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FILED FOR RECORD
SKAMANIA CO. WASH
BY SKAMANIA CO. TITLE

FEB 17 11 40 AM '88

AUDITOR
GARY M. OLSON

Deed of Release of Resource Properties

Prior Lien Mortgage

Release No. 17123

THIS INDENTURE, made this first day of February, 1988, between BANKERS TRUST COMPANY, a corporation organized under the laws of the State of New York, Trustee, hereinafter called "the Trustee", and BURLINGTON NORTHERN RAILROAD COMPANY (successor by merger to Northern Pacific Railway Company), hereinafter called "the Railroad", a corporation organized under the laws of the State of Delaware,

WITNESSETH:

WHEREAS, the Northern Pacific Railway Company (which succeeded to lands and rights to lands granted by Congress to Northern Pacific Railroad Company, a corporation created and existing by and under an act of Congress of the United States of America, entitled "An Act granting Lands to aid in Construction of a Railroad and Telegraph Line from Lake Superior to Puget's Sound, on the Pacific Coast, by the Northern Route", approved July 2, 1864) in and by a certain mortgage (the "Prior Lien Mortgage") bearing date the tenth day of November, A.D., 1896, did mortgage unto The Mercantile Trust Company, as Trustee, certain railways and other property including the properties hereinafter described, which mortgage was given to secure the payment of Prior Lien Railway and Land Grant Bonds of said Northern Pacific Railway Company to

Registered ☒ be issued to an amount not exceeding \$130,000,000; and

Indexed ☒
Indirect ☒
Filed ☒
Mailed ☒

WHEREAS, said The Mercantile Trust Company has been merged into and with the Trustee, which has thereby become the corporate successor of said The Mercantile Trust Company, and the Northern Pacific Railway Company, the

mortgagor in said mortgage, did on the eleventh day of October, 1911, duly appoint the Trustee as trustee of said mortgage in the place of and as successor to The Mercantile Trust Company, which it was authorized to do by the terms of said mortgage; and

WHEREAS, on March 2, 1970, the Northern Pacific Railway Company merged into and with Burlington Northern Inc., and by Supplemental Indenture dated March 2, 1970, to said mortgage Burlington Northern Inc. assumed and agreed to be bound by all the covenants and conditions of said mortgage therein agreed to be kept and performed by Northern Pacific Railway Company, and succeeded to and was substituted for Northern Pacific Railway Company in said mortgage; and

WHEREAS, on April 2, 1981, an Agreement of Merger and Plan of Reorganization provided for a change of name from Burlington Northern Inc. to Burlington Northern Railroad Company; and

WHEREAS, by plan announced by the Railroad on April 22, 1985, the Trustee agreed that upon the deposit of certain United States Government securities with the Trustee and the fulfillment of certain other conditions, the Trustee would release from the lien of the Prior Lien Mortgage certain natural resource properties ("Resource Properties"), including the lands hereinafter described; and

WHEREAS, on May 15, 1985, a complaint was filed in the United States District Court for the Southern District of New York, Rievman v. Burlington Northern R.R., No. 85 Civ. 3694 (RLC), seeking, among other things, injunctive relief against implementation of the announced plan and release of the Resource Properties from the lien of the Prior Lien Mortgage; and

WHEREAS, on June 21, 1985 said action was certified as a class action pursuant to Rules 23(b)(1)(A) and 23(b)(2) of the Federal Rules of Civil Procedure, thereby binding all holders of Bonds and coupons outstanding under the Prior Lien Mortgage by any judgment entered therein; and

WHEREAS, said litigation has been concluded by Stipulation and Agreement of Settlement executed April 27, 1987, by Order and Final Judgment filed December 2, 1987, and by Stipulation and Order of Dismissal filed January 12, 1988, wherein the Trustee was directed to perform certain acts including execution of Deeds of Release of Resource Properties including this Deed of Release of Resource Properties covering lands hereinafter described;

NOW THEREFORE, this indenture Witnesseth that the Trustee, in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency whereof are hereby acknowledged, does hereby forever release and discharge from the lien of the Prior Lien Mortgage and all supplements thereto all of its right, title, estate and interest, as trustee under the Prior Lien Mortgage, in and to the properties situated in the County of Skamania, State of Washington described in Exhibit A hereto; provided that Burlington Northern Railroad Company agrees to record such documents and instruments as it deems necessary to effect such release of record.

TO HAVE AND HOLD the properties described in Exhibit A unto the Railroad, its successors and assigns, free and clear and discharged of and from all liens and claims under the Prior Lien Mortgage. The recitals herein are to be taken only as recitals made by the Railroad and not by the Trustee. Nothing herein contained shall in any way affect, alter or diminish the liens or encumbrances of the Prior Lien Mortgage on any of the properties covered thereby which are not hereby specifically released and shall not in any way affect, alter or diminish the liens and encumbrances of the Prior Lien

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Mortgage on the lines of railway and the right of way and land required in the operation of the lines of railway subject to the lien of the Prior Lien Mortgage. This release is executed by the Trustee without covenants or warranties, either expressed or implied, and shall be without recourse against the Trustee in any event whatsoever.

