

HELM FINANCIAL CORPORATION

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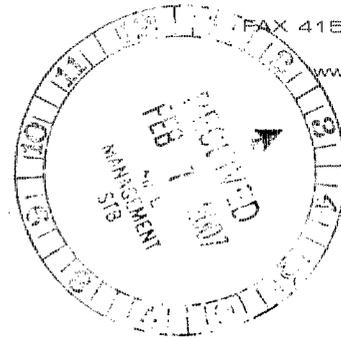
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February 6, 2007

RECORDATION NO. 17657-A FILED

FEB 08 '07 -11 15 AM

SURFACE TRANSPORTATION BOARD



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

RE: Full Termination of Railroad Equipment Lease Agreement dated as of January 16, 2007 by Caterpillar Financial Services Corporation ("**Termination**").

Dear Mr. Williams:

On behalf of Caterpillar Financial Services 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: Caterpillar Financial Services Corporation
3322 West End Avenue, Suite 610
Nashville, TN 37203-0990

Name and Address of Lessee: Westinghouse Air Brake Technologies Corporation
4600 Apple Street
Boise, ID 83716

Equipment: Seventeen (17) Locomotives
9001-9020

Please record this Termination as a supplemental agreement to STB Recordation No. 17657 filed on January 6, 1992 at 9:50 AM. The filing fee of \$34.00 is included in our enclosed check.

Summary: Full Termination of Railroad Equipment Lease Agreement dated as of January 16, 2007 by Caterpillar Financial Services Corporation for 17 locomotives, 9001, 9003-9006, 9008-9010, 9012-9020, to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 17657.

Yours truly,

Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Enclosures (2)

FEB 08 '07 -11 15 AM

SURFACE TRANSPORTATION BOARD

FULL TERMINATION OF RAILROAD EQUIPMENT LEASE AGREEMENT

THIS FULL TERMINATION OF RAILROAD EQUIPMENT LEASE AGREEMENT ("Termination") is dated as of January 16, 2007 by CATERPILLAR FINANCIAL SERVICES CORPORATION ("Lessor").

WHEREAS, Lessor and Westinghouse Air Brake Technologies Corporation (f/k/a MotivePower, Inc., f/k/a MK Rail Corporation, as assignee of Morrison Knudsen Corporation) ("WABTEC") were parties to that certain Railroad Equipment Lease Agreement dated as of December 27, 1991 ("Lease") pursuant to which Lessor leased to WABTEC the seventeen (17) locomotives as described in Schedule A attached hereto ("Unit(s)");

WHEREAS, the Lease was filed with the Surface Transportation Board of the Department of Transportation ("STB") under STB Recordation No. 17657 on January 6, 1992 at 9:50 AM;

WHEREAS, WABTEC and a third party ("Sublessee") entered into a sublease agreement for the Units;

WHEREAS, On September 25, 2006 Lessor sold the Units to the Sublessee pursuant to the Purchase Option as provided in Section 22 of the Lease.

WHEREAS, On September 25, 2006 the Lease was terminated;

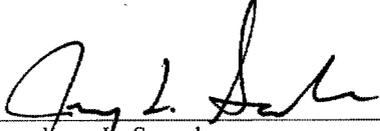
WHEREAS, Lessor desires to execute this Termination to evidence for the public record the termination of the Lease.

NOW THEREFORE, in consideration of the premises, Lessor does hereby acknowledge and confirm:

1. **Full Termination of Railroad Equipment Lease Agreement.** Lessor hereby declares for the public record that the Lease and any other documents filed under STB Recordation No. 17657 are hereby formally terminated.

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

CATERPILLAR FINANCIAL SERVICES CORPORATION

By: 
Name: Jerry L. Saunders
Title: International Customer Services Manager

SCHEDULE A

To the Full Termination of Railroad Equipment Lease Agreement dated January 2, 2007

Equipment Description: Seventeen (17) remanufactured General Motors Model SD40M-1 locomotives.

Locomotive Numbers:

9001, 9003, 9004, 9005, 9006, 9008, 9009, 9010, 9012, 9013, 9014, 9015, 9016, 9017, 9018, 9019 and 9020.

STATE OF TENNESSEE)
) S.S.
COUNTY OF DAVIDSON)

On January 16, 2007 before me, Jerry L. Saunders, personally appeared Jerry L. Saunders, International Customer Services Manager of **CATERPILLAR FINANCIAL SERVICES 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 she executed the same in her authorized capacity, and that by her 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.

Donna M. Barkley
SIGNATURE OF NOTARY

My Commission Exp. Nov. 24, 2007

