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HELM FINANCIAL CORPORATION

SURFACE TRANSPORTATION BOARD
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June 10, 2010

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

RE: Full Termination of Lease dated as of June 9, 2010 by Helm Financial Corporation ("Full 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 Full 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 27863.

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

Lessor: Helm Financial Corporation
505 Sansome Street, Suite 1800
San Francisco, CA 94111

Lessee: Midwest Trans-Load, LLC
7808 Bangert Lane
Edwardsville, IL 62025

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

1 GP38-3 Locomotive: HLCX 1001

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

Full Termination of Lease of Railroad Equipment

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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FULL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

THIS FULL TERMINATION OF LEASE ("Termination") is dated as of June 9, 2010 by **HELM FINANCIAL CORPORATION**, a California corporation ("Lessor").

RECITALS:

WHEREAS, Lessor and Midwest Trans-Load, LLC ("Lessee") were parties to that certain Locomotive Lease Agreement dated as of March 30, 2009 ("Lease"), whereby Lessor agreed to lease to Lessee and Lessee agreed to lease from Lessor the GP3803 locomotive bearing the reporting mark and number HLCX 1001;

WHEREAS, the Lease was recorded with the Surface Transportation Board on April 2, 2009 at 11:14 AM and assigned Recordation No. 27863;

WHEREAS, the Lease between Lessor and Lessee has been terminated;

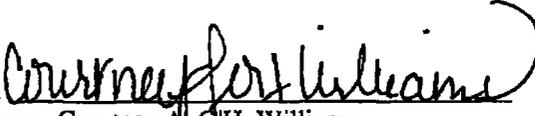
WHEREAS, Lessor desires to execute this Termination to evidence for the public record the termination of the Lease.

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

1. **Full Termination of Lease**. Lessor hereby declares for the public record that the Lease filed under STB Recordation No. 27863 is hereby formally terminated.

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

HELM FINANCIAL CORPORATION

By: 
Name: Courtney A. O'H. Williams
Title: President and COO

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

On June 10th, 2010 before me, J. L. Pat Taft, Executive Assistant, personally appeared Courtney A.O.H. Williams, President and COO of Helm Financial Corporation, 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)

