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SURFACE TRANSPORTATION BOARD

HELM-PACIFIC LEASING

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

415/398-4510

FAX 415/398-4816

June 29, 2010

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

RE: Full Termination of Lease dated as of June 8, 2010 by Helm-Pacific Leasing ("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 22155.

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

<u>Lessor:</u>	Helm-Pacific Leasing 505 Sansome Street, Suite 1800 San Francisco, CA 94111
<u>Lessee:</u>	Alaska Railroad Company 327 West Ship Creek Avenue Anchorage, AK 99501

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

79 Open Top Hopper Railcars: TNM 20000-20104 (Not Inclusive)

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

Full 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

FULL TERMINATION OF LEASE

THIS FULL TERMINATION OF LEASE ("Termination") is dated as of June 8, 2010 by HELM-PACIFIC LEASING, a Nebraska general partnership ("Lessor").

RECITALS:

WHEREAS, Lessor and Alaska Railroad Company ("Lessee") were parties to that certain Net Lease Agreement dated as of November 1, 1998 ("Lease"), whereby Lessor agreed to lease to Lessee and Lessee agreed to lease from Lessor the seventy-nine (79) open top hopper railcars as described in Schedule A attached hereto;

WHEREAS, the Lease (or memorandum thereof) was recorded with the Surface Transportation Board on May 4, 1999 at 12:30 PM and assigned Recordation No. 22155;

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:

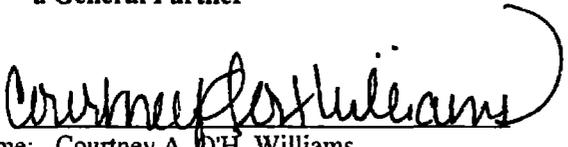
- 1. **Full Termination of Lease.** Lessor hereby declares for the public record that the Lease filed under STB Recordation No. 22155 is hereby formally terminated.

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-PACIFIC LEASING

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

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

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

By: 
 Name: Ed Weber
 Title: President

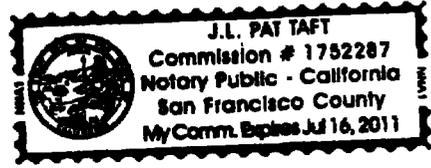
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

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



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

On June 18, 2010 before me, Carla 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 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)



SCHEDULE A

To the Full Termination of Lease dated as of June 8, 2010 by Helm-Pacific Leasing

Description of Units: Seventy-nine (79), four compartment, 100-ton, 3.610 cubic foot, open top hopper railcars with 45 degree slope sheets; manufactured by Trinity Railcar in 1990.

	Mark	Number		Mark	Number
1	TNM	20000	41	TNM	20051
2	TNM	20001	42	TNM	20053
3	TNM	20003	43	TNM	20054
4	TNM	20004	44	TNM	20055
5	TNM	20008	45	TNM	20056
6	TNM	20009	46	TNM	20057
7	TNM	20010	47	TNM	20058
8	TNM	20011	48	TNM	20059
9	TNM	20012	49	TNM	20060
10	TNM	20013	50	TNM	20061
11	TNM	20015	51	TNM	20062
12	TNM	20016	52	TNM	20063
13	TNM	20017	53	TNM	20064
14	TNM	20018	54	TNM	20065
15	TNM	20021	55	TNM	20067
16	TNM	20022	56	TNM	20068
17	TNM	20023	57	TNM	20069
18	TNM	20024	58	TNM	20072
19	TNM	20025	59	TNM	20074
20	TNM	20026	60	TNM	20075
21	TNM	20027	61	TNM	20076
22	TNM	20029	62	TNM	20077
23	TNM	20030	63	TNM	20078
24	TNM	20031	64	TNM	20079
25	TNM	20032	65	TNM	20080
26	TNM	20033	66	TNM	20082
27	TNM	20034	67	TNM	20083
28	TNM	20035	68	TNM	20084
29	TNM	20036	69	TNM	20085
30	TNM	20037	70	TNM	20088
31	TNM	20038	71	TNM	20093
32	TNM	20039	72	TNM	20094
33	TNM	20040	73	TNM	20095
34	TNM	20043	74	TNM	20096
35	TNM	20045	75	TNM	20098
36	TNM	20046	76	TNM	20099
37	TNM	20047	77	TNM	20100
38	TNM	20048	78	TNM	20103
39	TNM	20049	79	TNM	20104
40	TNM	20050			