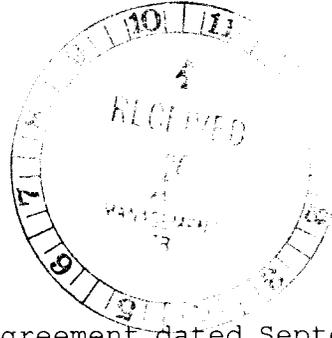


HELM FINANCIAL CORPORATION

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

September 13, 2000

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



RE: Termination of Full Maintenance Lease Agreement dated September 13, 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 the 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: Public Service Company of Colorado
c/o New Century Energies
600 South Tyler
Amarillo, TX 79101

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

Termination of Full Maintenance Lease Agreement dated September 13, 2000, between Helm Financial Corporation as Lessor and Public Service Company of Colorado as Lessee covering 115 railcars within the series HLMX 147000 - 147097, HJVX 140284, 140309, 140561 and HLMX 140961 - 141016 (ns).

Please file this Termination as a supplementary document to Recordation No. **21419** filed on May 18, 1998 at 11:00 a.m. 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)

RECORDATION NO. 21419-A FILED

SEP 26 '00 1-22 PM

SURFACE TRANSPORTATION BOARD

SEP 26 11 32 AM '00
RECEIVED
SURFACE TRANSPORTATION
BOARD

TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT

THIS TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT ("Termination") is dated September 13, 2000 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

1. **Recitals.** Lessor entered into the Full Maintenance Lease Agreement dated as of January 2, 1998 ("Lease"), with PUBLIC SERVICE COMPANY OF COLORADO, a Colorado corporation, with respect to the one hundred fifteen (115) railcars more fully 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. 21419 filed on May 18, 1998 at 11:00 a.m.

The Lease was terminated as of January 31, 2000. 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

By: John F. Dains

Print Name: John F. Dains

Title: Senior Vice President & CFO

RECORDATION NO. 21419-A FILED

SEP 26 '00 1-22 PM

SURFACE TRANSPORTATION BOARD

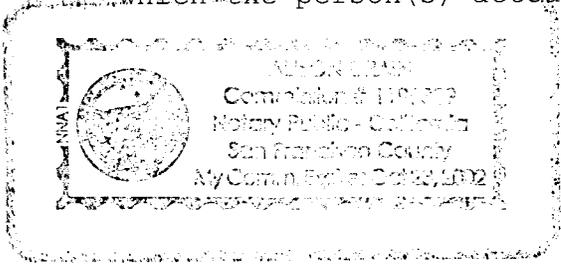
STATE OF CALIFORNIA)
) S.S.
COUNTY OF SAN FRANCISCO)

On September 25, 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.



[Notarial Seal]

Witness my hand and official seal.

Alison Drain
SIGNATURE OF THE NOTARY

SCHEDULE A

To the Termination of Full Maintenance Lease Agreement dated September 13, 2000.

THE UNITS

Equipment Description:

Ninety-eight (98), 4,200 cubic foot, 105-ton capacity, steel, open top, single tub, western coal gondola railcars with rotary couplers; built by FMC Corporation in 1979 and 1980.

Unit Numbers:

HLMX 147000-147097

Equipment Description:

Seventeen (17), 4,000 cubic foot, 105-ton capacity, steel, open top, twin tub, western coal gondola railcars with rotary couplers; built by Bethlehem Steel Corporation in 1980.

Unit Numbers:

HJVX 140284, 140309, 140561 .
HLMX 140961, 140967, 140969, 140970, 140971, 140972, 141006, 141007,
141008, 141009, 141010, 141013, 141015, 141016