

# HELM-PACIFIC LEASING

505 Sansome Street, Suite 1800 • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

RECORDATION NO. 19561-A FILED

February 2, 2007

FEB 07 '07 -11 08 AM

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

**SURFACE TRANSPORTATION BOARD**

RE: Termination of Railcar Lease Agreement dated as of November 17, 2006 by Helm-Pacific Leasing ("Termination").

Dear Mr. Williams:

On behalf of Helm-Pacific Leasing, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Three (3) 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  
505 Sansome Street, Suite 1800  
San Francisco, CA 94111

Name and Address of Lessee: Western Hay Company, Inc.  
925 West 24th Street  
Ogden, UT 84401

Equipment: Twenty (20) Boxcars  
HPJX 60001-60020

Please record this Termination as a supplemental agreement to STB Recordation No. 19561 filed on August 10, 1995 at 2:30 PM. The filing fee of \$34.00 is included in our enclosed check.

**Summary:** Termination of Railcar Lease Agreement dated as of November 17, 2006 by Helm-Pacific Leasing for 20 boxcars, HPJX 60001-60020, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 19561.

Yours truly,



Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Enclosures (3)

FEB 07 '07 -11 08 AM

## TERMINATION OF LEASE

## SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF RAILCAR LEASE AGREEMENT ("Termination") is dated as of November 17, 2006 and executed by HELM-PACIFIC LEASING, a Nebraska general partnership ("Lessor").

1. Recitals.

(a) Lessor entered into the Rail Car Lease Agreement dated as of June 20, 1995 ("Lease") with **Western Hay Company, Inc.**, a Utah corporation, with respect to the twenty (20) boxcars described in Schedule A attached hereto ("Units"). With respect thereto, a Memorandum of Lease of Railroad Equipment dated as of June 20, 1995, was filed with the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation No. 19561 on August 10, 1995 at 2:30 PM.

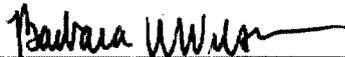
(b) Lessor desires to execute this Termination to evidence for the public record the termination of the Lease and of all the rights and obligations of Lessee with respect to the Units under the Lease.

2. Termination. Lessor declares for the public record that the Lease is formally terminated with respect to the Units.

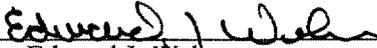
IN WITNESS WHEREOF, Lessor, pursuant to due authority, has caused this Termination to be signed in its name as of the date first above written.

**HELM-PACIFIC LEASING**

By: **Helm Pacific Corporation, a  
General Partner**

By:   
Name: Barbara W. Wilson  
Title: Senior Vice President and CFO

By: **Union Pacific Venture Leasing,  
Incorporated, a General Partner**

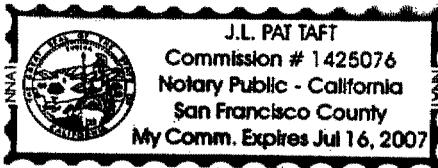
By:   
Name: Edward J. Weber  
Title: President

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

On November 17<sup>th</sup>, 2006, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and CFO of **HELM PACIFIC CORPORATION**,

personally known to me -OR-  
 proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.



Witness my hand and official seal.

*J. L. Pat Taft*  
\_\_\_\_\_  
SIGNATURE OF THE NOTARY

[Notarial Seal]

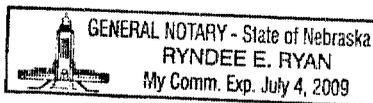
STATE OF NEBRASKA )  
 ) S.S.  
COUNTY OF DOUGLAS )

On December 14<sup>th</sup>, 2006, before me, Ryndee E. Ryan personally appeared Edward J. Weber, President of **UNION PACIFIC VENTURE LEASING, INCORPORATED**,

personally known to me -OR-  
 proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.



*Ryndee E. Ryan*  
\_\_\_\_\_  
SIGNATURE OF THE NOTARY

[Notarial Seal]

**SCHEDULE A**

**To the Termination of Lease dated as of November 17, 2006**

**The Units:**

**Description of Units:** Twenty (20) boxcars.

**Reporting Mark and Numbers:** HPJX 60001-60020