

# HELM FINANCIAL CORPORATION

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

VIA UPS NEXT DAY AIR

February 22, 2001

RECORDATION NO. 23168-I FILED

FEB 23 '01 .12-58 PM

SURFACE TRANSPORTATION BOARD

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

Dear Mr. Williams:

Enclosed for filing with the Surface Transportation Board are four (4) originals of a Partial Termination. In connection with the recording of this Partial Termination, please note the following information:

Previous STB Filing: **Security Agreement** in connection with that certain **Revolving Credit and Term Loan Agreement** dated as of October 18, 2000, under Recordation No. **23168**, filed at the Surface Transportation Board of the Department of Transportation on October 18, 2000 at 2:43 p.m.

Secured Party:

Fleet National Bank  
100 Federal Street  
Boston, MA 02110

Debtors: (collectively)

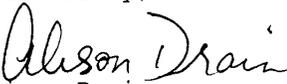
Helm Holding Corporation  
Helm Financial Corporation  
Helm Locomotive Leasing Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

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

Partial Termination dated February 8, 2001, of the Security Agreement in connection with that certain Revolving Credit and Term Loan Agreement dated October 18, 2000 between Fleet National Bank as Secured Party and Helm (collectively) as Debtors terminating **twenty (20)** railcars from within the series **HLMX 4100-4177** (ni).

Please file this Partial Termination as a secondary document and return **three (3)** STB stamped originals to me. If you have any questions, you may reach me at (415) 398-4510, ext. 338.

Yours truly,

  
Alison Drain  
Document Administrator

/ad  
enclosures (4)



STATE OF MASSACHUSETTS )  
 ) S.S.  
COUNTY OF Suffolk )

On February 16, 2001, before me, Caryn Suffradini, personally  
appeared Robert S. Allen, Group Manager of **FLEET NATIONAL  
BANK**

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.

Caryn Suffradini  
SIGNATURE OF THE NOTARY  
Commission expires: 11/27/03

[Notarial Seal]

**EXHIBIT A**

to the  
Partial Termination of Security Agreement  
dated as of February 8, 2001

The "Units"

**Description of the Units:** Twenty (20), 2,980 cubic foot, 100-ton capacity at 263,000 GRL, roller bearing, 2-pocket, covered hopper railcars equipped with 30" round hatches (centered) and single 13" x 42" gravity outlet gates with 12'0" gate centers; built by ACF Industries in 1979.

**Mark & Numbers:**

HLMX	4100
HLMX	4101
HLMX	4109
HLMX	4111
HLMX	4112
HLMX	4118
hlmx	4123
HLMX	4124
HLMX	4135
HLMX	4136
HLMX	4139
HLMX	4145
HLMX	4147
HLMX	4149
HLMX	4156
HLMX	4162
HLMX	4171
HLMX	4174
HLMX	4175
HLMX	4177