

BEFORE THE  
SURFACE TRANSPORTATION BOARD



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STB DOCKET NO. AB-290 (Sub- No. 237X)

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NORFOLK SOUTHERN RAILWAY COMPANY  
PETITION FOR EXEMPTION  
ABANDONMENT OF FREIGHT OPERATING RIGHTS AND  
OF RAIL FREIGHT SERVICE  
BETWEEN BALTIMORE, MD AND COCKEYSVILLE, MD  
IN BALTIMORE COUNTY, MARYLAND

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SUPPLEMENT TO  
PETITION TO SET ASIDE AN UNAPPROVED SALE  
OF A LINE OF RAILROAD

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James Riffin  
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Dated: March 27, 2006

Office of Proceedings

Part of  
Public Record

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1. James Riffin ("Riffin"), pursuant to 49 U.S.C. 721, 49 CFR 1117 and other applicable regulations of the Surface Transportation Board ("STB" or "Board"), herewith files this Supplement to Petition to Set Aside an Unapproved Sale of a Line of Railroad, and for reasons states:

2. In paragraph 10 of Riffin's Petition to Set Aside an Unapproved Sale of a Line of Railroad ("Petition"), filed March 20, 2006, Riffin indicated that if Riffin located information indicating the Maryland Department of Transportation ("MDOT") or its agency, the Maryland Transit Administration ("MTA") [formerly the Maryland Mass Transit Administration], was a common carrier prior to May 1, 1990, Riffin would file a supplement to his Petition. Riffin found two public documents [two deeds] wherein the MDOT indicated it was a common carrier by rail prior to May 1, 1990. These documents, and related documents, are appended hereto, and are discussed below.

3. **1982 deed of 190 miles of rail line from Penn Central to MDOT.** On January 8, 1982, the Penn Central Corporation deeded eleven rail lines (approximately 190 miles of rail line) to the MDOT. See **Exhibit A**, attached hereto and made a part hereof. Ten of those rail lines were on the Delmarva Peninsula. One of those rail lines, the Frederick Branch, USRA rail lines 198 and 199, ran from Littlestown, PA to Frederick, MD. This rail line was approximately 30 miles long. Attached hereto as **Exhibit F**, is a Maryland Railroad Map, which depicts rail lines in Maryland as of 1994 (the copyright date of the map), including those lines owned by MDOT.

4. **2006 deed of 30 miles of rail line (Frederick Branch) from MDOT to MMID.** On January 23, 2006, MDOT deeded the Frederick Branch to the Maryland Midland Railroad, a Class III railroad. See **Exhibit B**, attached hereto and made a part hereof (“MMID deed”). On page one of the MMID deed, in paragraph “a,” the following appears:

“a) Grantor reserves a perpetual and exclusive easement for itself, its successors and assigns, **to continue operations and common carrier obligations** over the Property (Grantors Perpetual Easement) from Littlestown, Pennsylvania to North Glade Road in Frederick County, Maryland as described in Schedule ‘A’ attached hereto and made a part hereof.” (Emphasis added.)

5. Riffin would argue the language contained in paragraph ‘a’ of the MMID deed is *prima facie* evidence that the MDOT held itself out as a common carrier when the Frederick Branch was deeded to MDOT in 1982, and continues to hold itself out as a common carrier on that line. See also *City of Austin, TX*, Finance Docket No. 30861 (A), served November 4, 1986, and *Southern Pacific Transportation Company*, Docket No. AB-12 (Sub-No. 139X), decided May 6, 1992, where the Board stated: “In sum, in *City of Austin* and other cases, this agency has made it clear that any party that acquires an active line of railroad acquires the common carrier obligation to provide service over it, even if the purchaser disavows that duty and another party, by agreement with the purchaser, obligates itself to provide service by operating trains on the line.” *Southern Pacific* at 505.

6. In paragraph 'd' of the MMID deed, the following appears:

“d) In the event Grantee, its successors and assigns ceases to operate over the property for a period of two hundred seventy (270) days or more, the property shall be deemed abandoned by the Grantee, its successors or assigns, and title shall revert by operation of law to the Grantor, its successors or assigns.”

7. Riffin would argue the language contained in paragraph 'd' of the MMID deed has the legal effect of making the transfer of the Frederick line **non-permanent**. Riffin would further argue this non-permanent transfer of the line would have the further legal effect of keeping the common carrier rights and obligations vested in the MDOT. See *State of Maine*, ICC Fin. Doc. Nos. 31847, 31829, 8 I.C.C. 2d 835 (1991), and *Orange County Transp. - Exempt. - Atchison, T. & SF. Ry. Co.*, 10 I.C.C. 2d 78, 83-87.

8. **1990 deed from Conrail to MTA (Cockeysville line)**. Riffin obtained a copy of the 1990 deed conveying the Cockeysville Line from Conrail to the MTA. See **Exhibit C**, attached hereto and made a part hereof (“1990 deed”). On page two of the 1990 deed, in a subparagraph '(2),’ the following language appears:

“(2) Grantee by the acceptance of this Instrument, does hereby accept all existing and prospective responsibility for removal and / or restoration costs for any and all railroad bridges and grade crossings and their appurtenances that may be located on the line of railroad herein to be conveyed to the said Grantee, except as provided in the Operating Agreement between Grantor and Grantee.”

9. Riffin would argue vesting all responsibility for the removal and / or restoration costs of all bridges and grade crossings in the MTA Grantee, would vest sufficient maintenance-of-way common carrier obligations in the Grantee, to make the Grantee a common carrier by rail. See *Orange County Transp., supra*, and *Southern Pacific Transportation Company, supra*.

10. Previously, Riffin has argued the 1990 Conrail - MTA conveyance, went beyond milepost UU 13.8. On *folio* 321 of the conveyance is a copy of a valuation map which depicts that portion of the line in the vicinity of milepost UU 13.8. On *folio* 322 of the conveyance is a copy of another valuation map, which clearly indicates the end of the conveyance to the MTA, was in the

vicinity of milepost 16.8, on the south side of the bridge that crossed over Western Run (Bridge No. 16), or as specified on *folio* 307 of the conveyance:

“and continuing to the ENDING at the southerly line of Bridge No. 16 at Railroad Station No. 816 + 86 ... which is south of the Ashland Section in Baltimore County, Maryland.”

11. Permitting abandonment of the line only to milepost UU 13.8, would create a stranded segment from milepost UU 13.8 to milepost UU 16.8. In *Futurex Industries, Inc. v. I.C.C.*, 897 F.2d 866 at 870-873 (7<sup>th</sup> Cir. 1990), the court stated:

“We must, of course, be vigilant to detect and restrain the latter phenomenon [segmentation of a line] should it appear.” Quoted in *Caddo Antoine and Little Missouri R. Co. v. U.S.*, 95 F.3d 740 at 748 (8<sup>th</sup> Cir. 1996).

12. **1991 deed from the Baltimore and Annapolis railroad to the MTA.** On May 10, 1991, the Baltimore and Annapolis railroad deeded 5.78 miles of rail line to the MTA. See **Exhibit D**, attached hereto and made a part hereof. As previously discussed on page 9 of Riffin’s Petition to Set Aside an Unapproved Sale of a Line of Railroad, when the MTA filed a Verified Notice of Exemption to abandon this line of railroad, it stated:

“MTA and Canton are common carriers by railroad subject to 49 U.S.C. Subtitle IV, Chapter 105.”

13. **1997 deed from Conrail to the MTA (Cockeysville Industrial Track).** On April 25, 1997, Conrail deeded to the MTA the line of railroad known as the Cockeysville Industrial Track, which connected to the Cockeysville Line near milepost UU 12.8. See **Exhibit E**, attached hereto and made a part hereof. On *folio* 200 of that deed, in subparagraph (4), the following appears:

“(4) Grantee by the acceptance of this Instrument, does hereby accept all existing and prospective responsibility for maintenance, removal and / or restoration costs for any and all railroad bridges and grade crossings and their appurtenances that may be located on, over or under the Easement;”

14. Riffin would argue vesting all responsibility for the maintenance, removal and / or restoration costs of all bridges and grade crossings in the MTA Grantee, would vest sufficient maintenance-of-way common carrier obligations in the Grantee, to make the Grantee a common carrier by rail. See *Orange County Transp., supra*, and *Southern Pacific Transportation Company, supra*.

15. Riffin would argue the above constitutes *prima facie* evidence that the MDOT / MTA became a common carrier by rail in 1982, when Maryland acquired 190 miles of rail line from Penn Central, and has continued to be a common carrier by rail. Consequently, when the MTA acquired the Cockeyville Line in 1990, this acquisition of rail property was subject to 49 USC § 11323 *et seq.*, as was the subsequent acquisitions of the rail properties of the Baltimore and Annapolis railroad in 1991, and of Conrail's Cockeyville Industrial Track rail properties in 1997; and as was the subsequent conveyance of the Frederick Branch of rail properties from MDOT to the MMID railroad in 2006.

16. In *Redmond-Issaquah R.R. Preserv. v. Surface Transp.*, 223 F.3d 1057 (9<sup>th</sup> Cir. 2000), the court upheld the Board's revocation of an acquisition exemption and order compelling reconveyance of the Redmond-Issaquah line back to the BNSF. In that case, the Board found that the purchaser of the line had misused the Board's procedures. To date, the MDOT / MTA has repeatedly (at least four times) chosen not to follow the Board's procedures regarding the acquisition / consolidation of one carrier's rail property by another rail carrier, and has repeatedly violated the provisions of 49 USC §11323 *et seq.* Riffin would argue totally ignoring the Board's acquisition-of-rail-property procedures is even more egregious than misusing the Board's procedures. (One could argue misusing the Board's procedures would not subject one to the civil penalties contained in 49 USC §11901. On the other hand, anyone violating 49 USC §11323 *et seq.* is liable for a civil penalty of up to \$5,000.)

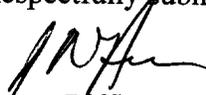
17. WHEREFORE, for the foregoing reasons, given the facts and circumstances presented in this case, Riffin would pray that the Board:

- A. Set aside the 1990 acquisition of that Line of railroad between milepost UU 1.0 and 16.8, which Line of railroad is commonly known as the Cockeysville Line, and which is located in Baltimore City and Baltimore County, Maryland, and Order that the Line be reconveyed back to Conrail; and
- B. Set aside the 1997 acquisition by the MTA of that Line of railroad commonly known as the Cockeysville Industrial Track, and Order that the Line be reconveyed back to Conrail;

18. OR IN THE ALTERNATIVE, pray that the Board order Norfolk Southern to provide the Board with a copy of the Operating Agreement and Purchase Agreements between Conrail and the MTA, so that the Board may decide whether these acquisitions were subject to the jurisdiction of the Board; and

19. For such other and further relief as may be just and equitable.

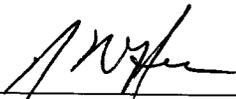
Respectfully submitted,



James Riffin

**CERTIFICATE OF SERVICE**

I hereby certify that on this 27th day of March, 2006, a copy of the foregoing Supplement to Petition to Set Aside an Unapproved Sale of a Line of Railroad, was served by first class mail, postage prepaid, upon James R. Paschall, Senior General Attorney, Norfolk Southern Corporation, Law Department, Three Commercial Place, Norfolk, VA 23510-9241, upon Charles A. Spitulnik, McLeod, Watkinson & Miller, Suite 800, One Massachusetts Avenue, NW, Washington, DC 20001-1401, counsel for the Maryland Transit Administration, and upon Eric Strohmeyer, CNJ Rail Corporation, 833 Carnoustie Drive, Bridgewater, NJ 08807.



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James Riffin

EXHIBIT A

**TABLE OF CONTENTS OF 1982**

**PENN CENTRAL CONVEYANCE TO MDOT**

1. Frederick Branch, USRA Nos. 198 & 199 (Littlestown, PA to Frederick, MD): pp. 13-22

**Delmarva Peninsula rail lines:**

2. Cambridge Branch, USRA No. 168: pp. 10-11

3. Centerville Branch, USRA Nos. 147 & 148: pp. 2 - 4

4. Chestertown Branch, USRA No. 149: pp. 4 - 5

5. Crisfield Branch, USRA No. 163: pp. 22-23

6. Denton Branch, USRA No. 150: pp. 8 - 9

7. Mardela Track, USRA No. 676: pp. 12-13

8. Oxford Secondary Track, USRA No. 169: pp. 5 - 7

9. Preston Industrial Track, USRA No. 152: p. 12

Frederick County: BOOK 1169 PAGE 712

CARROLL County: LIBER 806 PAGE 692

Quitclaim Deed - Maryland

Rec'd for Record Apr 21 1982 at 3<sup>59</sup> PM

THIS DEED made this 8<sup>th</sup> day of January in the year One Thousand Nine Hundred and Eighty-Two (1982),

MAY -4-82 \* 2 725 \*\*\*\*\*93.00

MAY -4-82 A #2 725J\*\*\*\*\*93.00

BY AND BETWEEN THE PENN CENTRAL CORPORATION, a Pennsylvania corporation, (successor to the Penn Central Transportation Company; the Philadelphia Baltimore and Washington Railroad Company; the Delaware Railroad Company; the Baltimore, Chesapeake and Atlantic Railroad Company; the Penndel Company; the York, Hanover and Frederick Railway Company; and the New York, Philadelphia and Norfolk Railroad Company); and BALTIMORE AND EASTERN RAILROAD COMPANY, a Maryland corporation, each having an office at 1700 Market Street, Philadelphia, Pennsylvania 19103, hereinafter referred to as the Grantor, and the STATE OF MARYLAND, to the use of the Maryland Department of Transportation, State Railroad Administration, having offices at the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240, hereinafter referred to as the Grantee;

WITNESSETH: That the said Grantor, for and in consideration of the sum of NINE MILLION TWO HUNDRED NINETY-FIVE THOUSAND DOLLARS (\$9,295,000.00) paid to the said Grantor by said Grantee, as authorized by Maryland's Board of Public Works by its approval on December 2, 1981, as item 35 RP on pages 51 through 56 inclusive, of a purchase agreement dated December 7, 1981, the receipt whereof is hereby confessed and acknowledged, does by these presents, remise, release and quitclaim unto the said Grantee, the successors and assigns of the said Grantee, all its right, title and interest of, in and to the premises described in Schedule "A" attached hereto and made a part hereof.

70.00

RECEIVED  
APR 25 1982  
STATE RAILROAD  
ADMINISTRATION

DEED RECD FEE 23300 #  
#24525 C123 R01 T15:59

## SCHEDULE "A"

ALL THAT PROPERTY situate in Appoquinimink and Blackbird Hundreds, County of New Castle, and State of Delaware, and in the Town of Millington and Massey Election District No. 1 in Kent County and Crompton Election District No. 7, Town of Sudlersville, Dixon's Tavern Election District No. 1, Church Hill Election District No. 2, Ruthsburg Election District No. 6, Town of Centreville and Centreville Election District No. 3, County of Queen Anne and State of Maryland, being all of the right, title and interest of The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant thereto or used in conjunction therewith on and along that portion of the railroad of said The Penn Central Corporation (formerly The Delaware Railroad Company) known as the Centreville Branch, said portion generally being sixty-six feet wide, unless noted otherwise, and described as follows:

BEGINNING at Townsend in said Appoquinimink Hundred, New Castle County, Delaware, at the lateral cut line described on page B-12 of the deed from John C. Kohl, Trustee of the property of The Delaware Railroad Company to Consolidated Rail Corporation, Dated March 29, 1976 and recorded in Deed Book R volume 140 at page 155 and shown on valuation map V1-103;

THENCE extending in a general southwesterly direction, following along said right-of-way of railroad approximately 34.95 miles through the following locations: Vandyke, Golts, Massey, Millington, Sudlersville, Barclay, Roberts, Price, Hayden and Carville, to the northeasterly line of Kidwell Avenue in the Town of Centreville, the place of ending.

EXCEPT the right-of-way at the eastern edge of Delaware 462 at station 134+45 becomes an easement for operations through the entire width of crossing of said road until the western edge of road at station 134+85, at which point the right-of-way is 66 feet and continues at that width, as shown on valuation map V1-105.

EXCEPT the right-of-way narrows in Massey from 66 feet at station 490+00±, as shown on valuation map V2-5 to 40 feet at station 493+88, as shown on valuation map V2-5, and continues at that width until station 532+50, as shown on valuation map V2-5, whence it begins to widen from 40 feet to 66 feet at station 536+11±, as shown on valuation map V2-6, until station 585+55±, as shown on valuation map V2-6, whence the right-of-way is 40 feet wide and continues at this width until station 606+53±, as shown on valuation map V2-7, whence it becomes 66 feet wide again.