IN WITNESS WHEREOF, Bankers Trust Company and Burlington Northern Railroad Company have each caused this indenture to be signed and acknowledged or approved by one of their Presidents, Vice Presidents, Assistant Vice Presidents, or in the case of Bankers Trust Company only, one of its Senior Trust Officers or Trust Officers, and have caused their respective corporate seals to be hereunto affixed, and the same to be attested by the signature of one of their Assistant Vice Presidents, Secretaries or Assistant Secretaries, or in the case of Bankers Trust Company only, one of its Trust Officers, all as of the date and year first above written.

BANKERS TRUST COMPANY,
Trustee,

by *[Signature]*
VICE PRESIDENT

ATTEST:

by *[Signature]*
ASSISTANT SECRETARY

Signed, sealed and delivered
on behalf of Bankers Trust
Company, as Trustee, in
presence of:

[Signature]
Bruce Z. Bismar



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BURLINGTON NORTHERN RAILROAD
COMPANY,

by [Signature]
Vice President

ATTEST:

by [Signature]
Assistant Secretary

Signed, sealed and delivered
on behalf of Burlington
Northern Railroad Company
in presence of:

[Signature]
[Signature]

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.

On this 29th day of January, 1988, before me personally
appeared ERIC W. M. YEE, to me personally known, who, being by me
duly sworn, did say that he is the VICE PRESIDENT of Bankers Trust
Company, the corporation described in and who executed the foregoing
instrument; that he knows the seal of said corporation; that the seal affixed
to said instrument is such corporate seal; that it was so affixed by authority
of the Board of Directors of said corporation, and that he signed his name
thereto by like authority, and he acknowledged said instrument to be the free
act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, the day and year last aforesaid.

[Signature]

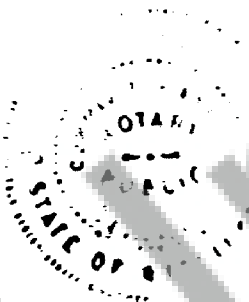
Notary Public

DARRYL J. ALLEN
Notary Public, State of New York
No. 03-4887409
Qualified in Bronx County
Certificate filed in New York County
Commission Expires March 23, 1989

STATE OF WASHINGTON)
COUNTY OF KING) ss.

On this 25th day of January, 1988, before me personally appeared J. H. ILKKA and ANITA D. WELLS, to me known to be the Vice President and Assistant Secretary, respectively, of Burlington Northern Railroad Company, the corporation which executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation for the uses and purposes therein mentioned, and on oath stated that they were authorized to execute said instrument and that the seal affixed is the corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.



James B. Daniels
Notary Public
My Commission Expires May 21, 1990

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EXHIBIT A

SKAMANIA COUNTY

WA

MINERAL

SECTION	TWP	RGE	DESCRIPTION
25	7 N	5 E	LOTS 2, 7, 8
27	7 N	5 E	LOTS 4, 5
29	7 N	5 E	LOTS 1, 2, PART OF LOT 9
21	8 N	5 E	ALL
23	8 N	5 E	ALL
25	8 N	5 E	ALL
27	8 N	5 E	ALL
29	8 N	5 E	ALL
31	8 N	5 E	ALL FRL.
33	8 N	5 E	ALL
35	8 N	5 E	ALL
25	9 N	5 E	ALL
35	10 N	5 E	E1/2
01	7 N	6 E	LOTS 1, 2, 3, S1/2NE1/4, N1/2SE1/4
27	7 N	6 E	PART SE1/4SE1/4 LYING SOUTH OF SOUTHERLY RIGHT OF WAY LEWIS RIVER ROAD
29	7 N	6 E	THAT PART OF SW1/4NW1/4, S1/2 LYING BELOW 1000 FT ELEVATION, U.S.G.S. DATUM PLANE.
31	7 N	6 E	LOTS 1, 2, 3, 4, 5, 6, THAT PART OF LOTS 7 & 8 LYING BELOW THE 1000 FT ELEVATION, U.S.G.S. DATUM PLANE.
33	7 N	6 E	LOTS 3, 4, 5, 6, SE1/4NE1/4, NW1/4SW1/4, THAT PART OF LOTS 1, 2, 7, 8, 9, N1/2NE1/4, S1/2SW1/4, SW1/4SE1/4 LYING BELOW 1000 FT ELEVATION, U.S.G.S. DATUM PLANE.
35	7 N	6 E	LOTS 2, 3, 4, PART OF LOTS 1, 5, 6, 7 AND SW1/4SW1/4 LYING BELOW 1000 FT ELEVATION U.S.G.S. DATUM PLANE.
05	8 N	6 E	ALL FRL.
07	8 N	6 E	ALL FRL.

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RELEASE NO. 17123

EXHIBIT A

SKAMANIA COUNTY

WA

MINERAL

SECTION	TWP	RGE	DESCRIPTION
09	8 N	6 E	ALL
15	8 N	6 E	W1/2
17	8 N	6 E	ALL
19	8 N	6 E	ALL FRL.
21	8 N	6 E	ALL
27	8 N	6 E	W1/2
29	8 N	6 E	ALL
31	8 N	6 E	ALL FRL.
33	8 N	6 E	ALL
05	9 N	6 E	FRL. E1/2NE1/4, SE1/4
09	9 N	6 E	ALL
17	9 N	6 E	ALL
21	9 N	6 E	ALL
29	9 N	6 E	ALL
31	9 N	6 E	ALL FRL.
33	9 N	6 E	ALL
05	10 N	6 E	ALL FRL
09	10 N	6 E	NW1/4, E1/2SW1/4