases to Lessor.

**IN WITNESS WHEREOF**, the parties hereto have caused this Memorandum to be executed by their duly authorized representative as of the day and year first above written.

**LESSOR**

**HELM FINANCIAL CORPORATION**

By: John F. Dains

Name: John F. Dains

Title: President

**LESSEE**

**TWENTYMILE COAL COMPANY**

By: Larry M. Deal

Name: Larry M. Deal

Title: Vice President Regional Sales (West)

amendmen/tcc001.4f2 svf/11/20/00

## SCHEDULE A

### TO THE MEMORANDUM OF AMENDMENT TO LEASE

**Equipment Description**

Three hundred forty-five (345), coal gondola railcars with rotary couplers.

**Unit Numbers:**

| | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| 1 | HLMX | 8003 | 47 | HLMX | 140648 | 93 | HLMX | 140802 | 139 | HLMX | 140848 |
| 2 | HLMX | 8004 | 48 | HLMX | 140649 | 94 | HLMX | 140803 | 140 | HLMX | 140849 |
| 3 | HLMX | 140600 | 49 | HLMX | 140650 | 95 | HLMX | 140804 | 141 | HLMX | 140850 |
| 4 | HLMX | 140601 | 50 | HLMX | 140651 | 96 | HLMX | 140805 | 142 | HLMX | 140851 |
| 5 | HLMX | 140602 | 51 | HLMX | 140652 | 97 | HLMX | 140806 | 143 | HLMX | 140852 |
| 6 | HLMX | 140603 | 52 | HLMX | 140653 | 98 | HLMX | 140807 | 144 | HLMX | 140853 |
| 7 | HLMX | 140604 | 53 | HLMX | 140654 | 99 | HLMX | 140808 | 145 | HLMX | 140854 |
| 8 | HLMX | 140605 | 54 | HLMX | 140655 | 100 | HLMX | 140809 | 146 | HLMX | 140855 |
| 9 | HLMX | 140606 | 55 | HLMX | 140656 | 101 | HLMX | 140810 | 147 | HLMX | 140856 |
| 10 | HLMX | 140607 | 56 | HLMX | 140657 | 102 | HLMX | 140811 | 148 | HLMX | 140857 |
| 11 | HLMX | 140608 | 57 | HLMX | 140658 | 103 | HLMX | 140812 | 149 | HLMX | 140858 |
| 12 | HLMX | 140610 | 58 | HLMX | 140659 | 104 | HLMX | 140813 | 150 | HLMX | 140859 |
| 13 | HLMX | 140611 | 59 | HLMX | 140660 | 105 | HLMX | 140814 | 151 | HLMX | 140860 |
| 14 | HLMX | 140612 | 60 | HLMX | 140661 | 106 | HLMX | 140815 | 152 | HLMX | 140861 |
| 15 | HLMX | 140613 | 61 | HLMX | 140662 | 107 | HLMX | 140816 | 153 | HLMX | 140862 |
| 16 | HLMX | 140614 | 62 | HLMX | 140663 | 108 | HLMX | 140817 | 154 | HLMX | 140863 |
| 17 | HLMX | 140615 | 63 | HLMX | 140664 | 109 | HLMX | 140818 | 155 | HLMX | 140864 |
| 18 | HLMX | 140616 | 64 | HLMX | 140665 | 110 | HLMX | 140819 | 156 | HLMX | 140865 |
| 19 | HLMX | 140618 | 65 | HLMX | 140666 | 111 | HLMX | 140820 | 157 | HLMX | 140866 |
| 20 | HLMX | 140619 | 66 | HLMX | 140667 | 112 | HLMX | 140821 | 158 | HLMX | 140867 |
| 21 | HLMX | 140620 | 67 | HLMX | 140668 | 113 | HLMX | 140822 | 159 | HLMX | 140868 |
| 22 | HLMX | 140621 | 68 | HLMX | 140669 | 114 | HLMX | 140823 | 160 | HLMX | 140869 |
| 23 | HLMX | 140622 | 69 | HLMX | 140767 | 115 | HLMX | 140824 | 161 | HLMX | 140870 |
| 24 | HLMX | 140623 | 70 | HLMX | 140779 | 116 | HLMX | 140825 | 162 | HLMX | 140871 |
| 25 | HLMX | 140624 | 71 | HLMX | 140780 | 117 | HLMX | 140826 | 163 | HLMX | 140872 |
| 26 | HLMX | 140625 | 72 | HLMX | 140781 | 118 | HLMX | 140827 | 164 | HLMX | 140873 |
| 27 | HLMX | 140626 | 73 | HLMX | 140782 | 119 | HLMX | 140828 | 165 | HLMX | 140874 |
| 28 | HLMX | 140628 | 74 | HLMX | 140783 | 120 | HLMX | 140829 | 166 | HLMX | 140875 |
| 29 | HLMX | 140629 | 75 | HLMX | 140784 | 121 | HLMX | 140830 | 167 | HLMX | 140876 |
| 30 | HLMX | 140630 | 76 | HLMX | 140785 | 122 | HLMX | 140831 | 168 | HLMX | 140877 |
| 31 | HLMX | 140631 | 77 | HLMX | 140786 | 123 | HLMX | 140832 | 169 | HLMX | 140914 |
| 32 | HLMX | 140632 | 78 | HLMX | 140787 | 124 | HLMX | 140833 | 170 | HLMX | 140915 |
| 33 | HLMX | 140633 | 79 | HLMX | 140788 | 125 | HLMX | 140834 | 171 | HLMX | 140916 |
| 34 | HLMX | 140634 | 80 | HLMX | 140789 | 126 | HLMX | 140835 | 172 | HLMX | 140917 |
| 35 | HLMX | 140635 | 81 | HLMX | 140790 | 127 | HLMX | 140836 | 173 | HLMX | 140918 |
| 36 | HLMX | 140636 | 82 | HLMX | 140791 | 128 | HLMX | 140837 | 174 | HLMX | 140919 |
| 37 | HLMX | 140637 | 83 | HLMX | 140792 | 129 | HLMX | 140838 | 175 | HLMX | 140920 |
| 38 | HLMX | 140638 | 84 | HLMX | 140793 | 130 | HLMX | 140839 | 176 | HLMX | 140921 |
| 39 | HLMX | 140639 | 85 | HLMX | 140794 | 131 | HLMX | 140840 | 177 | HLMX | 140922 |
| 40 | HLMX | 140640 | 86 | HLMX | 140795 | 132 | HLMX | 140841 | 178 | HLMX | 140923 |
| 41 | HLMX | 140641 | 87 | HLMX | 140796 | 133 | HLMX | 140842 | 179 | HLMX | 140924 |
| 42 | HLMX | 140642 | 88 | HLMX | 140797 | 134 | HLMX | 140843 | 180 | HLMX | 140925 |
| 43 | HLMX | 140643 | 89 | HLMX | 140798 | 135 | HLMX | 140844 | 181 | HLMX | 140926 |
| 44 | HLMX | 140644 | 90 | HLMX | 140799 | 136 | HLMX | 140845 | 182 | HLMX | 140927 |
| 45 | HLMX | 140645 | 91 | HLMX | 140800 | 137 | HLMX | 140846 | 183 | HLMX | 140928 |
| 46 | HLMX | 140647 | 92 | HLMX | 140801 | 138 | HLMX | 140847 | 184 | HLMX | 140929 |