EXCEPT in Millington the right-of-way narrows starting on the northerly side of Back Street at 671+65, as shown on valuation map V2-8, to 22 feet and gradually increases in width to 50 feet wide at station 673+50±, as shown on valuation map V2-8, whence it narrows to 40 feet and continues narrowing to 33 feet on the north side of Cypress Street at station 675+28±, as shown on valuation map V2-8, continuing at 14 feet wide crossing Cypress Street whence on the south side of Cypress Street the width becomes 50-foot wide at station 675+73±, as shown on valuation map V-8, and continues widening until it is 66-foot wide at station 677+85±, as shown on valuation map V2-8 and continues at that width.

EXCEPT at station 778+63±, as shown on valuation map V2-10 where the right-of-way becomes 90 feet wide for 300 feet until station 781+63±, whence the right-of-way returns to 66 feet and continues at that width.

EXCEPT that the right-of-way is 66 feet at station 193 +78±, at which point the right-of-way gradually decreases to 50 feet at station 194+28±, at which point the right-of-way gradually increases to 66 feet at station 797+23±.

*EASTERN SHORE*

*Centreville  
BRANCH*

*USRA Line Nos 197, 191*

EXCEPT in Sudlersville at station 941+66, the right-of-way is 50 feet wide and continues at that width for 396 feet to station 945+62 $\pm$ , as shown on valuation map V2-13.

EXCEPT at station 1091+10 $\pm$ , where the right-of-way is 50 feet wide until the north edge of Maryland 313 at station 1099+45 $\pm$ ; except crossing Maryland 313 where the railroad only has operating rights; the 66-foot wide right-of-way resumes on the south side of Maryland 313 and continues at that width.

EXCEPT that for the eastern-half of the crossing of Maryland 405, the railroad has only an operating easement, as shown on valuation map V2-22.

EXCEPT that at station 1418+74 $\pm$ , in the middle of the crossing of Maryland 405, the right-of-way is 45 feet wide, as shown on valuation map, V2-22 and continues at that width until station 1455+10 $\pm$ , where the right-of-way is 60 feet wide, as shown on valuation map V2-23, and continues at that width until station 1470+20 where the right-of-way is 50 feet wide and continues at that width until southwest of Hayden at station 1512+28 where the right-of-way is 66 feet, as shown on valuation map V2-24, and continues at that width.

INCLUDING an irregularly-shaped parcel in Vandyke adjacent to southeastern edge of the railroad right-of-way from the southwestern edge of Delaware 47 to centerline of road, as shown on valuation map V1-106.

INCLUDING an irregularly-shaped parcel in Vandyke adjacent to northwestern edge of the railroad right-of-way from the southwestern edge of Delaware 47 to centerline of road as shown on valuation map V1-106.

INCLUDING parcel B shown on valuation map V1-105 containing 10,890 square feet adjacent to the railroad's right-of-way between station 131+00 $\pm$  and 134+55 $\pm$ .

INCLUDING parcel A, indicated as MDC00028-5, adjacent to the east side of the 66-foot right-of-way for 1,455 feet starting at station 708+35 $\pm$  and continuing to 722+90 $\pm$  and containing approximately 2.32 acres, as shown on valuation map V2-9.

INCLUDING in Sudlersville parcel A, indicated as MDC00029-7, adjacent to the east side of the right-of-way for approximately 868 feet starting at station 937+22 $\pm$  and continuing to station 945+90 $\pm$  and containing approximately 1.06 acres, as shown on valuation map V2-13.

INCLUDING in Barclay parcel A, indicated as MDC00031-1, adjacent to the east side of the right-of-way for approximately 12 feet starting at station 1091+10 $\pm$  and ending at station 1095+22 and containing approximately 28,750 square feet, as shown on valuation map V2-16.

INCLUDING in Price a parcel adjacent to the south side of the right-of-way for approximately 208 feet starting at station 1414+84 and ending at station 1416+92 and containing approximately 5,700 square feet, as shown on valuation map V2-22.

INCLUDING in Carvel parcel A, indicated as MDC000-35.9, adjacent to the northwest edge of the right-of-way for approximately 385 feet from station 1640+85 $\pm$  to station 1644+70 $\pm$  in the center of Maryland 305, as shown on valuation maps V2-26 and V2-27, containing approximately 19,600 square feet.

INCLUDING in Carvel parcel B, indicated as MDC000 A1.8, which is a triangular shaped parcel with one side adjacent to the right-of-way for approximately 230 feet starting at station 1642+23 $\pm$  and continuing to station 1644+53 with its base in the center of Maryland 305, as shown on valuation map V2-27, and containing approximately 11,330 square feet.

INCLUDING in Centreville parcel C, indicated as MDC000 A1-8, adjacent to the south edge of the right-of-way starting at station 1829+62 $\pm$ , as shown on valuation map V2-30, and containing approximately 38,330 square feet.

INCLUDING in Centreville the yard from the northwest edge of Railroad Avenue where the right-of-way is approximately 66 feet wide, to station 1841+73 $\pm$ , where the right-of-way is 75 feet wide; at station 1841+73, the right-of-way becomes approximately 130 feet wide from the edge of Railroad Avenue and

narrows constantly to 115 feet at station 1843+87± thence increases constantly to 150 feet at its point of termination at the northeast edge of Kidwell Avenue, as shown on valuation map V2-30.

The line of railroad hereinbefore described is identified as Line Nos. 147 and 148 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

ALL THAT PROPERTY situate in Massey Election District No. 1, Kennedyville Election District No. 2, Worton Election District No. 3, Chestertown Election District No. 4 and Town of Chestertown, County of Kent and State of Maryland, being all of the right, title and interest of The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant, thereto or used in conjunction therewith on and along that portion of the railroad of said The Penn Central Corporation (formerly The Delaware Railroad Company) known as the Chestertown Branch, said portion generally being sixty-six feet wide, unless noted otherwise and described as follows:

BEGINNING at Massey at the junction with the above described Centreville Branch in the centerline of Massey-Delaware Line Road, indicated as parcel A, MDC 000 A06, as shown on valuation map V2-4, and containing 2.07 acres extending through the interchange and crossing Maryland 299, as shown on valuation map V2-5.

THENCE extending in a general southwesterly direction, following along said right-of-way of railroad, approximately 20.36 miles, through the following locations: Lambson, Black, Kennedyville, Still Pond (Hebron), Lynch and Worton, to the easterly line of Front Street in the Town of Chestertown, the place of ending.

FROM the centerline of Maryland 299 east, the right-of-way is 100 feet wide from station 7+23±, to the centerline of Maryland 313 at station 50+07, at which point the right-of-way is reduced to 66 feet and continues at this width, as shown on valuation map V2-31.

EXCEPT in Blacks, the right-of-way is reduced to 35 feet at station 310+45, as shown on valuation map V2-36, to station 318+55, as shown on valuation map V2-37, at which station the right-of-way increases to 66 feet and continues at that width.

EXCEPT in Kennedyville, the right-of-way is reduced to 53 feet at station 477+05± to station 481+23±, as shown on valuation map V2-40, at which point the right-of-way increases to 66 feet and continues at that width.

EXCEPTING the right-of-way narrows at station 1026+20±, as shown on valuation map V2-50 and plats 83 and 83A until south of High Street (Maryland 20) on the Strawboard branch where it becomes 60 feet wide and continues to end of track at station 50+70 and on the Chestertown branch where it resumes at 60 feet wide until station 1067+40 where the right-of-way narrows, as shown on valuation map V2-51, widening through the yard until station 1077+05 at the northwest edge of Queen Street, through which the railroad has an easement on the southeast edge of Queen Street, at which point the railroad has an easement for operation and maintenance that is approximately 115 feet wide through the entire area to the southeast edge of Front Street, as shown on valuation map V2-51 and plats 83, 84 and 85.

INCLUDING parcel A in Lambson adjacent to the right-of-way from station 185+95± to station 194+10± on the east edge of Maryland 290 containing 1.22 acres, as shown on valuation map V2-34.

INCLUDING a parcel in Lynch and adjacent to the southeastern edge of the railroad right-of-way from station 691+10± to station 693+15±, adjacent to the eastern edge of Maryland 561, and containing approximately 16,940 square feet, as shown on valuation map V2-44.

*Centreville Branch  
= Line Nos. 147, 148*

*EASTERN SHORE  
CHESTERTOWN  
BRANCH*

*USRA LINE NO  
149*

INCLUDING a parcel in Worton that is 66 feet wide and approximately 1,000 feet long, as shown on valuation map V2-46 and plat 74.

INCLUDING an adjacent 25-foot wide parcel on the west side of the railroad right-of-way starting station 948+85±, as shown on valuation map V2-48, and continuing to station 952+93± at the north edge on Maryland 291, as shown on valuation map V2-49.

EXCEPTING THEREOUT AND THEREFROM: A strip or parcel of land, identified as parcel number MDC000 18-4, located at Still Pond in Kennedy Election District No. 2, being 67 feet wide and approximately 825 feet long, adjoining the herein described right-of-way on the south and fronting on the westerly line of Maryland State Route 292.

The line of railroad hereinbefore described is identified as Line No. 149 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

ALL THAT PROPERTY situate in the Hundreds of Kenton, and Dover in the County of Kent and State of Delaware and in Henderson Election District No. 1, Greensboro Election District No. 2, Ridgely Election District No. 7, Town of Ridgely and Hillsboro Election District No. 6 in the County of Caroline, Ruthsburg Election District No. 6 and Town of Queen Anne in the County of Queen Anne, Chapel Election District No. 4, Easton Election District No. 1 and City of Easton in the County of Talbot, all in the State of Maryland, being all of the right, title and interest of The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the railroad of said The Penn Central Corporation (formerly The Delaware Railroad Company) known as the Oxford Secondary Track, said portion generally being sixty-six feet wide, unless noted otherwise, and described as follows:

BEGINNING in or near the Town of Clayton, Kenton Hundred, County of Kent and State of Delaware at the lateral cut line described on page B-6 of the deed from John C. Kohl, Trustee of the property of The Delaware Railroad Company to Consolidated Rail Corporation dated March 29, 1976 and recorded in Deed Book E Volume 33 at Page 64 at station 20+90.

THENCE extending in a general southwesterly direction along said right-of-way of railroad, approximately 44.9 miles, through the following locations: Kenton, Hartly, Slaughter, Marydel, Henderson, Goldsboro, Greensboro, Ridgely, Queen Anne, Cordova and Chapel, to the southerly line of Idelwild Avenue in said Town of Easton extended eastwardly across said right-of-way, the place of ending.

EXCEPT that the right-of-way stops at the northeast edge of Goodwin Road with an easement for operations within the highway and then a 66-foot wide right-of-way starting southwest of the centerline of the highway at station 836+50±, at which point it is gradually reduced in width until, at station 839+80, it is 51 feet wide and continues at this width until the northeast edge of Bee Tree Road, through the width of which it only has an easement for operations until the southwest edge of Bee Tree Road, at which point the 51-foot right-of-way continues, as shown on valuation map V3-3, until station 922+85±, at which point the right-of-way is 66 feet wide, as shown on valuation map V3-4, and continues at that width.

EXCEPT that the right-of-way stops at the northeast edge of Maryland 287 with an easement for operations within said highway and the 66-foot wide right-of-way starts again at the southwest edge of said highway at station 1019+95, at which point it is gradually reduced to 58 feet wide at station 1020+85 and continues at this width until station 1035+53±, at the northeast edge of Maryland 313 with an easement for operations through the said highway until the southwest edge of said highway, at which point the right-of-way is 66 feet wide, as shown on valuation map V3-6, and continues at that width.

*USRA Line No 149*

*EASTERN SHORE  
OXFORD SECONDARY  
TRACK*

*USRA LINE NO  
169*

EXCEPT in Ridgely, the right-of-way narrows to 48 feet starting at station 1482+42± until station 1483+07±, at which point the right-of-way is 66 feet and continues at that width, as shown on valuation map V3-15.

EXCEPT at station 2326+84±, the right-of-way is 46 feet wide and continues at this width until station 2334+41 at the north edge of Dover Road (Maryland 331) where there is an easement for each track for operations until the south edge of Dover Road at station 2334+74± where the right-of-way is 66 feet and continues at that width, as shown on valuation map V3-31, until end of property at 2368+06, as shown on valuation map V3-32.

INCLUDING a 71-foot wide parcel C, indicated as DEA000502, adjacent to the northeast side of the railroad right-of-way at station 235+52± and continuing for 820 feet to the centerline of Delaware 42 at station 243+72, as shown on valuation map V1-115, containing approximately 58,220 square feet.

INCLUDING a 53-foot wide parcel B, indicated as DEA000491, adjacent to the southwest side of the railroad right-of-way at the southern edge of Delaware 42 at station 243+92± and continuing for 155 feet to station 245+47±, as shown on valuation map V1-115, containing approximately 7,950 square feet.

INCLUDING a 20-foot wide parcel B, indicated as DEA000514, adjacent to the northeast side of the railroad right-of-way starting at station 341+00± and continuing to station 347+62±, as shown on valuation map V1-117, containing 13,153 square feet.

INCLUDING a 75-foot wide parcel B, indicated as DEA000526, adjacent to the northwest side of the railroad right-of-way starting at station 402+70 and continuing to station 411+20±, as shown on valuation map V1-118, containing approximately 1.35 acres.

INCLUDING a 100-foot wide parcel B, indicated as DEA000541 in Slaughter, adjacent to the southeast side of the railroad right-of-way starting at station 532+52± and continuing to station 537+76±, as shown on valuation map V1-121, containing approximately 1.10 acres.

INCLUDING an irregularly-shaped parcel C, indicated as DEA000553 in Slaughter, with a maximum width of 100 feet, adjacent to the northwest side of the railroad right-of-way starting at station 535+07± and continuing to station 540+07±, as shown on valuation map V1-121, containing approximately 40,500 square feet.

INCLUDING a 41-foot wide parcel in Marydel, adjacent to the northwest side of the railroad right-of-way starting at station 719+28±, as shown on valuation map V1-124, and continuing to station 725+26 at the northeast edge of Maryland 454, as shown on valuation map V3-1, containing approximately 24,518 square feet.

INCLUDING a triangular-shaped parcel B, in Marydel indicated as DEA000488, adjacent to the southeast side of the railroad right-of-way starting at station 719+28± and continuing to the Maryland-Delaware line, as shown on valuation map V1-124, containing approximately 4,950 square feet.

INCLUDING an irregularly-shaped, 60-foot wide parcel A, in Marydel, indicated as MDC00057-6, adjacent to the southeast side of the railroad right-of-way starting at the Maryland-Delaware line and continuing to the northeast edge of Maryland 454, as shown on valuation map V3-1.

INCLUDING an irregularly-shaped parcel A in Henderson, indicated as MDC000894, adjacent to the southeast side of the railroad right-of-way starting at station 865+51 and continuing to station 871+15±, as shown on valuation map V3-3, containing approximately 26,750 square feet.

INCLUDING a 40-foot wide parcel B in Goldsboro, indicated as MDC000905, adjacent to the southeast edge of railroad right-of-way starting at station 1028+65 to station 1031+05±, as shown on valuation map V3-6, containing approximately 9,400 square feet.

INCLUDING a 100-foot parcel A, indicated as MDC000917, adjacent to the northwest edge of railroad right-of-way starting at the northeast edge of Hermitite

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LIBER 806 PAGE 698

Road at station 1149+26± and continuing to station 1158+24±, as shown on valuation map V3-9, containing approximately 2.06 acres.

INCLUDING an irregularly-shaped parcel F, indicated as MDC000932, near Queen Anne adjacent to the northeast edge of the railroad right-of-way, starting at station 1680+67 and continuing to station 1684+43±, as shown on valuation map V3-19, containing approximately 13,125 square feet.

INCLUDING an irregularly-shaped parcel E, indicated as MDC000929, near Queen Anne, adjacent to the northwest edge of the railroad right-of-way, starting at station 1680+67 and continuing to station 1684+43, as shown on valuation map V3-19, containing approximately 13,125 square feet.

INCLUDING an easement for operations over two parcels marked as "proposed sale (81848)" and "proposed sale (81847)" in Queen Anne, as shown on valuation map V3-19 and the attached plat 5 with deed copy.

