

HELM FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111
415/398-4510 FAX 415/398-4816

June 14, 2000

RECORDATION NO. **22046-A** FILED

Mr. Vernon Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

JUN 19 '00 3-33 PM
7s
SURFACE TRANSPORTATION BOARD



RE: Termination of Lease dated June 9, 2000 ("**Termination**") by Helm Financial Corporation ("**Lessor**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

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

Name and Address of Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

Name and Address of Lessee: American Electric Power Service Corporation
One Memorial Drive
Lancaster, OH 43130

Equipment: One hundred fifteen (115) railcars as more fully described in Schedule A attached hereto.

Previous STB Filing: Memorandum of Full Maintenance Lease Agreement filed March 3, 1999 at 10:00 a.m. under Recordation No. **22046**.

Please file this Termination as a supplementary document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

Yours truly,

Alison Drain
Alison Drain
Document Administrator

/ad
Enclosures (2)

RECEIVED
SURFACE TRANSPORTATION BOARD
JUN 19 12:43 PM '00
OFFICE OF THE
SECRETARY
MANAGEMENT UNIT

RS

TERMINATION OF LEASE

JUN 19 '00

3-33 PM

SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is dated as of June 9, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

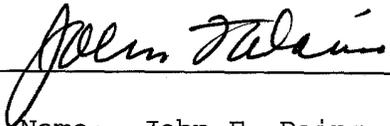
1. Recitals. Lessor entered into the Full Maintenance Lease Agreement dated as of November 13, 1998 ("**Lease**") with American Electric Power Service Corporation, a New York corporation, with respect to the one hundred fifteen (115) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. 22046 filed on March 3, 1999 at 10:00 a.m..

The Lease was terminated as of March 31, 1999. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease is hereby formally terminated.

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

HELM FINANCIAL CORPORATION

ad) By: 

Print Name: John F. Dains

Title: Senior Vice President & CFO

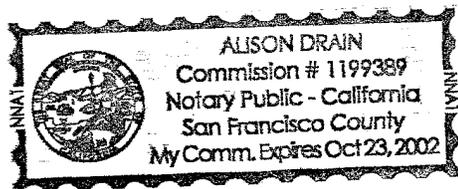
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On June 16th, 2000, before me, Alison Drain, personally appeared John F. Dains, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

___ 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.



Witness my hand and official seal.

Alison Drain

SIGNATURE OF THE NOTARY

[Notarial Seal]

ad

SCHEDULE A

To the Termination of Full Maintenance Lease Agreement dated June 9, 2000

Description of the Units:

One hundred eight (108), 4000 cubic foot, flat bottom, steel, rotary coupled, open top gondola railcars built by Thrall Car in 1981.

1	HLMX	145416	40	HLMX	145455	79	HLMX	145494
2	HLMX	145417	41	HLMX	145456	80	HLMX	145495
3	HLMX	145418	42	HLMX	145457	81	HLMX	145496
4	HLMX	145419	43	HLMX	145458	82	HLMX	145497
5	HLMX	145420	44	HLMX	145459	83	HLMX	145498
6	HLMX	145421	45	HLMX	145460	84	HLMX	145499
7	HLMX	145422	46	HLMX	145461	85	HLMX	145500
8	HLMX	145423	47	HLMX	145462	86	HLMX	145501
9	HLMX	145424	48	HLMX	145463	87	HLMX	145502
10	HLMX	145425	49	HLMX	145464	88	HLMX	145503
11	HLMX	145426	50	HLMX	145465	89	HLMX	145504
12	HLMX	145427	51	HLMX	145466	90	HLMX	145505
13	HLMX	145428	52	HLMX	145467	91	HLMX	145506
14	HLMX	145429	53	HLMX	145468	92	HLMX	145507
15	HLMX	145430	54	HLMX	145469	93	HLMX	145508
16	HLMX	145431	55	HLMX	145470	94	HLMX	145509
17	HLMX	145432	56	HLMX	145471	95	HLMX	145510
18	HLMX	145433	57	HLMX	145472	96	HLMX	145511
19	HLMX	145434	58	HLMX	145473	97	HLMX	145512
20	HLMX	145435	59	HLMX	145474	98	HLMX	145513
21	HLMX	145436	60	HLMX	145475	99	HLMX	145514
22	HLMX	145437	61	HLMX	145476	100	HLMX	145515
23	HLMX	145438	62	HLMX	145477	101	HLMX	145516
24	HLMX	145439	63	HLMX	145478	102	HLMX	145517
25	HLMX	145440	64	HLMX	145479	103	HLMX	145518
26	HLMX	145441	65	HLMX	145480	104	HLMX	145519
27	HLMX	145442	66	HLMX	145481	105	HLMX	145520
28	HLMX	145443	67	HLMX	145482	106	HLMX	145521
29	HLMX	145444	68	HLMX	145483	107	HLMX	145522
30	HLMX	145445	69	HLMX	145484	108	HLMX	145523
31	HLMX	145446	70	HLMX	145485			
32	HLMX	145447	71	HLMX	145486			
33	HLMX	145448	72	HLMX	145487			
34	HLMX	145449	73	HLMX	145488			
35	HLMX	145450	74	HLMX	145489			
36	HLMX	145451	75	HLMX	145490			
37	HLMX	145452	76	HLMX	145491			
38	HLMX	145453	77	HLMX	145492			
39	HLMX	145454	78	HLMX	145493			

Description of the Units:

Seven (7), 4000 cubic foot, "Coal Porter", steel rotary coupled open top gondola railcars built by Bethlehem Steel in 1981

1	HLMX	141130	5	GSNX	435
2	GSNX	185	6	GSNX	460
3	GSNX	289	7	SFIX	923
4	GSNX	291			