

# HELM FINANCIAL CORPORATION

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

May 20, 2002

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

~~23602-A~~

MAY 24 02 8-09 AM

SURFACE TRANSPORTATION BOARD



RE: Termination of Lease dated as of September 28, 2001  
("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: Petroleum Coke Grinding, Inc.  
c/o Cemex Mexico, S.A. de C.V.  
Avenue Gomez Morin No. 350  
Plaza Internacional Cedetel Piso 8  
Col Valle del Campestre  
66265 Garza Garcia, N.L., Mexico

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

*Termination of the Full Maintenance Lease Agreement dated as of July 13, 2000 between Helm Financial Corporation as Lessor and Petroleum Coke Grinding, Inc. as Lessee, for the lease of the twenty (20) covered hopper railcars bearing the reporting mark and numbers within the series HLMX 750036-750447 noninclusive.*

Please file this Termination as a secondary document to Recordation No. 23602 filed on August 3, 2001 at 11:25 a.m., and return one (1) stamped original to my attention. A check to cover the filing fee of thirty dollars (\$30.00) is enclosed.

Yours truly,

A handwritten signature in cursive script, appearing to read "C Mostaghim".

Cecilia Mostaghim  
Contract Administrator

Enclosures (2)

~~RECORDING~~ 23602-A ~~FILED~~

TERMINATION OF LEASE

MAY 24 '02

8-09 AM

**SURFACE TRANSPORTATION BOARD**

THIS TERMINATION OF LEASE ("Termination") is dated as of September 28, 2001 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

- 1. **Recitals.** Lessor entered into the **FULL MAINTENANCE LEASE AGREEMENT** dated as of July 13, 2000 ("Lease") with **PETROLEUM COKE GRINDING, INC.**, a Texas corporation with respect to the twenty (20) railcars 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. 23602 filed on August 3, 2001 at 11:25 AM.

The Lease was terminated on September 28, 2001. 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 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: Barbara Wilson  
 Name: Barbara W. Wilson  
 Title: Senior Vice President & CFO

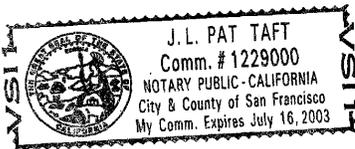
*CM*

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

On May 15<sup>th</sup>, 2002, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, 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.

  
SIGNATURE OF THE NOTARY

CM

**SCHEDULE A**

To the **TERMINATION OF LEASE** dated as of September 28, 2001 by **HELM FINANCIAL CORPORATION**, a California corporation.

**Description:**

Twenty (20), 100-ton (286K), 5,250 cubic foot, four (4) compartment covered hopper railcars equipped with vibrator brackets, built by ACF in 1969-1972.

**Reporting Mark  
and Numbers**

1. HLMX 750036
2. HLMX 750084
3. HLMX 750098
4. HLMX 750139
5. HLMX 750142
6. HLMX 750145
7. HLMX 750151
8. HLMX 750159
9. HLMX 750203
10. HLMX 750214
11. HLMX 750221
12. HLMX 750227
13. HLMX 750264
14. HLMX 750267
15. HLMX 750285
16. HLMX 750287
17. HLMX 750299
18. HLMX 750439
19. HLMX 750444
20. HLMX 750447

*CM*