INCLUDING part of an irregularly-shaped parcel A, indicated as MDC00063-8, in Queen Anne, adjacent to the southern edge of the railroad right-of-way, starting at the centerline of Maryland 309 at station 1703+40 and continuing to station 1708+45±, as shown on valuation map V3-19.

INCLUDING an irregularly-shaped parcel H, approximately 63 feet wide, indicated as MDC000956, on the southwestern edge of the railroad right-of-way, starting at the center of Lloyd's Branch at station 1717+81± and continuing to station 1721+23±, as shown on valuation map V3-19, containing approximately 21,400 square feet.

INCLUDING an irregularly-shaped parcel G, approximately 63 feet wide, indicated as MDC000944, on the northwestern edge of the railroad right-of-way, starting at the center of Lloyd's Branch at station 1717+81± and continuing to station 1721+23±, as shown on valuation map V3-19, containing 20,160 square feet.

INCLUDING an irregularly-shaped, approximately 47-foot wide parcel A, indicated as MDC00065-3, in Cordova, adjacent to the southeastern edge of the railroad right-of-way, starting at station 1901+96± and continuing to station 1905+76±, as shown on valuation map V3-23, containing 16,802 square feet.

INCLUDING an irregularly-shaped, approximately 40-foot wide parcel B, indicated as MDC00066-5, in Cordova, adjacent to the northwestern edge of the railroad right-of-way, starting at station 1895+95± and continuing to station 1904+15±, as shown on valuation map V3-23, containing 31,820 square feet.

INCLUDING an approximately 50-foot wide parcel A, indicated as MDC00068, in Easton, adjacent to the western edge of the railroad right-of-way, starting at station 2320+96± and continuing to station 2326+88±, at the north edge of Goldsborough Street as shown on valuation map V3-31.

INCLUDING an approximately 35-foot wide parcel C, indicated as MDC00097-1, in Easton, adjacent to the eastern edge of the railroad right-of-way, starting at station 2320+96± and continuing to station 2334+41± at the north edge of Dover Road (Maryland 331), as shown on valuation map V3-31, containing approximately 1.05 acres.

INCLUDING parcel B, indicated as MDC00098-3, for the interchange of traffic to the east from the north with edge of right-of-way being 25 feet from centerline of track and containing 1.53 acres, as shown on valuation map V3-32 and an irregularly-shaped parcel D, a portion of the McDaniel Running Track, indicated as MDC00086-1, for interchange of traffic to the east from the south and ending approximately 1,680 feet east of centerline of track for Oxford Branch, as shown on valuation map V2-16, at which point, approximately 17.78 acres of the McDaniel Running Track was conveyed by said Baltimore and Eastern Railroad Company to Mayor and City Council of Easton by deed dated December 14, 1938, the place of ending.

The line of railroad hereinbefore described is identified as Line No. 169 in the records of the United States Railway Association. The Grantor has

USAA LINE No 169

delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

ALL THAT PROPERTY situate in Chapel Election District No. 4, in the County of Talbot, Ruthsburg Election District No. 6 in the County of Queen Anne, Hillsboro Election District No. 6, Denton Election District No. 3 and the Town of Denton in the County of Caroline, all in the State of Maryland, being all the right, title and interest of the Baltimore and Eastern Railroad Company and The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the railroad of said Baltimore and Eastern Railroad Company known as the Denton Branch, said portion generally being sixty-six feet wide, unless noted otherwise, and described as follows:

*Eastern Shore  
DENTON BRANCH  
USRA Line No.  
150*

BEGINNING in the vicinity of Queen Anne in said Chapel Election District No. 4 at the southeasterly line of the property which was conveyed by the Baltimore and Eastern Railroad Company to Delmarva Power & Light Company of Maryland by deed dated May 19, 1978, and recorded among the Land Records of Talbot County in Liber , Folio , said southeasterly line being a line extended at right angles across the right-of-way of said railroad through a point in the centerline thereof at valuation survey station 680+00 as shown on valuation map V1.02-25;

THENCE extending in a general southeasterly direction on and along said right-of-way of railroad approximately 8.85 miles, through the following locations: Queen Anne, Downes and Tuckahoe, to the northwesterly line of Maryland State Route 474 at Denton, the place of ending.

TOGETHER with all right, title and interest of, in and to the easement for railroad purposes which was reserved by said Baltimore and Eastern Railroad Company in the deed to Delmarva Power & Light Company of Maryland and referred to on this page of the Deed.

EXCEPT that the right-of-way is 60 feet wide at station 668+21± and continues at that width, as shown on valuation map V1.02-25.

EXCEPT that the right-of-way is 50 feet wide starting at station 678+35, as shown on valuation map V1.02-25, and continuing at that width until station 699+76±, at which point there is an easement under the Oxford Secondary track to station 700+42±, at which point the right-of-way is 66 feet wide and continues at that width, as shown on valuation map V1.02-26.

EXCEPT at station 718+65± at the southwest edge of highway, (Maryland 404 Alternate), retaining only an easement for operating purposes from said edge to centerline, at which point the right-of-way is 50 feet wide until the southwest Tuckahoe River crossing, as shown on valuation map V1.02-26 and starting at the northeast edge of the Tuckahoe River the right-of-way is 60 feet wide at station 726+00± until station 731+60±, at which point the right-of-way is 55 feet and continues at that width, as shown on valuation map V1.02-26.

EXCEPT at station 754+61± the right-of-way is 50 feet wide and continues at that width until station 761+15±, at which point the right-of-way is 40 feet wide until station 763+12±, at which point the right-of-way is 50 feet wide and continues until station 785+95±, at which point the right-of-way gradually narrows to 33 feet wide at station 795+00± and continues at this width until station 798+95, at which point the right-of-way is 55 feet wide and continues at that width, as shown on valuation map V1.02-27.

EXCEPT that at station 830+90 the right-of-way is 50 feet wide and continues at that width, as shown on valuation map V1.02-28.

EXCEPT that from station 865+12± the right-of-way gradually narrows to 40 at station 868+35±, at which point it gradually increases in width to 70 feet at station 884+53±, at which point it narrows to 40 feet wide and continues at that width, as shown on valuation map V1.02-29.

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EXCEPT that at station 913+75± the right-of-way gradually widens to 47 feet at station 926+40±, at which point the right-of-way becomes 50 feet wide and continues at that width, as shown on valuation map V1.02-30, until station 965+50±, at which point the right-of-way is 40 feet wide and continues at that width until station 976+41±, at which point the right-of-way becomes 50 feet wide and continues at that width, as shown on valuation map V1.02-31.

EXCEPT at station 1066+86 the right-of-way is 55 feet wide and continues at that width until station 1068+01±, at which point it is 50 feet wide and continues at that width until the northwest edge of River Road at station 1074+17, at which point the railroad has an easement for operations until the centerline of River Road, at which point the right-of-way is 60 feet wide and continues at that width to the western edge of Choptank River, as shown on valuation map V1.02-33.

EXCEPT from the eastern edge of Bridge No. 7.00, the right-of-way is on an irregularly-shaped fill in the Choptank River from station 1098+35± until station 1101+65±, at which point the right-of-way is 63 feet wide until the centerline of Lockerman Road at station 1105+05, at which point the right-of-way is 65 feet wide until station 1072+62±, at which point the right-of-way gradually reduces to 52 feet wide at station 1072+65± and continues at that width until the northwestern edge of 6th Street (Maryland 313) through which to the southeastern edge of the said road the railroad has an easement for operations, as shown on valuation map V1.02-33.

EXCEPT that from the southeastern edge of 6th Street (Maryland 313) at station 1076+75±, the right-of-way is of varying width as shown on valuation maps V1.02-33 and V1.02-34 and the attached plat until the end of the right-of-way at the northern edge of Market Street at station 1099+70±.

INCLUDING an irregularly-shaped parcel, generally 110 feet wide, allowing interchange movements from the northwest to the south on the Oxford Branch, as shown on valuation maps V1.02-25 and V1.02-26.

INCLUDING an irregularly-shaped parcel bordering the railroad right-of-way and the southwest edge of Maryland 404 Alternate, as shown on valuation map V1.02-26.

INCLUDING a triangular-shaped parcel starting along the centerline of Maryland 404 Alternate, as shown on valuation map V1.02-26.

INCLUDING an irregularly-shaped parcel in Downes, adjacent to the northern edge of the railroad right-of-way, starting at station 884+53± until station 887+43± on the western edge of the highway, as shown on valuation map V1.02-29.

INCLUDING an irregularly-shaped parcel in Downes, adjacent to the southern edge of the railroad right-of-way, starting at station 884+53± until station 887+58± on the western edge of the highway, as shown on valuation map V1.02-29.

INCLUDING an irregularly-shaped parcel adjacent to the northeastern edge of the railroad right-of-way approximately 10 feet wide starting at station 960+12± and continuing to station 966+25±, as shown on valuation map V1.02-31.

INCLUDING a 50-foot wide parcel A, indicated as MDC000B58, adjacent to the southwestern edge of the railroad right-of-way starting at station 960+12± and continuing to station 969+92±, as shown on valuation map V1.02-31, containing 1.12 acres.

INCLUDING an irregularly-shaped, 70-foot wide parcel B, indicated as MDC00055-2, starting from the centerline of River Road at station 1073+50± and continuing to station 1080+65±, as shown on valuation map V1.02-33, containing 1.20 acres.

The line of railroad hereinbefore described is identified as Line No. 150 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O.

LINE No. 150

1169 721

LIBER 806 PAGE 701

Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

ALL THAT PROPERTY situate in Northwest Fork Hundred, County of Sussex, and State of Delaware and in Federalsburg Election District No. 5 and Town of Federalsburg in the County of Caroline, in Williamsburg Election District No. 12, Hurlock Election District No. 15, Town of Hurlock, East New Market Election District No. 2, Linkwood Election District No. 14, Bucktown Election District No. 13, Cambridge Election District No. 7 and the Town of Cambridge, in the County of Dorchester all in the State of Maryland, being all of the right, title and interest of The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the railroad of said The Penn Central Transportation Company (formerly The Delaware Railroad Company) known as the Cambridge Branch, said portion generally being sixty-six feet wide, unless noted otherwise, and described as follows:

*Eastern shore  
Cambridge Branch  
USRA Line No 168*

BEGINNING in said Sussex County at the lateral cut line described on page B-13 Revised of the deed from John C. Kohl, Trustee of the property of The Delaware Railroad Company to Consolidated Rail Corporation dated March 29, 1976, recorded in Deed Book 922 at page 50, said line being the southeasterly line of Delaware Route 553, as shown on valuation map V1-127.

THENCE extending in a general southwesterly direction approximately 30.41 miles, through the following locations: Oak Grove, Federalsburg, Williamsburg, Hurlock, East New Market, Linkwood, Airey and Thompson, to the southerly line of Maryland Avenue in the Town of Cambridge, the place of ending.

EXCEPT that at station 296+58± the right-of-way gradually narrows to 55 feet at station 300+37, at which point it becomes 66 feet and continues at that width, as shown on valuation map V1-130.

EXCEPT that at the eastern edge of Main Street in Federalsburg at station 514+96±, the right-of-way stops and the railroad has an easement for operation through said road to the western edge at station 515+46±, at which point the right-of-way is 45 feet wide and continues at that width until station 518+91, at which point the right-of-way is 66 feet wide and continues at that width, as shown on valuation map V3-45.

EXCEPT in Williamsburg the right-of-way is 46 feet wide at station 716+68±, as shown on valuation map V3-49, and continues at this width until station 728+56, at which point the right-of-way is 66 feet and continues at this width, as shown on valuation map V3-50.

EXCEPT that the right-of-way increases to 95 feet at the north edge of Green Street at station 1727+01±, as shown on valuation map V3-68, and continues at this width until station 1727+50±, at which point it gradually decreases to 50 feet in width at station 1728+95±, at which point it widens into the yard, as shown on valuation map V3-69 and the attached plat, until it terminates on the north side of Washington Street; except that the railroad owns the track and an easement for operation into the Port of Cambridge that is approximately 350 feet outside of the yard area.

INCLUDING a 20-foot wide parcel adjacent to the northern edge of the railroad right-of-way starting at the western edge of Line Road at station 291+68± and continuing to station 296+58±, as shown on valuation map V1-130.

INCLUDING a 125-foot wide parcel adjacent to the northern edge of the railroad right-of-way starting at station 300+37 and continuing to station 300+68, as shown on valuation map V1-130.

INCLUDING a 50-foot wide parcel adjacent to the northeastern edge of railroad right-of-way starting at station 421+86± and continuing to station 427+58±, as shown on valuation map V3-44.

INCLUDING a 50-foot wide parcel B, indicated as MDC00044-1, in Federalsburg adjacent to the northern edge of the railroad right-of-way starting at the western edge of Main Street at station 515+46± and continuing to the centerline of Park Street at station 518+91±, as shown on valuation map V3-46, containing approximately 17,425 square feet.

INCLUDING an irregularly-shaped parcel A, indicated as MDC00043-8, in Federalsburg adjacent to the southern edge of the railroad right-of-way starting at station 519+21± and continuing to station 525+41±, as shown on valuation map V3-46, containing approximately 1.62 acres.

INCLUDING an irregularly-shaped, 32-foot wide parcel in Williamsburg adjacent to the northwestern edge of the railroad right-of-way from the western edge of highway at station 716+48± and continuing to station 730+42, as shown on valuation maps V3-49 and V3-50.

INCLUDING a triangular-shaped parcel in Williamsburg adjacent to the southeastern edge of the railroad right-of-way starting at station 726+10± to station 727+75±, as shown on valuation map V3-50.

INCLUDING a parcel in Hurlock in the southeast quadrant on the railroad interchange extending to 25 feet outside of centerline of rail through the entire curve, as shown on valuation map V3-52.

INCLUDING an irregularly-shaped parcel A, indicated as MDE00045-3, in Hurlock adjacent to the southern edge of the railroad right-of-way starting at station 849+95± to station 856+62±, as shown on valuation map V3-52, containing 1.16 acres.

INCLUDING a 30-foot wide parcel B, indicated as MDE00046-5, in Hurlock adjacent to the northern edge of the railroad right-of-way starting at station 849+70± to station 859+80±, as shown on valuation map V3-52, containing 29,185 square feet.

INCLUDING an irregularly-shaped, 67-foot wide parcel B, indicated as MDE000818, in East New Market adjacent to the northern edge of the railroad right-of-way starting at the southwest edge of Maryland 14 at station 1052+37± to station 1063+50±, as shown on valuation map V3-56, containing 1.60 acres.

INCLUDING a 27-foot wide parcel in Linkwood adjacent to the northern edge of the railroad right-of-way starting at station 1284+68± to station 1294+68±, as shown on valuation map V3-60.

INCLUDING the "Y" connection adjacent to the western railroad right-of-way starting at station 1685+34± and ending at station 1692+40±, as shown on valuation map V3-68.

EXCEPT that the right-of-way increases to 95 feet at the north edge of Green Street at station 1727+01±, as shown on valuation map V3-68, and continues at this width until station 1727+60±, at which point it gradually decreases to 90 feet in width at station 1728+95±, at which point it widens into the yard, as shown on valuation map V3-69 and the attached plat, until it terminates on the north side of Washington Street; except that the railroad owns an easement for operations into the Port of Cambridge that is 350 feet in length outside of the yard area.

EXCEPTING THEREOUT AND THEREFROM the following parcels of land:

A PARCEL OF LAND identified as parcel number MDE000 48-9, located at East New Market, adjoining the herein described right-of-way on the southeast and fronting of the southerly line of Maryland Route 14;

A STRIP OR PARCEL of land, identified as parcel number MDE000 49-2, located at Linkwood, being 92 feet wide and approximately 1,000 feet long, adjoining the herein described right-of-way on the south and fronting on the westerly line of United States Route 50; and

TWO irregularly-shaped parcels of land identified as parts of parcel number MDE000 52-7, located at Cambridge and lying on either side of the right-of-way herein described.

