

HELM FINANCIAL CORPORATION

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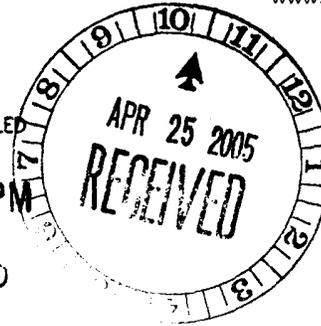
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April 22, 2005

RECORDATION NO: 21008-A FILED

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2-44 PM



Mr. Vernon Williams
Secretary
Surface Transportation Board SURFACE TRANSPORTATION BOARD
1925 K Street, N.W.
Washington, D.C. 20006

RE: Partial Termination and Release of Security Interests and Liens dated as of January 24, 2005 by LaSalle National Leasing Corporation ("**Termination and Release**") for 4 GP10 locomotives purchased by Helm Financial Corporation on January 24, 2005

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 and Release.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: LaSalle National Leasing Corporation
One West Pennsylvania Avenue, Suite 1000
Towson, Maryland 21204

Name and Address of Lessee: Park Sierra Corporation, as successor in interest to Arizona & California Railroad Company L.P. d/b/a The Puget Sound & Pacific Railroad Company
221 Gateway Road West, Suite 401
Napa, CA 94558

Equipment: 4 GP10 Locomotives
PSAP 1001, 1002, 1003 and 1004

Please record this Termination and Release as a supplemental agreement to STB Recordation Nos. **21008** filed on November 18, 1997 and **21104** filed on December 24, 1997. The filing fee of \$32.00 is included in our enclosed check.

Summary: Partial Termination and Release of Security Interest and Liens dated as of January 24, 2005 by LaSalle National Leasing Corporation for 4 GP10 locomotives, PSAP 1001, 1002, 1003 and 1004, to be filed as a supplemental agreement. Please file this Termination and Release as a supplemental agreement to STB Recordation Nos. 21008 and 21104.

Yours truly,

Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