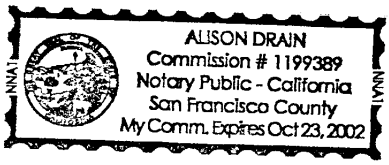
STATE OF CALIFORNIA )
) S.S.
COUNTY OF SAN FRANCISCO )

On November 30th, 2000, before me, Alison Drain, personally appeared John F. Dains, President 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.




[Notarial Seal]

Witness my hand and official seal.

Alison L Drain
SIGNATURE OF THE NOTARY

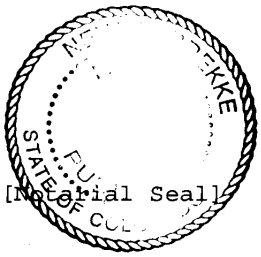
STATE OF COLORADO )
) S.S.
COUNTY OF ARAPAHOE )

On November 27, 2000, before me, Neva L. Brekke personally appeared Larry M. Deal, Vice President of **TWENTYMILE COAL COMPANY**,

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.



[Notarial Seal]

Witness my hand and official seal.

Neva L Brekke
SIGNATURE OF THE NOTARY

amendmen/tcc001.4f2 svf/11/20/00

## SCHEDULE A

### TO THE MEMORANDUM OF AMENDMENT TO LEASE

**Units Numbers - Continued**

| | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| 185 | HLMX | 140930 | 238 | HLMX | 141075 | 291 | HLMX | 141128 | 344 | SFIX | 2522 |
| 186 | HLMX | 140931 | 239 | HLMX | 141076 | 292 | HLMX | 141129 | 345 | SFIX | 2523 |
| 187 | HLMX | 140932 | 240 | HLMX | 141077 | 293 | HLMX | 145000 | | | |
| 188 | HLMX | 140933 | 241 | HLMX | 141078 | 294 | HLMX | 145001 | | | |
| 189 | HLMX | 140934 | 242 | HLMX | 141079 | 295 | HLMX | 145002 | | | |
| 190 | HLMX | 140935 | 243 | HLMX | 141080 | 296 | HLMX | 145003 | | | |
| 191 | HLMX | 140936 | 244 | HLMX | 141081 | 297 | HLMX | 145004 | | | |
| 192 | HLMX | 140937 | 245 | HLMX | 141082 | 298 | HLMX | 145005 | | | |
| 193 | HLMX | 140938 | 246 | HLMX | 141083 | 299 | HLMX | 145006 | | | |
| 194 | HLMX | 140939 | 247 | HLMX | 141084 | 300 | HLMX | 145007 | | | |
| 195 | HLMX | 140940 | 248 | HLMX | 141085 | 301 | HLMX | 145008 | | | |
| 196 | HLMX | 140941 | 249 | HLMX | 141086 | 302 | HLMX | 145009 | | | |
| 197 | HLMX | 140943 | 250 | HLMX | 141087 | 303 | HLMX | 145010 | | | |
| 198 | HLMX | 140944 | 251 | HLMX | 141088 | 304 | HLMX | 145011 | | | |
| 199 | HLMX | 140945 | 252 | HLMX | 141089 | 305 | HLMX | 145012 | | | |
| 200 | HLMX | 140946 | 253 | HLMX | 141090 | 306 | HLMX | 145013 | | | |
| 201 | HLMX | 140947 | 254 | HLMX | 141091 | 307 | HLMX | 145014 | | | |
| 202 | HLMX | 140948 | 255 | HLMX | 141092 | 308 | HLMX | 145015 | | | |
| 203 | HLMX | 140949 | 256 | HLMX | 141093 | 309 | HLMX | 145016 | | | |
| 204 | HLMX | 140950 | 257 | HLMX | 141094 | 310 | HLMX | 145017 | | | |