The line of railroad hereinbefore described is identified as Line No. 168 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland

↑ LINE NO 168

Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

ALL THAT PROPERTY situate in Preston Election District No. 4, in Caroline County and in Hurlock Election District No. 15, Williamsburg Election District No. 12, Town of Hurlock and East New Market Election District No. 2, in the County of Dorchester all in the State of Maryland, being all the right, title and interest of the Baltimore and Eastern Railroad Company and The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way or other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the railroad of said Baltimore and Eastern Railroad Company known as the Preston Industrial Track, said portion generally being sixty-six feet wide, unless noted otherwise, and described as follows:

*Eastern Shore  
Preston Industrial  
TRACK  
USRA Line No. 152*

BEGINNING at Preston in said Preston Election District No. 4 at the southeasterly line of the property containing 22.152 acres, more or less, which was conveyed by said Baltimore and Eastern Railroad Company to Eastern Shore Public Service Company of Maryland by deed dated January 24, 1949 and recorded among the Land Records of Caroline County in Liber , Folio , at station 1315+90<sup>±</sup>, as shown on valuation map V2.0-26;

THENCE extending in a general southeasterly direction on and along said 66-foot wide right-of-way of railroad approximately 6.60 miles, through the following locations: Linchester and Ellwood, to the northwesterly line of the property which was conveyed by said Baltimore and Eastern Railroad Company to Delmarva Power & Light Company by deed dated November 26, 1979, and recorded among the Land Records of Dorchester County in Liber , Folio , the place of ending, said northwesterly line being the northwesterly line of Harrison Ferry Road (Maryland 392) at station 1663+10<sup>±</sup>.

EXCEPT in Preston at station 1326+10<sup>±</sup>, the right-of-way narrows to 60 feet and continues at this width until station 1328+39<sup>±</sup>, at which point the right-of-way is 66 feet wide and continues at this width, as shown on valuation map V2.0-26.

EXCEPT in Linchester at station 1387+90<sup>±</sup>, the right-of-way increases to 100 feet wide and continues at this width until station 1392+02<sup>±</sup>, at which point the right-of-way is 66 feet wide and continues at this width, as shown on valuation map V2.0-27.

EXCEPT that the right-of-way widens in Hurlock in the northwest quadrant of the interchange with the Cambridge Branch, as shown on valuation map V2.0-32.

INCLUDING a 26-foot wide parcel in Preston adjacent to the northwest edge of the railroad right-of-way starting at station 1323+21<sup>±</sup> and ending at station 1328+15<sup>±</sup>, as shown on valuation map V2.0-26.

INCLUDING a 73-foot wide parcel A, indicated as MDE00025-L, in Preston, adjacent to the southeast edge of the railroad right-of-way starting at station 1326+10<sup>±</sup> to station 1328+39<sup>±</sup>, as shown on valuation map V2.0-26, containing approximately 10,500 square feet.

INCLUDING an irregularly-shaped parcel in Hurlock in the northeast quadrant of the interchange with the Cambridge Branch, as shown on valuation map V2.0-32.

The line of railroad hereinbefore described is identified as Line No. 152 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

*LINE NO 152 A*

ALL THAT PROPERTY situate in Hebron Election District No. 15 and Salisbury Election District No. 9 in the County of Wicomico and State of Maryland, being all the right, title and interest of the Baltimore and Eastern Railroad Company of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the

*Eastern Shore  
MAR della TRACK  
USRA Line No  
676*

railroad of said Baltimore and Eastern Railroad Company known as the Mardella track, said portion generally being sixty-six feet wide, unless noted otherwise, and described as follows:

BEGINNING at Hebron at station 2645+53 at the southeasterly line of the property containing 33.826 acres, more or less, which was conveyed by said Baltimore and Eastern Railroad Company to The Eastern Shore Public Service Company of Maryland by deed dated March 5, 1952; and recorded among the Land Records of Wicomico County in Liber , Folio .

THENCE extending in a general southeasterly direction on and along the 66-foot wide right-of-way of the railroad approximately 4.19 miles, through Hebron and Rock-A-Walking, to the lateral cut line described on page B-2 of the deed from said Baltimore and Eastern Railroad Company to Consolidated Rail Corporation, dated and recorded among the Land Records of Wicomico County in Liber , Folio , the place of ending at the southeasterly edge of Brick Kiln Road at station 2869+18±.

EXCEPT in Hebron at station 2661+55, the right-of-way narrows to 49 feet and continues at this width until station 2664+58±, at which point the right-of-way is 66 feet and continues at this width, as shown on valuation map V2.0-51.

EXCEPT in Rock-A-Walking at station 2763+10± the right-of-way widens to 176 feet and continues to the northwest edge of Rock-A-Walking Road at station 2768+10±, at which point and to the southeastern edge of said road the railroad has an easement for operations, at which point at station 2768+50 the right-of-way is 66 feet wide and continues at that width, as shown on valuation map V2.0-53.

INCLUDING an irregularly-shaped parcel in Hebron adjacent to the northeast edge of the railroad right-of-way starting at station 2653+90 to station 2661+55±, as shown on valuation map V2.0-51.

INCLUDING at 27-foot parcel A in Hebron, adjacent to the southwestern railroad right-of-way, indicated as MDED0032-5, starting at station 2659+70± and continuing to station 2664+58±, as shown on valuation map V2.0-51, containing approximately 13,108 square feet.

The line of railroad hereinbefore described is identified as Line No. 676 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

*LINE No. 676 ↑*

ALL THAT PROPERTY situate in the Township of Germany, County of Adams and Commonwealth of Pennsylvania and in Taneytown Election District No. 1, Meyers Election District No. 3 and Middleburg Election District No. 10 in the County of Carroll and in Johnsville Election District No. 17, Woodsboro Election District No. 11, Walkersville Election District No. 26, Frederick Election District No. 2 and the City of Frederick in the County of Frederick all in the State of Maryland, being all right, title and interest of The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the railroad of said The Penn Central Corporation (formerly Pennel Company) known as the Frederick Branch, said portion generally being as sixty-six feet wide, and described as follows:

*LITTLESTOWN PA  
↓  
TANEYTOWN, MD  
↓  
FREDERICK, MD*

*FREDERICK BRANCH*

*LINE NOS  
198 & 199*

BEGINNING at Littlestown in said Township of Germany, County of Adams and Commonwealth of Pennsylvania at a line drawn radially across said right-of-way of railroad through Mile Post 39 at station 2059.95± of said Frederick Branch as shown on valuation map V30-26;

THENCE extending in a general southwesterly direction on and along said 66-foot wide right-of-way of railroad approximately 30.03 miles, through the following locations: Kingsdale, Piney Creek, Galt, Taneytown, Crabster, Sharrets, Keymar, Ladiesburg, New Midway, Legore, Woodsboro, Walkersville, Fountain Rock, Retreat Grove and Harmony Grove, to the right-of-way line of

the Baltimore and Ohio Railroad in said City of Frederick, the place of ending at station 3647+04±, as shown on valuation map V31-28.

EXCEPT that the right-of-way is 50 feet wide at station 2059+95± and gradually decreases to 35 feet in width at station 2067+80± and continues at that width until station 2069+75, at which point it gradually increases to 41 feet wide at station 2070+25±, at which point it decreases gradually to 33 feet at station 2073+25±, at which point it gradually increases to 60 feet at station 2075+00±, at which point it gradually decreases to 50 feet at 2077+25, at which point it gradually increases to 61 feet at station 2079+80±, as shown on valuation map V30-26, at which point it gradually decreases to 33 feet at station 2083+73± and continues at this width until station 2088+78±, at which point it gradually increases to 72 feet at the northeast abutment of bridge number 39.60 at station 2091+56, continues at 60 feet wide starting at the southwest abutment of said bridge until station 2093+83, at which point it gradually increases to 80 feet wide at station 2097+70, at which point it begins to decrease to 60 feet wide at station 2100+75 and continues at this width until station 2101+89, at which point the right-of-way becomes 33 feet wide and continues at this width, as shown on valuation map V30-27.

EXCEPT at the northeast edge of a highway at station 2135+46 to the southwest edge of said highway at station 2135+71, the railroad only has an easement, as shown on valuation map V30-28.

EXCEPT at station 2147+29, the right-of-way is 42 feet wide and continues at that width until the northeast abutment at station 2155+37 of bridge number 40.8; at the southwest abutment at station 2155+74, the right-of-way is 40 feet wide and continues at that width until the Maryland-Pennsylvania line at station 2168-12, as shown on valuation map V30-28.

EXCEPT that at the Maryland-Pennsylvania line, the right-of-way is 71 feet wide and gradually narrows to 66 feet at station 2175+30, at which point the right-of-way gradually widens to 77 feet at station 2184+11, at which point the right-of-way gradually narrows to 71 feet at station 2185+86, at which point the right-of-way increases to 90 feet at station 2189+34±, at which point the right-of-way gradually decreases in width to 85 feet at station 2191+85, at which point the right-of-way widens to 100 feet at station 2192+85±, at which point the right-of-way gradually narrows to 80 feet at the north side of Piney Creek at station 2195+79±, at which point the right-of-way begins to widen to 100 feet at the south side of Piney Creek at station 2196-27±, at which point the right-of-way gradually narrows to 66 feet at station 2201+34, at which point the right-of-way gradually increases to 93 feet at station 2202+89, at which point the right-of-way decreases to 66 feet at station 2209+85± and continues at that width, as shown on valuation map V31-1.

EXCEPT at station 2220+92, the right-of-way gradually increases from 66 feet to 70 feet in width at station 2222+92±, at which point the right-of-way decreases to 66 feet at station 2225+92±, at which point the right-of-way increases to 75 feet at station 2228+57±, at which point the right-of-way decreases 66 feet at station 2232+00±, and continues at this width, as shown on valuation map V31-2.

EXCEPT at station 2233+82±, the right-of-way gradually increases from 66 feet to 86 feet at station 2236+85±, at which point the right-of-way gradually decreases to 66 feet at station 2239+40± and continues at that width until station 2240+87±, at which point the right-of-way gradually widens to 69 feet at station 2241+17, at which point the right-of-way gradually increases to 110 feet wide at station 2245+95, at which point it gradually decreases to 66 feet at station 2251+87±, at which point the right-of-way gradually increases to 95 feet at station 2258+90±, at which point the right-of-way gradually decreases to 66 feet at station 2265+87±, at which point the right-of-way gradually increases to 91 feet wide at station 2269+55, at which point it gradually decreases to 66 feet wide at station 2273+39, all of the above being shown on valuation map V31-2, at which point the right-of-way gradually increases to 78 feet wide at valuation station 2276+40, at which point the right-of-way decreases to 66 feet at station 2280+83, at which point it increases to 96 feet wide at station 2283+99, at which point it gradually decreases to 66 feet wide at station 2286+35 and continues at this width until station 2290+85, at which point the right-of-way widens to 71 feet

wide at station 2293+90, at which point the right-of-way gradually decreases to 66 feet wide at station 2296+86, at which point the right-of-way gradually widens to 76 feet wide at station 2297+86, at which point the right-of-way gradually decreases to 68 feet wide at station 2298+86, at which point in Galt the right-of-way gradually increases to 83 feet wide at station 2301+35, at which point the right-of-way gradually decreases to 70 feet wide at station 2303+48, at which point the right-of-way gradually increases to 73 feet wide at station 2304+83, at which point the right-of-way gradually increases to 84 feet at station 2306+45, at which point the right-of-way gradually decreases to 66 feet wide at station 2308+95, at which point the right-of-way gradually increases in width to 71 feet at station 2310+89, at which point the right-of-way decreases to 66 feet and continues at this width until station 2313+99, at which point the right-of-way gradually increases to 68 feet at station 2314+99 and continues at that width, as shown on valuation map V31-3.

EXCEPT that at station 2316+94, the right-of-way gradually increases to 80 feet at station 2320+60, at which point it gradually decreases to 66 feet at station 2322+60, at which point the right-of-way gradually increases to 74 feet at station 2323+20, at which point the right-of-way gradually decreases to 66 feet at station 2324+90 and continues at that width, as shown on valuation map V31-3.

EXCEPT that at station 2327+53, the right-of-way gradually increases to 78 feet at station 2329+08, at which point the right-of-way gradually decreases in width to 77 feet at station 2330+87, at which point the right-of-way gradually increases in width to 82 feet at station 2333+07, at which point the right-of-way gradually decreases in width to 66 feet at station 2336+07, at which point the right-of-way gradually increases in width to 110 feet at station 2341+30, at which point the right-of-way decreases in width to approximately 56 feet at station 2344+00±, at which point the right-of-way gradually increases to 90 feet wide at station 2347+50, at which point the right-of-way gradually decreases to 66 feet in width at station 2352+98±, at which point the right-of-way gradually increases to 77 feet wide at station 2353+98±, at which point the right-of-way gradually decreases to 71 feet wide at station 2356+05, at which point the right-of-way becomes 66 feet wide and continues at that width, as shown on valuation map V31-4.

EXCEPT that at station 2402+24, the right-of-way is 92 feet wide and gradually decreases to 66 feet in width at station 2404+99, at which point the right-of-way gradually widens to 96 feet at station 2411+93, at which point the right-of-way gradually narrows to 66 feet at station 2415+93, at which point the right-of-way gradually increases to 136 feet in width at station 2420+80, at which point the right-of-way gradually decreases to 79 feet wide at station 2424+50, at which point the right-of-way is 32 feet wide and gradually increases to 39 feet in width at station 2430+01, all of the above as shown on valuation map V31-5, at which point the right-of-way gradually narrows to 28 feet at station 2433+47±, at which the right-of-way gradually increases to 40 feet in width at station 2439+13, at which point the right-of-way gradually decreases to 28 feet at station 2440+10± and continues at this width until station 2442+05±, at which point the right-of-way gradually increases to 50 feet in width at station 2447+68± and continues at this width until station 2447+93±, at which point it gradually widens to 106 feet in width at station 2448+00, at which point it gradually narrows to 86 feet in width at station 2452+09, at which point it gradually decreases to 66 feet at station 2452+75 and continues at this width in Taneytown, as shown on valuation map V31-6.

EXCEPT that at station 2457+47, the right-of-way gradually increases from 66 feet to 109 feet in width at station 2465+50, at which point the right-of-way gradually decreases to 66 feet at station 2473+01±, all the above shown on valuation map V31-6, at which point the right-of-way gradually increases to approximately 157 feet in width at station 2492+18, at which point the right-of-way gradually decreases to 66 feet at station 2498+05±, at which point the right-of-way gradually increases to 80 feet in width at station 2500+77, at which point the right-of-way decreases to 68 feet and gradually to 40 feet at the centerline of Crouse Mill Road, from which point to the western edge of said highway at station 2512+25, the railroad has an easement for operations, from which point the right-of-way is approximately 80 feet and gradually increases to 83 feet in width at station 2514+25±, at which point the right-of-way decreases to 80 feet in width at station 2515+55, at which point the right-of-way is reduced to 35 feet and continues at this width, as shown on valuation map V31-7.

EXCEPT at station 2531+61 the right-of-way is 66 feet and gradually increases to 102 feet wide at station 2535+15, at which point the right-of-way gradually decreases to 66 feet at station 2537+18 $\pm$ , as shown on valuation map V31-7, at which point it gradually increases to 70 feet in width at station 2539+12 $\pm$ , at which point the right-of-way gradually decreases to 66 feet in width at station 2541+10 $\pm$ , at which point the right-of-way gradually increases to 94 feet in width at station 2542+10 $\pm$ , at which point the right-of-way gradually decreases to 66 feet in width at station 2543+60, at which point the right-of-way gradually increases to 80 feet in width at station 2545+10 $\pm$ , at which point the right-of-way decreases to 66 feet at station 2547+10 $\pm$  and continues at that width, as shown on valuation map V31-8.

EXCEPT at station 2551+05 $\pm$ , the right-of-way increases from 66 feet to 75 feet at station 2552+10 $\pm$  and continues at that width, as shown on valuation map V31-8.

