

RECORDATION NO. 25701 FILED ^{HHk}

JUN 01 '11 -3 45 PM

SURFACE TRANSPORTATION BOARD

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June 1, 2011

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

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice, dated June 1, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document is a complete release and relates to the Memorandum of Guarantee and Collateral and Intercreditor Agreement previously filed with the Board under Recordation Number 25701.

The name and address of the party to the enclosed document are:

Collateral Agent Credit Suisse AG, Cayman Islands Branch
11 Madison Avenue
New York, NY 10010

[Loan Parties Orient Express Acquisition Company
Long Haul Holding Corp.
Helm Financial Corporation
Helm Locomotive Leasing Corporation
505 Sansome Street, Suite 1800
San Francisco, CA 94111]

Chief
Section of Administration
June 1, 2011
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A description of the railroad equipment covered by the enclosed document is.

All autoracks, railcars, locomotives and other rolling stock owned by the Loan Parties are RELEASED.

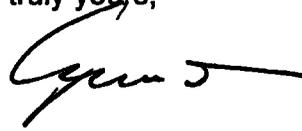
A short summary of the document to appear in the index is:

Notice.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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CREDIT SUISSE AG
Eleven Madison Avenue
New York, New York 10010

SURFACE TRANSPORTATION BOARD

June 1, 2011

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

Re: *Helm Financial Corporation*

Ladies and Gentlemen:

This letter will confirm that the Memorandum of Guarantee and Collateral and Intercreditor Agreement filed with the Surface Transportation Board on July 8, 2005 under recordation number 25701 has been terminated and the security interest thereunder has been released.

Very truly yours,

**CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH, AS COLLATERAL AGENT,**

by



Name: Bill O'Daly
Title: Director

by



Name: Sanja Gazdhi
Title: Associate

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STATE OF NEW YORK)
) SS
COUNTY OF NEW YORK)

On this 1st day of June, 2011, before me personally appeared Bill O'Daly and Sanja Gazahi, to me personally known, who being by me duly sworn, say that he is Director and Associate of CREDIT SUISSE AG, that said Letter was signed on such date on behalf of said corporation, and he acknowledged that the execution of the foregoing Letter was the free act and deed of said corporation.

MARJORIE E. BULL
NOTARY PUBLIC, State Of New York
No. 01BU6055282
Qualified In New York County
Commission Expires February 20, 2015



NOTARY PUBLIC

[NOTARIAL SEAL]

My commission expires: February 20, 2015

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/1/11



Robert W Alvord