

JUL 08 '10 -12 38 PM

SURFACE TRANSPORTATION BOARD

**HELM-PACIFIC LEASING**

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

415/398-4510

FAX 415/398-4816

July 8, 2010

Chief  
Section of Administration Office of Proceedings  
Surface Transportation Board  
395 E Street S.W.  
Washington, D.C. 20423-0001

RE: Partial Termination of Lease dated as of March 10, 2010 by Helm-Pacific Leasing ("Partial Termination of Lease")

Dear Section Chief:

Attached for recordation pursuant to the provision of 49 U.S.C. Section 11301(a) is a copy of the original Partial Termination of Lease, a secondary document as defined in the Board's Rules for Recordation of Documents.

The attached document is a full release and relates to the documents previously filed with the Board under Recordation Number 23451.

The names and addresses of the parties to the attached document are:

Lessor: Helm-Pacific Leasing  
505 Sansome Street, Suite 1800  
San Francisco, CA 94111

Lessee: AMG Resources Corporation  
5147 Shadow Pond Lane  
Charlotte, NC 28226

A description of the railroad equipment covered by the enclosed document is:

4 Woodchip Gondola Railcars: HPJX 147390, 147408, 147419 and 148709

A short summary of the document to appear in the index is:

Partial Termination of Lease Agreement

The recordation filing fee of \$41.00 is on account.

Yours truly,



Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Attachment

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SURFACE TRANSPORTATION BOARD

**PARTIAL TERMINATION OF LEASE**

**THIS PARTIAL TERMINATION OF NET LEASE AGREEMENT ("Partial Termination")** is dated as of March 10, 2010 by **HELM-PACIFIC LEASING**, a Nebraska general partnership ("**Lessor**").

**RECITALS:**

**WHEREAS**, Lessor and AMG Resources Corporation ("**AMG**") are parties to that certain Net Lease Agreement dated as of September 25, 1999 ("**Lease**"), whereby Lessor agreed to lease to UPR and UPR agreed to lease from Lessor the four (4) gondola railcars bearing the reporting mark and numbers HPJX 147390, 147419, 147408 and 148709 ("**Terminated Units**");

**WHEREAS**, the Lease (or memorandum thereof) was recorded with the Surface Transportation Board on April 3, 2001 at 1:21 PM and assigned Recordation No. 23451;

**WHEREAS**, the Lease between Lessor and AMG has been terminated with respect to the Terminated Units;

**WHEREAS**, Lessor desires to execute this Partial Termination to evidence for the public record the termination of the Terminated Units from the Lease.

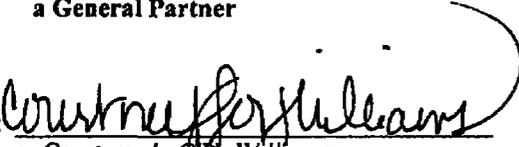
**NOW THEREFORE**, in consideration of the premises, Lessor does hereby acknowledge and confirm:

1. **Full Termination of Lease.** Lessor hereby declares for the public record that the Terminated Units are hereby formally terminated from the Lease filed under STB Recordation Nos. 23451.

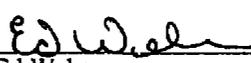
**IN WITNESS WHEREOF**, Lessor, pursuant to due corporate authority, has caused this Partial Termination of Lease to be signed in its corporate name as of the date first above written.

**HELM-PACIFIC LEASING**

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

By:   
Name: Courtney A. Williams  
Title: President and COO

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

By:   
Name: Ed Weber  
Title: President

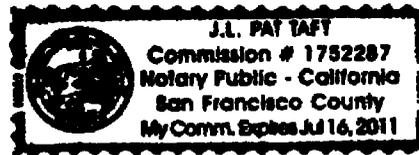
STATE OF CALIFORNIA            )  
  ) S.S.  
COUNTY OF SAN FRANCISCO    )

On March 24, 2010 before me, J. L. Pat Taft, personally appeared Courtney A. O'H. Williams, President and Chief Operations Officer, who 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.

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.

Signature *J. L. Pat Taft* (Seal)



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

On March 11, 2010 before me, Carla L. Miller, personally appeared Ed Weber, President, who 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.

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)