EXCEPT at station 2557+13 $\pm$  the right-of-way gradually decreases from 75 feet to 66 feet at station 2560+85, at which point the right-of-way increases to 78 feet in width at station 2563+11 $\pm$ , at which point the right-of-way gradually decreases to 66 feet in width in Crabster at station 2569+10 $\pm$ , at which point the right-of-way increases to 73 feet in width at station 2571+10 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2573+10 $\pm$ , at which point the right-of-way increases to 79 feet in width at station 2576+10 $\pm$ , at which point the right-of-way decreases to 66 feet in width at station 2580+10, at which point the right-of-way gradually increases to 69 feet in width at station 2580+10, at which point the right-of-way gradually decreases to 66 feet at station 2582+11 $\pm$ , the right-of-way gradually increases from 66 feet to 69 feet at station 2585+09, as shown on valuation map V31-8, at which point the right-of-way increases to 75 feet at station 2592+17, at which point the right-of-way increases to approximately 110 feet and from which point the right-of-way gradually decreases to 70 feet at station 2595+37 $\pm$ , at which point the right-of-way gradually increases to 71 feet at station 2597+16 $\pm$ , at which point the right-of-way gradually decreases to 70 feet at station 2602+21 $\pm$ , at which point the right-of-way gradually increases to 73 feet at station 2605+21 $\pm$ , at which point the right-of-way gradually decreases to 67 feet at station 2611+15 $\pm$ , at which point the right-of-way gradually increases to 73 feet at station 2613+15 $\pm$ , at which point it gradually decreases in width to 61 feet at station 2619+87, at which point the right-of-way increases to 64 feet and gradually increases to 89 feet at station 2637+15 $\pm$ , at which point the right-of-way gradually decreases to 85 feet at station 2640+44, at which point the right-of-way gradually increases to 106 feet at station 2642+95, as shown on valuation map V31-9, at which point the right-of-way gradually decreases to 66 feet at station 2646+70, at which point the right-of-way gradually increases to 85 feet at station 2652+18 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2656+33 $\pm$ , at which point the right-of-way gradually increases to 107 feet at station 2658+35, at which point the right-of-way gradually decreases to 66 feet at station 2660+15 $\pm$ , at which point the right-of-way gradually increases to 72 feet at station 2661+20 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2665+23, at which point the right-of-way gradually increases to 78 feet at station 2667+31 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2677+10 $\pm$ , at which point, in Sharretts, the right-of-way gradually increases to 98 feet at station 2680+20, at which point the right-of-way gradually decreases to 71 feet at station 2681+42 and continues at that width until station 2681+67, at which point the right-of-way gradually increases to 100 feet at station 2682+70, at which point the right-of-way gradually decreases to 66 feet at station 2684+18 $\pm$ , at which point the right-of-way gradually increases to 84 feet at station 2685+75 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2690+15 $\pm$  and continues at that width, as shown on valuation map V31-10.

EXCEPT at station 2697+22 $\pm$  the right-of-way gradually increases from 66 feet to 173 feet at station 2700+65, at which point the width decreases to 140 feet and continues to gradually decrease to 120 feet at the north edge of Big Pipe Creek at station 2704+21 $\pm$ , at which point the right-of-way decreases to 66 feet and continues at that width as shown on valuation map V31-11 at the east side of Mt. Union Road at station 2731+59 through which to the west edge of said road, at station 2731+89, the railroad has an easement for operations,

from which point the right-of-way is 66 feet and continues at that width, as shown on valuation map V31-11.

EXCEPT at the northern side of the Western Maryland Railway at station 2740+63 through which to the southern side of said railway, at station 2741+37, the railroad has an easement for operations and from which point the railroad right-of-way is 66 feet and continues at that width, as shown on valuation map V31-11.

EXCEPT at the north edge of Middleburg Road at station 2754+90 to the south edge of said road at station 2755+45, the railroad has an easement for operations and from the south edge the right-of-way is 66 feet wide and continues at that width, as shown on valuation map V31-12.

EXCEPT at station 2775+86± the right-of-way is 50 feet wide and continues at that width until the northeastern edge of Little Pipe Creek at station 2777+87±.

EXCEPT starting at the northwestern edge of Little Pipe Creek at station 2779+13±, the right-of-way is 50 feet wide and continues at that width to station 2782+11, at which point the right-of-way is 140 feet wide and gradually decreases to 66 feet wide at station 2784+98, at which point the right-of-way gradually increases to 82 feet wide at station 2787+48, at which point the right-of-way gradually decreases to 66 feet at station 2791+49±, at which point the right-of-way gradually increases to 86 feet at station 2791+99, at which point the right-of-way gradually decreases to 81 feet at station 2793+74, at which point the right-of-way gradually increases to 88 feet at station 2795+49, at which point the right-of-way gradually increases to 96 feet at station 2800+20±, at which point the right-of-way gradually decreases to 66 feet at station 2891+27 and continues at that width, as shown on valuation map V31-12.

EXCEPT at station 2819+42, the right-of-way gradually increases from 66 feet to 90 feet at station 2821+75, at which point the right-of-way gradually decreases to 66 feet at station 2823+46, at which point the right-of-way gradually increases to 122 feet at station 2824+00, at which point the right-of-way gradually decreases to 66 feet at station 2824+75, at which point the right-of-way gradually decreases to 76 feet at station 2826+75, at which point the right-of-way gradually increases to 81 feet at station 2825+75, at which point the right-of-way gradually increases to 93 feet at station 2827+75, at which point the right-of-way gradually decreases to 79 feet at station 2832+47, at which point the right-of-way gradually increases to 126 feet at station 2834+02, at which point the right-of-way gradually decreases to 73 feet at station 2835+20, at which point the right-of-way gradually increases to 100± feet wide at station 2837+77, at which point the right-of-way decreases to 78 feet at station 2846+79 and continues at that width until station 2847+79, at which point the right-of-way gradually widens to 94 feet at station 2850+79, at which point the right-of-way gradually decreases to 88 feet at station 2851+04, at which point the right-of-way gradually widens to 115 feet at station 2854+80, all of the above as shown on valuation map V31-13, at which point the right-of-way gradually decreases in Ladiesburg to 73 feet at station 2863+28±, at which point the right-of-way gradually increases 80 feet at station 2865+57 and continues at that width until station 2865+91, at which point the right-of-way gradually decreases in width to 78 feet at station 2869+35, at which point the right-of-way gradually increases in width to 83 feet at station 2870+35, at which point the right-of-way gradually decreases in width to 70 feet at station 2874+82 and continues at that width until station 2876+35, at which point the right-of-way gradually increases in width to 76 feet at station 2879+35, at which point the right-of-way gradually decreases to 66 feet at station 2884+48 and continues at that width, as shown on valuation map V31-14.

EXCEPT that at station 2917+66±, the right-of-way gradually increases in width from 66 feet to 69 feet at station 2929+57 at which point the right-of-way increases to 75 feet and gradually increases to 79 feet, at station 2933+37±, at which point the right-of-way gradually decreases to 75 feet at station 2935+36±, at which point the right-of-way gradually increases to 93 feet at station 2937+36, at which point the right-of-way gradually decreases to 66 feet at station 2939+27, at which point the right-of-way gradually increases in width to 80 feet at station 2939+87, at which point the right-of-way gradually decreases in width to approximately 66 feet at station

2942+35, at which point the right-of-way gradually increases in width to approximately 86 feet at station 2944+10, at which point the right-of-way gradually decreases to 79 feet at station 2944+40, at which point the right-of-way gradually increases to 84 feet at station 2945+62, at which point the right-of-way gradually decreases to 70 feet at station 2948+38, at which point the right-of-way gradually increases to 86 feet at station 2954+87, at which point the right-of-way gradually decreases in width to 66 feet at station 2957+50 and continues at this width, as shown on valuation map V31-15.

EXCEPT that at station 2964+23, the right-of-way gradually increases in width from 66 feet to 87 feet at station 2973+65, at which point the right-of-way gradually decreases in width to 66 feet at station 2978+40, at which point the right-of-way gradually increases in width to 81 feet at station 2985+80±, at which point the right-of-way gradually decreases to approximately 75 feet at station 2986+25, at which point the right-of-way gradually increases to 93 feet at station 2991+40±, at which point the right-of-way gradually decreases to 66 feet at station 2996+90, at which point the right-of-way gradually widens to 78 feet at the east side of Oak Hill Road at station 3001+36 through which to the west edge of said road, at station 3001+75 the railroad has an easement for operations, at which point the right-of-way is 66 feet which continues until station 3005+92, at which point the right-of-way gradually increases to 83 feet at station 3006+80, at which point the right-of-way gradually decreases to 66 feet at station 3009+80± and continues at that width, as shown on valuation map V31-16.

EXCEPT the right-of-way at station 3018+40 is 103 feet wide and gradually decreases in width to 66 feet at station 3024+93, at which point the right-of-way gradually increases in width to 96 feet at station 3023+45±, at which point the right-of-way gradually decreases to 66 feet at station 3035+56, at which point the right-of-way gradually increases to 82 feet at station 3048+21, at which point the right-of-way gradually decreases in width to 70± feet at station 3050+50±, at which point the right-of-way gradually increases in width to 79 feet at station 3054+50±, at which point the right-of-way gradually decreases in width to 66 feet at station 3057+53, at which point the right-of-way, as shown on valuation map V31-17, gradually increases in width to 110 feet at station 3067+13, at which point the right-of-way decreases to 66 feet at station 3076+67± and continues at that width until the northern edge of Maryland 550 at station 3081+70, at which point the right-of-way gradually widens to 75 feet at station 3086+64, at which point the right-of-way gradually decreases to 71 feet at station 3090+63, at which point the right-of-way gradually widens to 79 feet at station 3094+74±, at which point it gradually decreases in width to 73 feet at station 3100+96±, at which point it gradually increases in width to 79 feet at station 3102+68±, at which point the right-of-way gradually decreases to 72 feet at station 3104+59±, at which point the right-of-way gradually increases to 77 feet at station 3113+63±, at which point the right-of-way gradually decreases to 66 feet at station 3115+13, all of the above being shown on valuation map V31-18, at which point the right-of-way gradually increases in width to 85 feet at station 3118+52, at which point the right-of-way decreases in width to 56 feet at station 3134+38 and continues at that width as shown on valuation map V31-19.

EXCEPT that at station 3157+18, the right-of-way gradually increases from 66 feet to 72 feet at station 3157+65±, at which point the right-of-way gradually decreases to 66 feet at station 3161+68, at which point the right-of-way gradually increases to 79 feet at station 3163+64±, at which point the right-of-way gradually decreases to 66 feet at station 3169+84, as shown on valuation map V31-19, at which point the right-of-way gradually increases in width to 72 feet at station 3174+67±, at which point the right-of-way gradually decreases to 66 feet at station 3176+77± and continues at that width until station 3181+18, at which point the right-of-way gradually increases to 76 feet at station 3182+43, at which point the right-of-way gradually decreases to 66 feet at station 3182+70±, at which point the right-of-way gradually increases in width to 77 feet at station 3186+18, at which point the right-of-way gradually decreases in width to 66 feet at station 3189+50± and continues at that width, as shown on valuation map V31-20.

EXCEPT that at station 3203+12± the right-of-way increases from 66 feet in width to 73 feet at station 3203+19, at which point it gradually decreases to 72 feet at station 3205+71±, at which point the right-of-way gradually

increases to 89 feet at station 3210+71±, at which point in McAleer the right-of-way gradually decreases to 68 feet at station 3212+79± and continues at that width until station 3215+69±, at which point the right-of-way gradually increases in width to 74 feet at station 3217+20±, and continues at this width until station 3221+24, as shown on valuation map V31-20, at which point the right-of-way gradually decreases in width to 66 feet at station 3228+75± and continues at this width until station 3229+80±, at which point the right-of-way gradually increases in width to 73 feet at station 3231+72±, at which point the right-of-way gradually decreases in width to 71 feet at station 3233+71±, at which point the right-of-way gradually increases in width to 93 feet at station 3239+75±, at which point the right-of-way gradually decreases in width to 66 feet at station 3251+57±, at which point the right-of-way gradually increases in width to 81 feet at station 3257+47, at which point the right-of-way gradually increases to 84 feet at station 3258+37, at which point the right-of-way gradually decreases to 66 feet at station 3252+76±, at which point the right-of-way gradually decreases to 66 feet at station 3259+63±, at which point the right-of-way gradually increases to approximately 85 feet at station 3261+72±, at which point the right-of-way gradually decreases to 66 feet in width at station 3267+70±, as shown on valuation map V31-21, at which point the right-of-way gradually increases to 75 feet at station 3276+62±, at which point the right-of-way decreases to 69 feet at station 3278+22± and continues at that width until station 3280+70±, at which point the right-of-way gradually decreases to 66 feet at station 3281+93, at which point the right-of-way gradually increases to 77 feet at station 3283+82±, at which point the right-of-way gradually decreases to 75 feet at the northeastern edge of Glade Road at station 3285+02, through which said road the railroad has an easement for operation, to the southwestern edge of said road to station 3285+38, at which point the right-of-way is 66 feet wide and gradually increases in width to 68 feet at station 3288+43, at which point the right-of-way gradually decreases to 66 feet at station 3292+71 and continues at that width as shown on valuation map V31-22.

EXCEPT that at station 3332+78 the right-of-way is approximately 72 feet wide, at which point the right-of-way gradually decreases to 69 feet at station 3334+78± and continues at that width until station 3338+80±, at which point the right-of-way gradually increases in width to 79 feet at station 3340+75±, at which point the right-of-way gradually decreases in width to 66 feet at station 3344+28, at which point the right-of-way gradually increases to 71 feet at station 3345+81±, at which point the right-of-way gradually decreases in width to 69 feet at station 3349+75±, at which point the right-of-way gradually increases in width to 81 feet at station 3351+90±, at which point the right-of-way gradually decreases in width to 66 feet at station 3353+28 and continues at that width as shown on valuation map V31-23.

EXCEPT that at station 3357+88±, the right-of-way gradually increases from 66 feet to 84 feet at station 3360+80±, at which point the right-of-way gradually decreases to 66 feet at station 3363+77±, at which point the right-of-way gradually increases to 86 feet at station 3365+76±, at which point the right-of-way gradually decreases in width to 66 feet at station 3369+80± and continues at that width as shown on valuation map V31-23.

EXCEPT that at station 3373+30, the right-of-way gradually increases from 66 feet to 85 feet at the eastern edge of Fountain Rock Road at station 3375+76 and continues at this width to the western edge of said road at station 3376+16, at which point the right-of-way gradually decreases in width to 66 feet at station 3379+30, at which point the right-of-way gradually increases to 92 feet at station 3380+82±, at which point the right-of-way gradually decreases to 66 feet at station 3383+32, as shown on valuation map V31-23, at which point the right-of-way gradually increases in width to 73 feet at station 3385+87±, at which point the right-of-way gradually decreases to 66 feet in width at station 3388+85±, at which point the right-of-way gradually increases in width to 85± feet at station 3390+82±, at which point the right-of-way gradually decreases in width to 66 feet at station 3392+83 and continues at that width, as shown on valuation map V31-24.

EXCEPT that at station 3399+37, the right-of-way gradually increases to 78 feet at station 3401+89±, at which point the right-of-way gradually decreases to 75 feet at the eastern edge of Retreat Road at station 3405+04 through said road the railroad has an easement for operations to the western edge at station 3405+31, at which point the right-of-way gradually decreases

from 75 feet to 66 feet at station 3407+85 and continues at that width as shown on valuation map V31-24.

EXCEPT that at station 3413+61, the right-of-way gradually increases in width from 66 feet to 79 feet at station 3415+36, at which point the right-of-way gradually decreases in width to 66 feet at station 3418+10 $\pm$  and continues at that width until station 3419+8 $\pm$ , at which point the right-of-way gradually widens to 81 feet at station 3423+85, at which point the right-of-way gradually decreases in width to 66 feet at station 3426+00, at which point the right-of-way gradually increases in width to 75 feet at station 3429+95 $\pm$ , at which point the right-of-way gradually decreases in width to 66 feet at station 3432+90 $\pm$ , as shown on valuation map V31-24, at which point the right-of-way gradually increases in width to 124 feet at station 3442+60, at which point the right-of-way is 66 feet wide and continues at that width to the northeastern edge of the Monocacy River at station 3444+27, as shown on valuation map V31-25.

EXCEPT that at the southwestern edge of the Monocacy River at station 3445+98 $\pm$ , the right-of-way is 66 feet wide and gradually increases in width to 91 feet at station 3447+93 $\pm$ , at which point the right-of-way gradually decreases in width to 66 feet at station 3451+88, at which point the right-of-way increases in width to 92 feet at station 3453+90 $\pm$ , at which point the right-of-way gradually decreases in width to 90 feet at station 3459+85 $\pm$ , at which point the right-of-way is further gradually reduced to 66 feet at station 3461+90, at which point the right-of-way gradually increases in width to 71 feet at station 3463+40, at which point the right-of-way gradually decreases to 66 feet at station 3464+40, at which point the right-of-way gradually increases to 77 $\pm$  feet at station 3465+95 $\pm$ , at which point the right-of-way gradually decreases to 73 feet at station 3469+90 $\pm$ , at which point the right-of-way gradually increases to 95 $\pm$  feet at station 3473+94 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 3480+00 $\pm$ , at which point the right-of-way increases to 71 feet at station 3481+47 and continues at that width, as shown on valuation map V31-25.

EXCEPT that the right-of-way gradually decreases from 71 feet at station 3486+76 to 70 feet at station 3492+53 and this width continues to the eastern edge of Maryland 355, at which point the right-of-way is 68 feet in width through the crossing of said road at station 3494+88 and continues at this width until station 3496+67 $\pm$ , at which point the right-of-way gradually increases to 100 feet in width and continues at this width, as shown on valuation map V31-26.

