

# HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

VIA UPS OVERNIGHT

March 22, 2001

RECORDATION NO. 23168-M FILED

APR 2 '01 12:32 PM

TS  
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 March 14, 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 **two (2)** locomotives; one with the Mark **TM** and Number **853** and the other with the Mark **IHB** and the Number **1505**.

Please file this Partial Termination as a secondary document to Recordation No. **23168** and return **three (3)** STB stamped originals to me. A check for twenty-eight dollars (\$28.00) is enclosed for the filing fee. If you have any questions, you may reach me at (415) 398-4510, Ext. 0.

Yours truly,



Alison Drain  
Document Administrator

/ad  
enclosures (4)



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

On March 20, 2001, before me, JOHN L. JAMIESON,  
personally appeared ROBERT S. ALLEN, Group Manager of  
**FLEET NATIONAL BANK**

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.

  
\_\_\_\_\_  
SIGNATURE OF THE NOTARY

[Notarial Seal]

**JOHN L. JAMIESON** NOTARY PUBLIC  
MY COMMISSION EXPIRES MAY 8, 2003

*cm*

**EXHIBIT A**

to the  
Partial Termination of Security Agreement  
dated as of March 14, 2001

**THE UNIT(S)**

**Equipment Description:** One (1), GP9 locomotive

**Reporting Marks:** TM 853

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**Equipment Description:** One (1), 1,500 h.p., SW1500 locomotive equipped with Flexicoil trucks, 26L brakes, and MU capability. Built by EMD in 1972.

**Reporting Marks:** IHB 1505

*CM*