| 205 | HLMX | 140951 | 258 | HLMX | 141095 | 311 | HLMX | 145018 | | | |
| 206 | HLMX | 140952 | 259 | HLMX | 141096 | 312 | HLMX | 145019 | | | |
| 207 | HLMX | 140953 | 260 | HLMX | 141097 | 313 | HLMX | 145020 | | | |
| 208 | HLMX | 140954 | 261 | HLMX | 141098 | 314 | HLMX | 145021 | | | |
| 209 | HLMX | 140955 | 262 | HLMX | 141099 | 315 | HLMX | 145022 | | | |
| 210 | HLMX | 140956 | 263 | HLMX | 141100 | 316 | HLMX | 145023 | | | |
| 211 | HLMX | 140957 | 264 | HLMX | 141101 | 317 | HLMX | 145024 | | | |
| 212 | HLMX | 140958 | 265 | HLMX | 141102 | 318 | HLMX | 145025 | | | |
| 213 | HLMX | 140959 | 266 | HLMX | 141103 | 319 | HLMX | 145026 | | | |
| 214 | HLMX | 140960 | 267 | HLMX | 141104 | 320 | HLMX | 145027 | | | |
| 215 | HLMX | 140962 | 268 | HLMX | 141105 | 321 | HLMX | 145028 | | | |
| 216 | HLMX | 140963 | 269 | HLMX | 141106 | 322 | HLMX | 145029 | | | |
| 217 | HLMX | 140964 | 270 | HLMX | 141107 | 323 | HLMX | 145030 | | | |
| 218 | HLMX | 140965 | 271 | HLMX | 141108 | 324 | HLMX | 145031 | | | |
| 219 | HLMX | 140966 | 272 | HLMX | 141109 | 325 | HLMX | 145032 | | | |
| 220 | HLMX | 140968 | 273 | HLMX | 141110 | 326 | HLMX | 145033 | | | |
| 221 | HLMX | 140973 | 274 | HLMX | 141111 | 327 | HLMX | 145034 | | | |
| 222 | HLMX | 140974 | 275 | HLMX | 141112 | 328 | HLMX | 145035 | | | |
| 223 | HLMX | 140975 | 276 | HLMX | 141113 | 329 | HLMX | 145036 | | | |
| 224 | HLMX | 140976 | 277 | HLMX | 141114 | 330 | HLMX | 145037 | | | |
| 225 | HLMX | 140980 | 278 | HLMX | 141115 | 331 | HLMX | 145038 | | | |
| 226 | HLMX | 140985 | 279 | HLMX | 141116 | 332 | HLMX | 145039 | | | |
| 227 | HLMX | 141004 | 280 | HLMX | 141117 | 333 | HLMX | 145040 | | | |
| 228 | HLMX | 141005 | 281 | HLMX | 141118 | 334 | HLMX | 145041 | | | |
| 229 | HLMX | 141011 | 282 | HLMX | 141119 | 335 | HLMX | 145042 | | | |
| 230 | HLMX | 141012 | 283 | HLMX | 141120 | 336 | HLMX | 145043 | | | |
| 231 | HLMX | 141014 | 284 | HLMX | 141121 | 337 | HLMX | 145044 | | | |
| 232 | HLMX | 141069 | 285 | HLMX | 141122 | 338 | HLMX | 145045 | | | |
| 233 | HLMX | 141070 | 286 | HLMX | 141123 | 339 | HLMX | 145046 | | | |
| 234 | HLMX | 141071 | 287 | HLMX | 141124 | 340 | HLMX | 145514 | | | |
| 235 | HLMX | 141072 | 288 | HLMX | 141125 | 341 | SFIX | 2458 | | | |
| 236 | HLMX | 141073 | 289 | HLMX | 141126 | 342 | SFIX | 2465 | | | |
| 237 | HLMX | 141074 | 290 | HLMX | 141127 | 343 | SFIX | 2493 | | | |