EXCEPT that the right-of-way is 83 feet wide at station 3499+23 and gradually decreases to 66 feet at station 3503+01 $\pm$ , at which point the right-of-way gradually increases to 109 feet at station 3506+02 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 3511+00 $\pm$ , at which point the right-of-way gradually increases to 84 feet at station 3515+05 $\pm$ , at which point the right-of-way gradually decreases to 61 feet at station 3525+87, at which point the right-of-way gradually increases to 91 feet at station 3533+35, at which point the right-of-way gradually decreases to 72 feet at station 3537+11, at which point the right-of-way gradually increases to 80 feet in width at station 3539+08, at which point the right-of-way increases to 93 feet in width and gradually decreases as shown on valuation map V31-26, to 66 feet in width at station 3544+37 $\pm$  and continues at this width until station 3545+37 $\pm$ , at which point the right-of-way gradually increases in width to 102 feet at station 3549+42, at which point the right-of-way decreases to 78 feet in width at station 3552+08, at which point the right-of-way increases in width to 84 $\pm$  feet in width at station 3553+33 $\pm$ , at which point the right-of-way decreases in width to 60 feet at the northern edge of Frederick & Woodsboro Turnpike (Maryland 355) at station 3555+89 $\pm$  through said road the railroad has an easement for operation to the southern edge at station 3556+96, at which point the right-of-way is 30 feet wide and continues at that width, as shown on valuation map V31-27.

EXCEPT that at the northern edge of 8th Street in Frederick at station 3600+45 $\pm$ , the railroad has an easement for operations and said easement continues in East Street until the southern edge of Patrick Street at station 3638+16, at which point the right-of-way is 40 feet wide to the northern edge of Carroll Creek at station 3640+63, as shown on valuation map V31-28.

## LIBER 806 PAGE 712

EXCEPT that from the southern edge of Carroll Creek, at station 3641+43, the right-of-way is 50± feet wide until station 3643+78, at which point the right-of-way is 35 feet until station 3647+05±, at which point is the junction with the B&O, as shown on valuation map V31-28.

EXCEPT that the right-of-way for operational purposes for the passing track from south of 7th Street at station 3607+23 paralleling the eastern edge of East Street to north of 5th Street at station 3613+91 is 35 feet wide as is the right-of-way for the spur from said passing track near 6th Street into the property of Reliable Junk, as shown on valuation map V31-28.

EXCEPT that the right-of-way providing service west of East Street from 4th Street to 7th Street is 20 feet wide except that where crossing all public roads, the railroad has an easement for operations, as shown on valuation map V31-28.

EXCEPT that spur from East Street at station 3618+23 to 5th Street, has a 20-foot wide right-of-way from the eastern edge of East Street to the centerline of 5th Street and from that point to the crossing of Pine Street at 5th Street to the edge of Clorox's property, the railroad has an easement for operations, as shown on valuation map V31-28.

EXCEPT that the spur from the centerline of 5th Street to Pine Street has a 33-foot right-of-way until the northern edge of 4th Street, at which point the railroad has an easement for operations until the southern edge of 4th Street, at which point the right-of-way is 33 feet wide until the northern edge of Church Street, at which point the railroad has an easement for operations until the southern edge of Church Street, at which point the right-of-way is approximately 23 feet wide until its place of ending; except the Grantor reserves the right for one year from the date of the execution of this deed to remove the track from the end-of-switch in 5th Street to the place of ending.

INCLUDING, in Galt, a triangular-shaped parcel adjacent to the northwest edge of the railroad right-of-way starting at station 2302+05± and ending at station 2303+48, as shown on valuation map V31-3.

INCLUDING, in Galt, a triangular-shaped parcel adjacent to the southeast edge of the railroad right-of-way starting at station 2302+50± and ending at station 2303+48, as shown on valuation map V31-3.

INCLUDING parcel B, indicated as MDB000-079, adjacent to west edge of the railroad right-of-way starting at station 2700+65 and continuing to the northern edge of Big Pipe Creek at station 2703+50±, as shown on valuation map V31-11, containing 27,475 square feet.

INCLUDING parcel A, indicated as MDB000-067, adjacent to the east edge of the railroad right-of-way starting at 2700+65 and continuing to the northern edge of Big Pipe Creek at station 2703+50±, as shown on valuation map V31-11, containing 3.75 acres.

INCLUDING an irregularly-shaped parcel C, indicated as MDB000-257, adjacent to the west edge of the railroad right-of-way starting at 2727+20± and continuing to the northern edge of Mt. Union Road at station 2731+59, as shown on valuation map V31-11, containing 13,200 square feet.

INCLUDING an irregularly-shaped parcel A, indicated as MDB000-269, starting at the southwest edge of the Western Maryland Railway, as shown on valuation map V31-11, and extending to the northern edge of Middleburg Road, being adjacent to the southwestern railroad right-of-way from station 2751+41± and ending at station 2754+90±, as shown on valuation map V31-12, containing 10.91 acres.

INCLUDING an irregularly-shaped parcel B, indicated as MDB000-272, adjacent to the northwestern edge of the railroad right-of-way starting at station 2751+41 and ending at the northern edge of Middleburg Road at station 2754+90±, as shown on valuation map V31-12, containing 20,908 square feet.

INCLUDING a generally triangular-shaped parcel C, indicated as MDB000-284, adjacent to the northwestern edge of the railroad right-of-way starting at the southern edge of Middleburg Road at station 2755+25± to station 2758+66±, as shown on valuation map V31-12, containing 14,800 square feet.

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LIBER 806 PAGE 713

INCLUDING a generally triangular-shaped parcel D, indicated as MDB000-296, adjacent to the southeastern edge of the railroad right-of-way starting at the southern edge of Middleburg Road at station 2755+25± to station 2759+12±, as shown on valuation map V31-12, containing 33,200 square feet.

INCLUDING an irregularly-shaped parcel A, indicated as MDB000-094, adjacent to the southeastern edge of the railroad right-of-way starting at station 3118+56 to station 3126+93±, as shown on valuation map V31-19, containing 1.56 acres.

EXCEPTING THEREOUT AND THEREFROM:

A STRIP OR PARCEL of land, identified as parcel number MDB000-082, located at Woodsboro in Woodsboro Election District No. 11, being 150 feet wide and approximately 1,000 feet long, adjoining the herein described right-of-way on the west fronting on the northwardly line of Gravel Hill Road, as shown on valuation map V31-18.

The line of railroad hereinbefore described is identified as Line Nos. 198 and 199 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

ALL THAT PROPERTY situate in Westover Election District No. 13, Brinkley Election District No. 3, Lawsons Election District No. 8, Crisfield Election District No. 7 and the City of Crisfield, in the County of Somerset and State of Maryland, being all the right, title and interest of The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way or other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the railroad of said The Penn Central Corporation known as the Crisfield Branch, said portion being generally described as sixty-six feet wide, and as follows:

BEGINNING in said Westover Election District No. 13 at the lateral cut line described on page B-4 in the deed from George W. Betz, Jr., Trustee of the property of Pennel Company to Consolidated Rail Corporation dated March 29, 1976 and recorded in Deed Book 314 at page 588 at station 90+50, as shown on valuation map V19-38;

THENCE extending in a general southwesterly direction on and along said 66-foot wide right-of-way of railroad approximately 14.57 miles, through the following locations: Westover, Kingston, Marion and Hopewell to the southwesterly line of 5th Street in said City of Crisfield, the place of ending at station 850+35±, as shown on valuation map V19-53.

EXCEPT north of Westover at station 142+07±, the right-of-way increases to 100 feet in width and continues at this width until station 153+10±, at which point the right-of-way is 66 feet wide and continues at this width, as shown on valuation map V19-39.

EXCEPT in Marion at station 531+90±, at which point the right-of-way is decreased to 46 feet wide and continues at this width until station 539+15, at which point the right-of-way gradually widens to 66 feet at station 540+75±, at which point the right-of-way widens to 100 feet and gradually decreases to 85 feet at station 547+60±, at which point the right-of-way gradually widens to 110 feet at station 554+55±, at which point the right-of-way narrows to 66 feet and continues at this width, as shown on valuation map V19-47.

EXCEPT at station 799+60± the right-of-way decreases to 55 feet and continues at this width until station 842+20±, at which point the right-of-way increases to 66 feet and continues at this width, as shown on valuation map V19-52 until end of property as shown on valuation map V19-53.

INCLUDING a triangular-shaped parcel in Crisfield adjacent to the western edge of the railroad right-of-way starting at station 847+50± and continuing to station 849+40±, as shown on valuation map V19-53.

Line No 198 & 199 ↑

*EASTERN SHORE*

*CRISFIELD BRANCH*

*LINE NO. 163*

REC: 1169 PAGE 734  
LIBER 806 PAGE 714

The line of railroad hereinbefore described is identified as Line No. 163 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

TOGETHER with the existing railroad track and appurtenances and existing bridges and culverts, buildings and other appurtenances located on the parcels of land hereinbefore described.

SUBJECT, however, to such state of facts that an accurate survey or a physical inspection of the property might disclose.

THIS DEED is delivered by Grantor and accepted by Grantee upon the understanding and agreement that: (1) the within conveyance is made without covenants of title or warranties, expressed or implied; and (2) should any claim adverse to the title hereby quitclaimed be asserted and/or proved, no recourse shall be had against the Grantor.

LINE No 163A

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LIBER 806 PAGE 715

MARYLAND - DEED

TOGETHER with all and every the rights, alleys, ways, waters, privileges, appurtenances and advantages to the same belonging or in anywise appertaining.

TO HAVE AND TO HOLD the premises above described and mentioned and hereby intended to be quitclaimed, free and clear of liens and encumbrances except such encumbrances arising from easements, leases or agreements assigned to the Grantee by the Grantor on the date of delivery of this Deed to the Grantee, together with the rights, privileges, appurtenances and advantages thereto belonging or appertaining unto and to the proper use and benefit of the said Grantee, the successors and assigns of the Grantee.

The Grantee agrees to take title to any buildings, structures or other improvements located on the property, subject to violations of law or ordinances, whether or not such violations are officially recorded and in an "as is--where is" condition, as of the date of the delivery of this Deed to the Grantee.

The Grantor hereby covenants that the Grantor will perform, execute, acknowledge and deliver any and all such further acts, deeds, assignments and other instruments as may be reasonably requested by the Grantee to confirm, clarify, identify or more precisely describe the real property and the easements and rights quitclaimed by this Deed, and to the effect the recordation of, or otherwise perfect, this Deed; it being understood, however, that the Grantor will not be requested to furnish surveys of any or all of said real property and that any expenses incurred in the performance of this covenant will be borne by the Grantee.

By acceptance of this Deed, the Grantee agrees to assume all obligations with respect to ownership, maintenance, repair, renewal or removal of the property, including drainage structures, culverts and bridges located thereon.

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LIBER 806 PAGE 716

Each party shall indemnify, defend and save harmless the other, its officers, employees, agents and representatives, from any obligations imposed by, or any penalties for violation of, any law, ordinance or regulations with respect to the respective party's ownership, maintenance, repair, renewal or removal of the property, or any claims or suits of any kind arising out of such obligations or violations, regardless of whether such claims or suits have been asserted as of the date of the acceptance of this Deed.

Each party shall further indemnify, defend and save harmless the other, its officers, employees, agents and representatives, from any and all liability for claims, suits, losses, damages, or injuries to persons or property of whatever nature or kind arising out of or dependent upon the respective party's ownership, management, maintenance, repair, renewal or removal of the property or operation of service thereon, regardless of whether such claims, suits, losses, damages or injuries have been asserted as of the date of this acceptance of the Deed.

All of the covenants of the Grantor and the Grantee, respectively, shall be deemed to be real covenants and shall run with the land.

THE words "Grantor" and "Grantee" used herein shall be construed as if they read "Grantors" and "Grantees", respectively, whenever the sense of this instrument so requires and whether singular or plural, such words shall be deemed to include in all cases the heirs or successors and assigns of the respective parties.

IN WITNESS WHEREOF the parties hereto have caused this Deed to be executed the day and year first above written.

TEST:

THE PENN CENTRAL CORPORATION

George H. Heim

By: Paul W. Olson  
PAUL W. OLSON, Director of Rail  
Corridor Sales and Marketing

Joseph J. Simpson

Attest: [Signature]  
SENIOR ASSISTANT Secretary

BALTIMORE AND EASTERN RAILROAD COMPANY

George H. Heim

By: J. M. [Signature]  
President

Joseph J. Simpson

Attest: [Signature]  
Secretary

STATE OF MARYLAND

Robert L. [Signature]

By: Charles H. Smith  
CHARLES H. SMITH, Administrator,  
State Railroad Administration  
Maryland Department of Transportation

David [Signature]

test: Thomas [Signature]





STATE OF MARYLAND,

FREDERICK COUNTY, to-wit:

I hereby certify that the foregoing is a true copy of the Original Deed by and between The Penn Central Corporation, et. al., as the Grantor, and the State of Maryland, Grantee.

as Recorded in Liber 1169 Folio 712 one of the Land Records of Frederick County, Maryland.

In Testimony Whereof, I hereto subscribe my name and affix the Seal of the Circuit Court for Frederick County, at Frederick, Maryland, this 22nd. day of April 1982 A. D.,



*Charles C. Keller*

Clerk of the Circuit Court for Frederick County, Maryland

RECEIVED IN  
CIRCUIT COURT  
CARROLL CO., MD.  
MAR 3 9 10 AM '82  
*Larry W. Shipley*  
LARRY W. SHIPLEY  
CLERK

I, Larry W. Shipley, Clerk of the Circuit Court for Carroll County, do hereby certify that the foregoing is a true copy of the original taken from the records of the said Circuit Court for Carroll County, in Liber LWS No. 806 Folio 692.



In Testimony Whereof, I hereto set my hand and affix the seal of the said Court this 24th Day of March 1982

*Larry W. Shipley*  
Larry W. Shipley, Clerk

Return to: 4505-44015 rd  
Chicago Title Insurance Company  
19 E. Fayette Street, Suite 300  
Baltimore, MD 21202  
(410) 230-9507

BOOK 4 766 PAGE 05321

Carroll County Commissioners  
RECORDATION TAX  
AMT: \$65000  
DATE: 2-17-06  
INITIALS: KH-

**QUITCLAIM DEED**

APR 2006

716757  
CARROLL CO

EXHIBIT B

This Quitclaim Deed made in three (3) counterparts, this 23rd day of January, 2006 by and between the State of Maryland to the use of the Maryland Department of Transportation, Maryland Transit Administration, and Robert L. Ehrlich, Jr., Governor of Maryland, William Donald Schaefer, Comptroller of the Treasury and Nancy K. Kopp, Treasurer of Maryland, herein collectively referred to as party of the first part, Grantor and Maryland Midland Railway, Inc., a Maryland Corporation, party of the second part, Grantee.

95  
648.70

Now, Therefore, This Quitclaim Deed Witnesseth: that in consideration of the premises and the sum of Three Hundred Thousand Dollars (\$300,000.00), the receipt whereof is hereby acknowledged, the said Grantor does hereby grant, convey, release, quitclaim and surrender unto the said Grantee, its successors and assigns, all of Grantor's right, title interest and estate in and to all those lots of ground situate in Carroll County, Frederick County, State of Maryland and Adams County, State of Pennsylvania and being more particularly described in Schedule "A" attached hereto and made a part hereof.

It is mutually understood and agreed by and between the parties hereto as follows:

- a) Grantor reserves a perpetual and exclusive easement for itself, its successors and assigns, to continue operations and common carrier obligations over the Property (Grantors Perpetual Easement) from Littlestown, Pennsylvania to North Glade Road in Frederick County, Maryland as described in Schedule 'A' attached hereto and made a part hereof.
- b) Grantor reserves for itself, its successors and assigns, a perpetual nonexclusive general occupancy easement, fifteen (15) feet in width, in, over, under, through and along the entire line, for uses such as, but not limited to, the construction, maintenance, operation, use, replacement, relocation, renewal and/or removal of a fiber optic communication system or other systems, which may consist of cables, lines or conduits of any kind beneath the surface of the property, together with the right periodically, to enter and use the surface to install and maintain same with Grantee's prior approval, which shall not be unreasonably withheld. Grantor for its use further reserves the right to assign such reserved general occupancy easement and rights (the "General Occupancy Easement"), in whole or in part, and to lease, license or permit third parties to use the General Occupancy Easement; provided, however, that the exercise of such rights does not unreasonable interfere with Grantee's safe and efficient use of the property, or any improvements thereon.
- c) Grantee covenants not to disturb or relocate any occupancy subsequently placed within Grantor's General Occupancy Easement, nor cause to suffer any interference with the enjoyment of use of the rights, interests and privileges created under the General Occupancy Easement. Grantee shall have the right to utilize the subject property for telecommunication opportunities and needs for State projects.
- d) In the event Grantee, its successors and assigns ceases to operate over the property for a period of two hundred seventy (270) days or more, the property shall be deemed abandoned by Grantee, its successors or assigns, and title shall revert by operation of law to Grantor, its successors or assigns.
- e) Grantor, by execution of this deed certifies that, notwithstanding the consideration of \$300,000.00 set forth herein, the amount allocated to the Pennsylvania property is \$8,340.00 and the amount allocated to Maryland is \$291,660.00 as more fully set forth in Exhibit "B" attached hereto.

