

AUG 31 '09

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**HELM-PACIFIC LEASING**

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

415/388-4510

FAX 415/388-4518

**SURFACE TRANSPORTATION BOARD**

August 31, 2009

Anne K. Quinlan, Esq.  
Acting Secretary  
Surface Transportation Board  
395 F Street S.W.  
Washington, D.C. 20423-0001

RE: Notice of Termination of Lease dated as of February 27, 2009 ("Termination") by Helm-Pacific Leasing (as successor in interest to Citicorp Railmark, Inc., as successor in interest to Banc of America Leasing & Capital, LLC, which was successor in interest to Security Pacific Equipment Leasing, Inc.)

Dear Ms. Quinlan:

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:

One (1) fully-executed original of the above-referenced Termination.

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

Name and Address of Lessor:

Helm-Pacific Leasing  
c/o Helm Pacific Corporation  
505 Sansome Street, Suite 1800  
San Francisco, CA 94111

Name and Address of Lessee:

Virginia Electric and Power Company  
120 Tredegar Street  
Richmond, VA 23219

Equipment:

232 Steel Triple Pocket Coal Hoppers; VAPX 91001-91300

Please record this Termination as a supplemental agreement to STB Recordation No. 17592 filed on November 19, 1991. The filing fee of \$41.00 is to be applied to our account.

**Summary:** Notice of Termination of Lease dated as of February 27, 2009 by Helm-Pacific Leasing (as successor in interest to Citicorp Railmark, Inc., as successor in interest to Banc of America Leasing & Capital, LLC, which was successor in interest to Security Pacific Equipment Leasing, Inc.) for 232 steel triple pocket coal hopper railcars; VAPX 91001-91300 (Not Sequential), to be filed as a supplemental agreement to STB Recordation No. 17592.

Yours truly,



Sharon L. Van Fossan  
Supervisor Contract Administration

\svf  
Attachment

**EXHIBIT B**

**SURFACE TRANSPORTATION BOARD**

To the Lease Termination dated as of September 23, 2008

**NOTICE OF TERMINATION OF LEASE**

The undersigned, Helm-Pacific Leasing (as successor in interest to Citicorp Railmark, Inc., as successor in interest to Banc of America Leasing & Capital, LLC, which was successor in interest to Security Pacific Equipment Leasing, Inc., "Lessor"), publishes this notice that the Equipment Lease dated as of November 1, 1991, as subsequently amended or modified (the "Lease"), between Lessor and Virginia Electric and Power Company, has been terminated. The Lease was originally filed with the Surface Transportation Board (the successor to the Interstate Commerce Commission) on November 19, 1991 under Recordation No. 17592.

IN WITNESS WHEREOF, Helm-Pacific Leasing has caused this instrument to be executed by its officer thereunto duly authorized this 27 th day of February, 2008.

Helm-Pacific Leasing

By: Helm Pacific Corporation, a general partner

By: Courtney Williams  
Print Name: Courtney Williams  
Title: President

By: Union Pacific Venture Leasing, Incorporated, a general partner

By: Ed Weber  
Print Name: ED WEBER  
Title: President

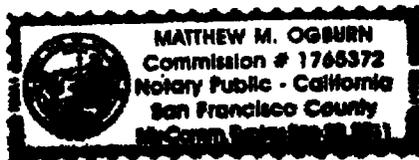
State of California  
County of San Francisco

On 2/27, 2008 before me, Matthew M. Ogburn, personally appeared Courtney Williams who 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.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Matthew M. Ogburn  
Signature Matthew M. Ogburn (Seal)



STATE OF NEBRASKA     )  
                                  ) SS  
COUNTY OF DOUGLAS    )

On February 23, 2009, before me, Carla L Miller personally appeared Ed Weber, President of Union Pacific Venture Leasing, Incorporated, who 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.

I certify under PENALTY OF PERJURY under the laws of the State of Nebraska that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Carla L Miller (Seal)

