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BOOK 248 PAGE 1

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SKAMANIA COUNTY
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G. Lowry
J. MICHAEL GALVISON

AFTER RECORDING RETURN TO:
Jed W. Clawson
LandAmerica NCS
1850 N. Central Avenue, Suite 300
Phoenix, AZ 85004

REAL ESTATE EXCISE TAX
N/A

CITIBANK, N.A.

AUG - 6 2003

Trustee

PAYEE N/A
Vickie Clelland Pop-
SKAMANIA COUNTY TREASURER

to

THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY

INSTRUMENT OF RELEASE AND SATISFACTION
of
GREAT NORTHERN RAILWAY COMPANY
GENERAL GOLD BOND MORTGAGE

Exhibit
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address
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checked

Dated January 1, 1921

Dated as of January 1, 2003

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WHEREAS, The Burlington Northern and Santa Fe Railway Company, a Delaware Corporation, formerly Burlington Northern Railroad Company and prior to that, Burlington Northern Inc., corporate successor in interest and title by merger to Great Northern Railway Company (hereinafter called the "Company"), and Citibank, N.A., formerly The First National Bank of the City of New York, as Trustee, are parties to that certain Great Northern Railway Company General Gold Bond Mortgage dated January 1, 1921, as amended by Supplemental Indentures, dated, respectively, March 19, 1936, as of January 1, 1937, April 18, 1944, as of July 1, 1944, March 20, 1945, July 1, 1945, two supplements as of January 1, 1946, as of July 2, 1953, as of September 1, 1954, two supplements as of March 2, 1970, as of July 1, 1970, as of January 1, 1971, as of January 1, 1974, as of July 1, 1975, as of January 1, 1978, as of July 1, 1980, as of May 14, 1981, as of December 31, 1981, as of December 31, 1982, as of January 29, 1986, as of November 20, 1987, as of December 22, 1992, and as of December 31, 1996, under which General Gold Bond Mortgage Bonds of several series have been issued;

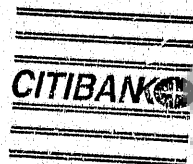
WHEREAS, Great Northern Railway Company General Mortgage 2.625% Gold Bonds, Series Q, due January 1, 2010 were the only issue of bonds outstanding in the hands of the public and the Company has effected the early redemption of the same by depositing in trust with U. S. Bank Trust National Association 100 1/8% of the principal amount owing on the Series Q Bonds and the interest owing thereon and has paid or caused to be paid all other sums payable by it under the Great Northern Railway Company General Gold Bond Mortgage;

WHEREAS, the Great Northern Railway Company General Mortgage 9 1/2% Gold Bonds, Series S, due January 1, 2010, the Great Northern Railway Company General Mortgage 8 1/2% Gold Bonds, Series T, due January 1, 2010, the Great Northern Railway Company General Mortgage 8.6% Gold Bonds, Series U, due January 1, 2010, the Great Northern Railway Company General Mortgage 9 1/4% Gold Bonds, Series V, due January 1, 2010, General Mortgage 9 1/4% Gold Bonds, Series W, due January 1, 2010 and the Great Northern Railway Company General Mortgage 12 7/8% Gold Bonds, Series X, due January 1, 2010, have been released as security for other obligations and the same have been set aside for cancellation.

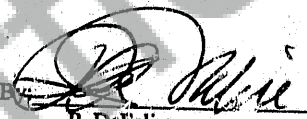
NOW THEREFORE, in consideration of the premises and of the sum of ten dollars (\$10.00) to the Trustee duly paid by the Company at or before the execution of this instrument, receipt of

which is hereby acknowledged, the Trustee pursuant to the provisions of the Great Northern Railway Company General Gold Bond Mortgage, does hereby acknowledge that said General Gold Bond Mortgage is canceled, satisfied, released and discharged; does hereby assign, convey, transfer and deliver to the Company, its successors and assigns, all the estate, right, title and interest of the Trustee in and to the property rights, and interest conveyed, assigned and pledged to the Trustee under the Great Northern Railway Company General Gold Bond Mortgage subject to any existing liens not created by the Great Northern Railway Company General Gold Bond Mortgage; does hereby authorize the recording of this Instrument of Release and Satisfaction and any other such document in all offices as shall be necessary to remove the lien of said Great Northern Railway Company General Gold Bond Mortgage; and further, does hereby agree to do such other acts and things that shall be necessary to vest in The Burlington Northern and Santa Fe Railway Company title, subject to any existing liens, not created by the Great Northern Railway Company General Gold Bond Mortgage, in and to the property, right and interest, conveyed, assigned and pledged to the Trustee under the Great Northern Railway Company General Gold Bond Mortgage.


IN WITNESS WHEREOF, Citibank, N.A., formerly The First National Bank of the City of New York, Trustee, has caused this instrument to be signed, and its corporate seal to be hereunto affixed, by one of its Vice Presidents and to be attested by one of its authorized officers all as of the 1st day of January 2003.



CITIBANK, N.A.

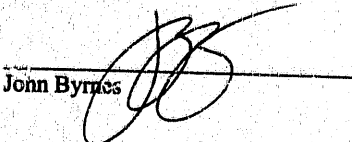

P. DeFelice,
Vice President

Attest:


Nancy Forte
Assistant Vice President

Signed, sealed and acknowledged by Citibank, N.A. as Trustee in the presence of:


Robert Kirchner


John Byrnes

STATE OF NEW YORK

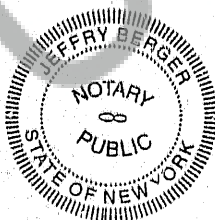
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CITY AND COUNTY OF NEW YORK

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On this 29th day of January, 2003, before me, Jeffry Berger, a duly authorized Notary Public in said City and County in the State aforesaid, personally appeared P. DeFelice and Nancy Forte, to me known to be a Vice President and an Assistant Vice President, respectively, of Citibank, N.A., a national banking association organized and existing under the laws of the United States of America, the association that executed the within and foregoing instrument; and the said P. DeFelice and Nancy Forte acknowledged the said instrument to be the free and voluntary act and deed of said association for the uses and purposes therein mentioned and on oath stated that they were authorized to execute said instrument and that the seal thereto is the seal of said association.

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



Jeffry Berger
Notary Public

JEFFRY BERGER
Notary Public, State Of New York
No. 01BE5015814
Qualified in Kings County
Commission Expires July 26, 2005

Mortgage registration tax due hereon: none.

Unless otherwise directed by The Burlington Northern and Santa Fe Railway Company, real property taxes for the real property of The Burlington Northern and Santa Fe Railway Company, should be sent to:

Alec Vincent, Director of Taxes
The Burlington Northern and Santa Fe Railway Company
2500 Lou Menk Drive
Fort Worth, Texas 76131

Addresses of the parties to the foregoing instrument:

The Burlington Northern and Santa Fe Railway Company
Attn: Craig N. Smetko
2500 Lou Menk Drive
Fort Worth, Texas 76131

Citibank, N.A., as Trustee, Corporate Trust Office
111 Wall Street-14th Floor
New York, New York 10005

Prepared by:

The Burlington Northern and Santa Fe Railway Company
Attn: Craig N. Smetko
2500 Lou Menk Drive
Fort Worth, Texas 76131
(817)-352-3465