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PARTIAL RELEASE BY

MORGAN GUARANTY TRUST COMPANY OF NEW YORK

AS CORPORATE TRUSTEE

TO



PACIFICORP

(FORMERLY PACIFIC POWER & LIGHT COMPANY)

FROM LIEN OF MORTGAGE AND DEED OF TRUST

AS AMENDED AND SUPPLEMENTED

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS PacifiCorp, formerly known as Pacific Power & Light Company, (hereinafter called the Company), a corporation of the State of Maine, executed a certain Mortgage and Deed of Trust to Guaranty Trust Company of New York (now Morgan Guaranty Trust Company of New York), and Oliver R. Brooks (R. E. Sparrow, successor), as Trustees, dated as of July 1, 1947, as amended and supplemented (hereinafter called the Mortgage), and the property hereinafter described is owned by the Company and is subject to the lien of the Mortgage; and

WHEREAS it has been represented to Morgan Guaranty Trust Company of New York, Corporate Trustee under the Mortgage, that the Company is not in default in the payment of the interest on any bonds now outstanding under the Mortgage, and that none of the Defaults defined in Section 65 of the Mortgage has occurred and is continuing; and

WHEREAS, pursuant to the provisions of Section 59 of the Mortgage, the Company has requested the Corporate Trustee to release the property hereinafter described from the lien of the Mortgage, and has furnished Morgan Guaranty Trust Company of New York, as Corporate Trustee, with (a) Certified

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Copies of Resolutions of the Electric Operations Board (a duly authorized committee of the Board of Directors of the Company), (b) Officers' Certificate, (c) Engineer's Certificate, (d) Further Engineer's Certificate, and (e) Opinion of Counsel, all as required by the provisions of said Section 59;

NOW, THEREFORE, Morgan Guaranty Trust Company of New York, in consideration of the premises and pursuant to the authority vested in it as Corporate Trustee under the Mortgage to the date of the recording of this instrument of release, does hereby release, remise and quitclaim unto the Company, its successors and assigns, all the right, title, and interest of such Trustees in and to the property situated in Skamania County in the State of Washington, more fully described in Exhibit A attached hereto.

TO HAVE AND TO HOLD the said property hereby released and remised to the Company, its successors and assigns, to its and their own proper use, benefit, and behoof forever, free, clear and discharged of and from all liens and claims under and by virtue of the Mortgage.

PROVIDED, HOWEVER, that nothing herein contained shall be construed to affect the residue of the security held by Morgan Guaranty Trust Company of New York and R. E. Sparrow, Trustees as aforesaid, by virtue of the Mortgage, or to release the payment of any part of the moneys, principal and interest, thereby secured that may now remain unpaid,

The recitals made herein are to be taken only as recitals made by the Company and not by said Trustees. The reservations and exceptions, if any, set forth in said Exhibit A are intended to be for the benefit of said Trustees as well as the Company and the lien of the Mortgage on the rights and interests so reserved and excepted, if any, are not released.

This release is made by said Trustees without covenants or warranties, either expressed or implied in law or in equity, and shall be without recourse against such Trustees or either of them in any event or in any contingency.

IN WITNESS WHEREOF, Morgan Guaranty Trust Company of New York, as Corporate Trustee, has caused its corporate name to be hereunto affixed, and this instrument to be signed and sealed by one of its Vico President and its corporate seal to be attested by one of its Assistant Secretaries, all in the City of New York, New York, on this His day of Corporate, 1965.

MORGAN GUARANTY TRUST COMPANY OF NEW YORK, as Corporate Trustee

(SEAL)

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Assistant Secretary

STATE OF MANUFACTORY SES

COUNTY OF WALLING FILED BY

ENCIFIC COUNTY & LIGHT CO.

OF PORTLAND, OR 97209

AT 1.05 P. CCL. 23 19.25

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STATE OF NEW YORK )
... ) ss
County of New York )

On this day of <u>Croßer</u>, 19 spersonally appeared R. E. Sparron, who, being duly sworn, did say that he is a <u>Vico President</u> of Morgan Guaranty Trust Company of New York, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation, by authority of its Board of Directors; and he acknowledged said instrument to be its voluntary act and deed. Before me:

PUBLUE OF

Notary Public for the State of New York My Commission expires:

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DAVID J. MAY
Notery Public, State of New York
No. 31-4795798
Onalified In New York County 8/17
Commission Expires March 30, 19-67

## EXHIBIT A

County: Skamania

State: Washington

Tract of land in Skamania County, Washington

A parcel of land located in the Northwest Quarter of the Southwest Quarter (NW4SW4) of Section 23, Township 3 North, Range 10 East, W.M., in Skamania County, Washington, described as follows:

Beginning at the quarter corner between Sections 22 and

23, Township 3 North, Range 10 East, W.M.;

thence South 41° 38' 44" East 967.46 feet to a U.S.E.D. brass monument marking the centerline of a certain alley in the original townsite of the Town of Underwood, Washington:

thence South 1° 03' 19" West 42.5 feet along the west oline of the Southeast Quarter of the Northwest Quarter of the Southwest Quarter (SEANWASWA) of Section 23 to the

true point of beginning of this description; thence North 69° 26' 00" East 82,12 feet to a point on the arc of a 260 foot radius curve, the radial line of which bears South 61° 25' 18" East, said point being on the northwesterly right-of-way of Cook-Underwood Road, County Road No. 93041;

thence following said arc 88,90 feet in a southwesterly direction along the said northwesterly right-of-way line;

thence along said right-of-way line South 8° 59' 20" West 15 feet more or less to its intersection with the ... northerly right-of-way line of State Highway No. 14;

thence along said northerly right-of-way line northwesterly to its intersection with the west line of the Southeast Quarter of the Northwest Quarter of the South- ... west Quarter (SEKNWKSWK) of Section 23;

thence North 1° 03' 19" East 63 feet more or less along

said west line to the true point of beginning,