Together with the buildings and improvements thereupon; and the rights, alleys, ways, waters, privileges, appurtenances and advantages to the same belonging or in anywise appertaining.

To have and to hold the said described lots of ground and premises, unto and to the use of the said Grantee, its successors and assigns.

STATE OF MARYLAND, CITY/COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY, that on this 26 day of May, 2005 before me, the subscriber, a Notary Public of the State aforesaid, personally appeared Robert L. Ehrlich, Jr., Governor of Maryland, William Donald Schaefer, Comptroller of Maryland and Nancy K. Kopp, Treasurer of Maryland, constituting the Board of Public Works of Maryland and acknowledged to foregoing instrument to be the act of said Board of Public Works of Maryland and executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and Notarial seal:

Maureen Boschen  
Notary Public



My Commissions Expires Maureen Boschen  
NOTARY PUBLIC  
Anne Arundel County, Maryland  
My Commission Expires 12/01/07

STATE OF MARYLAND, CITY/COUNTY OF \_\_\_\_\_, TO WIT:

I HEREBY CERTIFY, that on this \_\_\_\_\_ day of \_\_\_\_\_, 2005 before me, the subscriber, a Notary Public of the State aforesaid, personally appeared Lisa L. Dickerson to be the Acting Administrator of Maryland Transit Administration, an agency of The Maryland Department of Transportation acting for and on behalf of The State of Maryland and as such Acting Administrator she executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and Notarial seal:

\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_

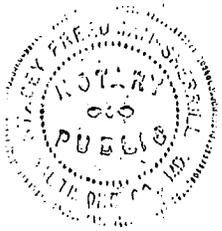
STATE OF MARYLAND, CITY/COUNTY OF Baltimore, TO WIT:

I HEREBY CERTIFY, that on this 1 day of July, 2005 before me, the subscriber, a Notary Public of the State aforesaid, personally appeared Lisa L. Dickerson, the Administrator of the Maryland Transit Administration, an agency of The Maryland Department of Transportation acting for and on behalf of the State of Maryland and as such Administrator she executed the foregoing instrument for the purpose therein contained.

WITNESS my hand and Notarial seal:

Stacey Freedman Sherrill  
Notary Public

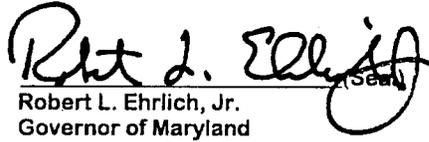
My Commission expires: MY COMMISSION EXPIRES 2/13/2006



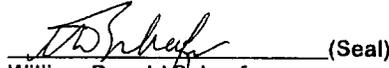
In Witness Whereof, the said Grantor has caused these presents to be duly executed on the day and year first above written.

WITNESS:

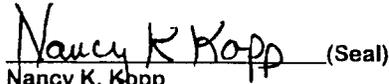
\_\_\_\_\_

 (Seal)  
Robert L. Ehrlich, Jr.  
Governor of Maryland

  
as to 3

 (Seal)  
William Donald Schaefer  
Comptroller of Maryland

\_\_\_\_\_

 (Seal)  
Nancy K. Kopp  
Treasurer

Approved by the Board of Public Works of the State of Maryland at a meeting held on the 16 the day of February, 2005, as Item 19-RP

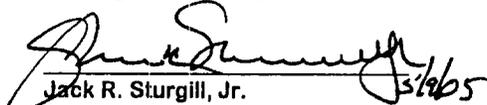
Constituting the Board of Public Works Of Maryland

State of Maryland  
Department of Transportation  
Maryland Transit Administration

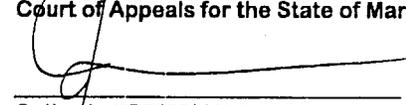


By  (Seal)  
Lisa L. Dickerson  
Administrator

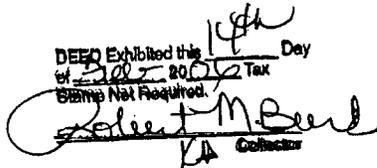
Approved as to form  
And legal sufficiency

  
Jack R. Sturgill, Jr.  
Special Assistant Attorney-General

I HEREBY CERTIFY that this Quit Claim Deed was prepared by or under the supervision of the undersigned, an attorney admitted to practice before the Court of Appeals for the State of Maryland.

  
~~Jeffrey W. Thompson~~  
Jeffrey W. Thompson

DEED Exhibited this 14<sup>th</sup> Day  
of Feb 2005 Tax  
Stamp Not Required.

  
Robert M. Beard  
Collector

## First Tract

ALL THAT PROPERTY situate in the Township of Germany, County of Adams and Commonwealth of Pennsylvania and in Taneytown Election District No. 1, Meyers Election District No. 3 and Middleburg Election District No. 10 in the County of Carroll and in Johnsville Election District No. 17, Woodsboro Election District No. 11, Walkersville Election District No. 26, Frederick Election District No. 2 and the City of Frederick in the County of Frederick all in the State of Maryland, being all right, title and interest of The Penn Central Corporation of, in and to all that certain piece or parcel of land and premises, easements, rights-of-way and other rights of any kind whatsoever appurtenant thereto, or used in conjunction therewith on and along a portion of the railroad of said The Penn Central Corporation (formerly Pennel Company) known as the Frederick Branch, said portion generally being as sixty-six feet wide, and described as follows:

BEGINNING at Littlestown in said Township of Germany, County of Adams and Commonwealth of Pennsylvania at a line drawn radially across said right-of-way of railroad through Mile Post 39 at station 2059.95± of said Frederick Branch as shown on valuation map V30-26;

THENCE extending in a general southwesterly direction on and along said 66-foot wide right-of-way of railroad approximately 30.03 miles, through the following locations: Kingsdale, Piney Creek, Galt, Taneytown, Crabster, Sharrets, Keymar, Ladiesburg, New Midway, Legore, Woodsboro, Walkersville, Fountain Rock, Retreat Grove and Harmony Grove, to the right-of-way line of

the Baltimore and Ohio Railroad in said City of Frederick, the place of ending at station 3647+04±, as shown on valuation map V31-28.

EXCEPT that the right-of-way is 50 feet wide at station 2059+95± and gradually decreases to 35 feet in width at station 2067+80± and continues at that width until station 2069+75, at which point it gradually increases to 41 feet wide at station 2070+25±, at which point it decreases gradually to 33 feet at station 2073+25±, at which point it gradually increases to 60 feet at station 2075+00±, at which point it gradually decreases to 50 feet at 2077+25, at which point it gradually increases to 61 feet at station 2079+80±, as shown on valuation map V30-26, at which point it gradually decreases to 33 feet at station 2083+73± and continues at this width until station 2088+78±, at which point it gradually increases to 72 feet at the northeast abutment of bridge number 39.60 at station 2091+56, continues at 60 feet wide starting at the southwest abutment of said bridge until station 2093+83, at which point it gradually increases to 80 feet wide at station 2097+70, at which point it begins to decrease to 60 feet wide at station 2100+75 and continues at this width until station 2101+89, at which point the right-of-way becomes 33 feet wide and continues at this width, as shown on valuation map V30-27.

EXCEPT at the northeast edge of a highway at station 2135+46 to the southwest edge of said highway at station 2135+71, the railroad only has an easement, as shown on valuation map V30-28.

EXCEPT at station 2147+29, the right-of-way is 42 feet wide and continues at that width until the northeast abutment at station 2155+37 of bridge number 40.8; at the southwest abutment at station 2155+74, the right-of-way is 40 feet wide and continues at that width until the Maryland-Pennsylvania line at station 2168+12, as shown on valuation map V30-28.

EXCEPT that at the Maryland-Pennsylvania line, the right-of-way is 71 feet wide and gradually narrows to 66 feet at station 2175+30, at which point the right-of-way gradually widens to 77 feet at station 2184+11, at which point the right-of-way gradually narrows to 71 feet at station 2185+86, at which point the right-of-way increases to 90 feet at station 2189+34±, at which point the right-of-way gradually decreases in width to 85 feet at station 2191+85, at which point the right-of-way widens to 100 feet at station 2192+85±, at which point the right-of-way gradually narrows to 80 feet at the north side of Piney Creek at station 2195+79±, at which point the right-of-way begins to widen to 100 feet at the south side of Piney Creek at station 2196+27±, at which point the right-of-way gradually narrows to 66 feet at station 2201+34, at which point the right-of-way gradually increases to 93 feet at station 2202+89, at which point the right-of-way decreases to 66 feet at station 2209+85± and continues at that width, as shown on valuation map V31-1.

EXHIBIT B  
Apportionment of Value

	Value	Ratio	Apportionment
Westminster-Cedarhurst (Carroll County)	\$10,987,866.49	44.48%	\$129,739.58
Walkersville-Taneytown (Frederick County)	\$13,713,316.41	55.52%	\$161,920.42
Total Value	\$24,701,182.90	100.00%	\$291,660.00

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EXCEPT at station 2220+92, the right-of-way gradually increases from 66 feet to 70 feet in width at station 2222+92 $\pm$ , at which point the right-of-way decreases to 66 feet at station 2225+92 $\pm$ , at which point the right-of-way increases to 75 feet at station 2228+57 $\pm$ , at which point the right-of-way decreases to 66 feet at station 2232+00 $\pm$ , and continues at this width, as shown on valuation map V31-2.

EXCEPT at station 2233+82 $\pm$ , the right-of-way gradually increases from 66 feet to 86 feet at station 2236+85 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2239+40 $\pm$  and continues at that width until station 2240+87 $\pm$ , at which point the right-of-way gradually widens to 69 feet at station 2241+17, at which point the right-of-way gradually increases to 110 feet wide at station 2245+95, at which point it gradually decreases to 66 feet at station 2251+87 $\pm$ , at which point the right-of-way gradually increases to 95 feet at station 2258+90 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2265+87 $\pm$ , at which point the right-of-way gradually increases to 91 feet wide at station 2269+55, at which point it gradually decreases to 66 feet wide at station 2273+39, all of the above being shown on valuation map V31-2, at which point the right-of-way gradually increases to 78 feet wide at valuation station 2276+40, at which point the right-of-way decreases to 66 feet at station 2280+88, at which point it increases to 96 feet wide at station 2283+99, at which point it gradually decreases to 66 feet wide at station 2286+35 and continues at this width until station 2290+85, at which point the right-of-way widens to 71 feet wide at station 2293+90, at which point the right-of-way gradually decreases to 66 feet wide at station 2296+86, at which point the right-of-way gradually widens to 76 feet wide at station 2297+86, at which point the right-of-way gradually decreases to 69 feet wide at station 2298+86, at which point in Galt the right-of-way gradually increases to 83 feet wide at station 2301-35, at which point the right-of-way gradually decreases to 70 feet wide at station 2303+48, at which point the right-of-way gradually increases to 73 feet wide at station 2304+83, at which point the right-of-way gradually increases to 84 feet at station 2306+45, at which point the right-of-way gradually decreases to 66 feet wide at station 2308+95, at which point the right-of-way gradually increases in width to 71 feet at station 2310+89, at which point the right-of-way decreases to 66 feet and continues at this width until station 2313+99, at which point the right-of-way gradually increases to 68 feet at station 2314+99 and continues at that width, as shown on valuation map V31-3.

EXCEPT that at station 2316+94, the right-of-way gradually increases to 80 feet at station 2320+60, at which point it gradually decreases to 66 feet at station 2322+60, at which point the right-of-way gradually increases to 74 feet at station 2323+20, at which point the right-of-way gradually decreases to 66 feet at station 2324+90 and continues at that width, as shown on valuation map V31-3.

EXCEPT that at station 2327+53, the right-of-way gradually increases to 78 feet at station 2329+08, at which point the right-of-way gradually decreases in width to 77 feet at station 2330+87, at which point the right-of-way gradually increases in width to 82 feet at station 2333+07, at which point the right-of-way gradually decreases in width to 66 feet at station 2336+07, at which point the right-of-way gradually increases in width to 110 feet at station 2341+30, at which point the right-of-way decreases in width to approximately 66 feet at station 2344+00 $\pm$ , at which point the right-of-way gradually increases to 90 feet wide at station 2347+50, at which point the right-of-way gradually decreases to 66 feet in width at station 2352+98 $\pm$ , at which point the right-of-way gradually increases to 77 feet wide at station 2353+98 $\pm$ , at which point the right-of-way gradually decreases to 71 feet wide at station 2356+05, at which point the right-of-way becomes 66 feet wide and continues at that width, as shown on valuation map V31-4.

EXCEPT that at station 2402+24, the right-of-way is 92 feet wide and gradually decreases to 66 feet in width at station 2404+99, at which point the right-of-way gradually widens to 96 feet at station 2411+93, at which point the right-of-way gradually narrows to 66 feet at station 2415+93, at which point the right-of-way gradually increases to 136 feet in width at station 2420+80, at which point the right-of-way gradually decreases to 79 feet wide at station 2424+50, at which point the right-of-way is 32 feet wide and gradually increases to 39 feet in width at station 2430+01, all of the above as shown on valuation map V31-5, at which point the right-of-way gradually narrows to 28 feet at station 2433+47 $\pm$ , at which the right-of-way gradually increases to

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40 feet in width at station 2439+13, at which point the right-of-way gradually decreases to 28 feet at station 2440+10 $\pm$  and continues at this width until station 2442+05 $\pm$ , at which point the right-of-way gradually increases to 50 feet in width at station 2447+68 $\pm$  and continues at this width until station 2447+93 $\pm$ , at which point it gradually widens to 106 feet in width at station 2448+00, at which point it gradually narrows to 86 feet in width at station 2452+09, at which point it gradually decreases to 66 feet at station 2452+75 and continues at this width in Taneytown, as shown on valuation map V31-6.

EXCEPT that at station 2457+47, the right-of-way gradually increases from 66 feet to 109 feet in width at station 2465+50, at which point the right-of-way gradually decreases to 66 feet at station 2473+01 $\pm$ , all the above shown on valuation map V31-6, at which point the right-of-way gradually increases to approximately 157 feet in width at station 2492+18, at which point the right-of-way gradually decreases to 66 feet at station 2498+05 $\pm$ , at which point the right-of-way gradually increases to 80 feet in width at station 2500+77, at which point the right-of-way decreases to 68 feet and gradually to 40 feet at the centerline of Crouse Mill Road, from which point to the western edge of said highway at station 2512+25, the railroad has an easement for operations, from which point the right-of-way is approximately 80 feet and gradually increases to 83 feet in width at station 2514+25 $\pm$ , at which point the right-of-way decreases to 80 feet in width at station 2515+55, at which point the right-of-way is reduced to 35 feet and continues at this width, as shown on valuation map V31-7.

EXCEPT at station 2531+61 the right-of-way is 66 feet and gradually increases to 102 feet wide at station 2535+15, at which point the right-of-way gradually decreases to 66 feet at station 2537+18 $\pm$ , as shown on valuation map V31-7, at which point it gradually increases to 70 feet in width at station 2539+12 $\pm$ , at which point the right-of-way gradually decreases to 66 feet in width at station 2541+10 $\pm$ , at which point the right-of-way gradually increases to 94 feet in width at station 2542+10 $\pm$ , at which point the right-of-way gradually decreases to 66 feet in width at station 2543+60, at which point the right-of-way gradually increases to 80 feet in width at station 2545+10 $\pm$ , at which point the right-of-way decreases to 66 feet at station 2547+10 $\pm$  and continues at that width, as shown on valuation map V31-8.

EXCEPT at station 2551+05 $\pm$ , the right-of-way increases from 66 feet to 75 feet at station 2552+10 $\pm$  and continues at that width, as shown on valuation map V31-8.

EXCEPT at station 2557+13 $\pm$  the right-of-way gradually decreases from 75 feet to 66 feet at station 2560+85, at which point the right-of-way increases to 78 feet in width at station 2563+11 $\pm$ , at which point the right-of-way gradually decreases to 66 feet in width in Crabster at station 2569+10 $\pm$ , at which point the right-of-way increases to 73 feet in width at station 2571+10 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2573+10 $\pm$ , at which point the right-of-way increases to 79 feet in width at station 2576+10 $\pm$ , at which point the right-of-way decreases to 66 feet in width at station 2579+10 $\pm$ , at which point the right-of-way gradually increases to 69 feet in width at station 2580+10, at which point the right-of-way gradually decreases to 66 feet at station 2582+11 $\pm$ , the right-of-way gradually increases from 66 feet to 69 feet at station 2585+09, as shown on valuation map V31-8, at which point the right-of-way increases to 75 feet at station 2592+17, at which point the right-of-way increases to approximately 110 feet and from which point the right-of-way gradually decreases to 70 feet at station 2595+37 $\pm$ , at which point the right-of-way gradually increases to 71 feet at station 2597+16 $\pm$ , at which point the right-of-way gradually decreases to 70 feet at station 2602+21 $\pm$ , at which point the right-of-way gradually increases to 73 feet at station 2605+21 $\pm$ , at which point the right-of-way gradually decreases to 67 feet at station 2611+15 $\pm$ , at which point the right-of-way gradually increases to 73 feet at station 2613+15 $\pm$ , at which point it gradually decreases in width to 61 feet at station 2619+87, at which point the right-of-way increases to 64 feet and gradually increases to 89 feet at station 2637+15 $\pm$ , at which point the right-of-way gradually decreases to 85 feet at station 2640+44, at which point the right-of-way gradually increases to 106 feet at station 2642+95, as shown on valuation map V31-9, at which point the right-of-way gradually decreases to 66 feet at station 2646+70, at which point the right-of-way gradually increases to 85 feet at station 2652+18 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2656+33 $\pm$ , at which point the right-of-way gradually increases to 107 feet at station 2658+35, at which point the right-of-way gradually decreases to 66 feet at station 2660+15 $\pm$ , at which point the right-of-way gradually increases to 72 feet at station

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2661+20 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2665+23, at which point the right-of-way gradually increases to 78 feet at station 2667+31 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2677+10 $\pm$ , at which point, in Sharretts, the right-of-way gradually increases to 98 feet at station 2680+20, at which point the right-of-way gradually decreases to 71 feet at station 2681+42 and continues at that width until station 2681+67, at which point the right-of-way gradually increases to 100 feet at station 2682+70, at which point the right-of-way gradually decreases to 66 feet at station 2684+18 $\pm$ , at which point the right-of-way gradually increases to 84 feet at station 2685+75 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2690+15 $\pm$  and continues at that width, as shown on valuation map V31-10.

EXCEPT at station 2697+22 $\pm$  the right-of-way gradually increases from 66 feet to 173 feet at station 2700+65, at which point the width decreases to 140 feet and continues to gradually decrease to 120 feet at the north edge of Big Pipe Creek at station 2704+21 $\pm$ , at which point the right-of-way decreases to 66 feet and continues at that width as shown on valuation map V31-11 at the east side of Mt. Union Road at station 2731+59 through which to the west edge of said road, at station 2731+89, the railroad has an easement for operations, from which point the right-of-way is 66 feet and continues at that width, as shown on valuation map V31-11.

EXCEPT at the northern side of the Western Maryland Railway at station 2740+63 through which to the southern side of said railway, at station 2741+37, the railroad has an easement for operations and from which point the railroad right-of-way is 66 feet and continues at that width, as shown on valuation map V31-11.

EXCEPT at the north edge of Middleburg Road at station 2754+90 to the south edge of said road at station 2755+45, the railroad has an easement for operations and from the south edge the right-of-way is 66 feet wide and continues at that width, as shown on valuation map V31-12.

EXCEPT at station 2775+86 $\pm$  the right-of-way is 50 feet wide and continues at that width until the northeastern edge of Little Pipe Creek at station 2777+87 $\pm$ .

EXCEPT starting at the northwestern edge of Little Pipe Creek at station 2779+13 $\pm$ , the right-of-way is 50 feet wide and continues at that width to station 2782+11, at which point the right-of-way is 140 feet wide and gradually decreases to 66 feet wide at station 2784+98, at which point the right-of-way gradually increases to 82 feet wide at station 2787+48, at which point the right-of-way gradually decreases to 66 feet at station 2791+49 $\pm$ , at which point the right-of-way gradually increases to 86 feet at station 2791+99, at which point the right-of-way gradually decreases to 81 feet at station 2793+74, at which point the right-of-way gradually increases to 88 feet at station 2795+49, at which point the right-of-way gradually increases to 96 feet at station 2800+20 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 2891+27 and continues at that width, as shown on valuation map V31-12.

EXCEPT at station 2819+42, the right-of-way gradually increases from 66 feet to 90 feet at station 2821+75, at which point the right-of-way gradually decreases to 66 feet at station 2823+46, at which point the right-of-way gradually increases to 122 feet at station 2824+00, at which point the right-of-way gradually decreases to 66 feet at station 2824+75, at which point the right-of-way gradually decreases to 76 feet at station 2826+75, at which point the right-of-way gradually increases to 81 feet at station 2825+75, at which point the right-of-way gradually increases to 93 feet at station 2827+75, at which point the right-of-way gradually decreases to 79 feet at station 2832+47, at which point the right-of-way gradually increases to 126 feet at station 2834+02, at which point the right-of-way gradually decreases to 73 feet at station 2835+20, at which point the right-of-way gradually increases to 100 $\pm$  feet wide at station 2837+77, at which point the right-of-way decreases to 78 feet at station 2846+79 and continues at that width until station 2847+79, at which point the right-of-way gradually widens to 94 feet at station 2850+79, at which point the right-of-way gradually decreases to 88 feet at station 2851+04, at which point the right-of-way gradually widens to 115 feet at station 2854+80, all of the above as shown on valuation map V31-13, at which point the right-of-way gradually decreases in Ladiesburg to 73 feet at station 2863+28 $\pm$ , at which point the right-of-way gradually increases 80 feet at station 2865+57 and continues at that width until station 2865+91, at which point the right-of-way gradually decreases in width to 78

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feet at station 2869+35, at which point the right-of-way gradually increases in width to 83 feet at station 2870+35, at which point the right-of-way gradually decreases in width to 70 feet at station 2874+82 and continues at that width until station 2876+35, at which point the right-of-way gradually increases in width to 76 feet at station 2879+35, at which point the right-of-way gradually decreases to 66 feet at station 2884+48 and continues at that width, as shown on valuation map V31-14.

EXCEPT that at station 2917+66±, the right-of-way gradually increases in width from 66 feet to 69 feet at station 2929+57 at which point the right-of-way increases to 75 feet and gradually increases to 79 feet, at station 2933+37±, at which point the right-of-way gradually decreases to 75 feet at station 2935+36±, at which point the right-of-way gradually increases to 93 feet at station 2937+36, at which point the right-of-way gradually decreases to 66 feet at station 2939+27, at which point the right-of-way gradually increases in width to 80 feet at station 2939+87, at which point the right-of-way gradually decreases in width to approximately 66 feet at station

2942+35, at which point the right-of-way gradually increases in width to approximately 86 feet at station 2944+10, at which point the right-of-way gradually decreases to 79 feet at station 2944+40, at which point the right-of-way gradually increases to 84 feet at station 2945+62, at which point the right-of-way gradually decreases to 70 feet at station 2948+38, at which point the right-of-way gradually increases to 86 feet at station 2954+87, at which point the right-of-way gradually decreases in width to 66 feet at station 2957+50 and continues at this width, as shown on valuation map V31-15.

EXCEPT that at station 2964+23, the right-of-way gradually increases in width from 66 feet to 87 feet at station 2973+65, at which point the right-of-way gradually decreases in width to 66 feet at station 2978+40, at which point the right-of-way gradually increases in width to 81 feet at station 2985+80±, at which point the right-of-way gradually decreases to approximately 75 feet at station 2986+25, at which point the right-of-way gradually increases to 93 feet at station 2991+40±, at which point the right-of-way gradually decreases to 66 feet at station 2996+90, at which point the right-of-way gradually widens to 78 feet at the east side of Oak Hill Road at station 3001+36 through which to the west edge of said road, at station 3001+75 the railroad has an easement for operations, at which point the right-of-way is 66 feet which continues until station 3005+92, at which point the right-of-way gradually increases to 83 feet at station 3006+80, at which point the right-of-way gradually decreases to 66 feet at station 3009+80± and continues at that width, as shown on valuation map V31-16.

EXCEPT the right-of-way at station 3018+40 is 103 feet wide and gradually decreases in width to 66 feet at station 3024+93, at which point the right-of-way gradually increases in width to 96 feet at station 3023+45±, at which point the right-of-way gradually decreases to 66 feet at station 3035+56, at which point the right-of-way gradually increases to 82 feet at station 3048+21, at which point the right-of-way gradually decreases in width to 70± feet at station 3050+50±, at which point the right-of-way gradually increases in width to 79 feet at station 3054+50±, at which point the right-of-way gradually decreases in width to 66 feet at station 3057+53, at which point the right-of-way, as shown on valuation map V31-17, gradually increases in width to 110 feet at station 3067+13, at which point the right-of-way decreases to 66 feet at station 3076+67± and continues at that width until the northern edge of Maryland 550 at station 3081+70, at which point the right-of-way gradually widens to 75 feet at station 3086+64, at which point the right-of-way gradually decreases to 71 feet at station 3090+63, at which point the right-of-way gradually widens to 79 feet at station 3094+74±, at which point it gradually decreases in width to 73 feet at station 3100+96±, at which point it gradually increases in width to 79 feet at station 3102+68±, at which point the right-of-way gradually decreases to 72 feet at station 3104+59±, at which point the right-of-way gradually increases to 77 feet at station 3113+63±, at which point the right-of-way gradually decreases to 66 feet at station 3115+13, all of the above being shown on valuation map V31-18, at which point the right-of-way gradually increases in width to 85 feet at station 3118+52, at which point the right-of-way decreases in width to 66 feet at station 3134+38 and continues at that width as shown on valuation map V31-19.

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EXCEPT that at station 3157+18, the right-of-way gradually increases from 66 feet to 72 feet at station 3157+65±, at which point the right-of-way gradually decreases to 66 feet at station 3161+68, at which point the right-of-way gradually increases to 79 feet at station 3163+64±, at which point the right-of-way gradually decreases to 66 feet at station 3169+84, as shown on valuation map V31-19, at which point the right-of-way gradually increases in width to 72 feet at station 3174+67±, at which point the right-of-way gradually decreases to 66 feet at station 3176+77± and continues at that width until station 3181+18, at which point the right-of-way gradually increases to 76 feet at station 3182+43, at which point the right-of-way gradually decreases to 66 feet at station 3182+70±, at which point the right-of-way gradually increases in width to 77 feet at station 3186+18, at which point the right-of-way gradually decreases in width to 66 feet at station 3189+50± and continues at that width, as shown on valuation map V31-20.

EXCEPT that at station 3203+12± the right-of-way increases from 66 feet in width to 73 feet at station 3203+19, at which point it gradually decreases to 72 feet at station 3205+71±, at which point the right-of-way gradually increases to 89 feet at station 3210+71±, at which point in McAleer the right-of-way gradually decreases to 68 feet at station 3212+79± and continues at that width until station 3215+69±, at which point the right-of-way gradually increases in width to 74 feet at station 3217+20±, and continues at this width until station 3221+24, as shown on valuation map V31-20, at which point the right-of-way gradually decreases in width to 66 feet at station 3228+75± and continues at this width until station 3229+80±, at which point the right-of-way gradually increases in width to 73 feet at station 3231+72±, at which point the right-of-way gradually decreases in width to 71 feet at station 3233+71±, at which point the right-of-way gradually increases in width to 93 feet at station 3239+75±, at which point the right-of-way gradually decreases in width to 66 feet at station 3251+57±, at which point the right-of-way gradually increases in width to 81 feet at station 3257+47, at which point the right-of-way gradually increases to 84 feet at station 3258+37, at which point the right-of-way gradually decreases to 66 feet at station 3252+76±, at which point the right-of-way gradually decreases to 66 feet at station 3259+63±, at which point the right-of-way gradually increases to approximately 85 feet at station 3261+72±, at which point the right-of-way gradually decreases to 66 feet in width at station 3267+70±, as shown on valuation map V31-21, at which point the right-of-way gradually increases to 75 feet at station 3276+62±, at which point the right-of-way decreases to 69 feet at station 3278+22± and continues at that width until station 3280+70±, at which point the right-of-way gradually decreases to 66 feet at station 3281+93, at which point the right-of-way gradually increases to 77 feet at station 3283+82±, at which point the right-of-way gradually decreases to 75 feet at the northeastern edge of Glade Road at station 3285+02, through which said road the railroad has an easement for operation, to the southwestern edge of said road to station 3285+38, at which point the right-of-way is 66 feet wide and gradually increases in width to 68 feet at station 3288+43, at which point the right-of-way gradually decreases to 66 feet at station 3292+71 and continues at that width as shown on valuation map V31-22.

EXCEPT that at station 3332+78 the right-of-way is approximately 72 feet wide, at which point the right-of-way gradually decreases to 69 feet at station 3334+78± and continues at that width until station 3338+80±, at which point the right-of-way gradually increases in width to 79 feet at station 3340+75±, at which point the right-of-way gradually decreases in width to 66 feet at station 3344+28, at which point the right-of-way gradually increases to 71 feet at station 3345+81±, at which point the right-of-way gradually decreases in width to 69 feet at station 3349+75±, at which point the right-of-way gradually increases in width to 81 feet at station 3351+90±, at which point the right-of-way gradually decreases in width to 66 feet at station 3353+28 and continues at that width as shown on valuation map V31-23.

EXCEPT that at station 3357+88±, the right-of-way gradually increases from 66 feet to 84 feet at station 3360+80±, at which point the right-of-way gradually decreases to 66 feet at station 3363+77±, at which point the right-of-way gradually increases to 86 feet at station 3365+76±, at which point the right-of-way gradually decreases in width to 66 feet at station 3369+80± and continues at that width as shown on valuation map V31-23.

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EXCEPT that at station 3373+30, the right-of-way gradually increases from 66 feet to 85 feet at the eastern edge of Fountain Rock Road at station 3375+76 and continues at this width to the western edge of said road at station 3376+16, at which point the right-of-way gradually decreases in width to 66 feet at station 3379+30, at which point the right-of-way gradually increases to 92 feet at station 3380+82 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 3383+32, as shown on valuation map V31-23, at which point the right-of-way gradually increases in width to 73 feet at station 3385+37 $\pm$ , at which point the right-of-way gradually decreases to 66 feet in width at station 3388+85 $\pm$ , at which point the right-of-way gradually increases in width to 85 $\pm$  feet at station 3390+82 $\pm$ , at which point the right-of-way gradually decreases in width to 66 feet at station 3392+83 and continues at that width, as shown on valuation map V31-24.

EXCEPT that at station 3399+37, the right-of-way gradually increases to 78 feet at station 3401+89 $\pm$ , at which point the right-of-way gradually decreases to 75 feet at the eastern edge of Retreat Road at station 3405+04 through said road the railroad has an easement for operations to the western edge at station 3405+31, at which point the right-of-way gradually decreases from 75 feet to 66 feet at station 3407+85 and continues at that width as shown on valuation map V31-24.

EXCEPT that at station 3413+61, the right-of-way gradually increases in width from 66 feet to 79 feet at station 3415+36, at which point the right-of-way gradually decreases in width to 66 feet at station 3418+10 $\pm$  and continues at that width until station 3419+8 $\pm$ , at which point the right-of-way gradually widens to 81 feet at station 3423+85, at which point the right-of-way gradually decreases in width to 66 feet at station 3426+00, at which point the right-of-way gradually increases in width to 75 feet at station 3429+95 $\pm$ , at which point the right-of-way gradually decreases in width to 66 feet at station 3432+90 $\pm$ , as shown on valuation map V31-24, at which point the right-of-way gradually increases in width to 124 feet at station 3442+60, at which point the right-of-way is 66 feet wide and continues at that width to the northeastern edge of the Monocacy River at station 3444+27, as shown on valuation map V31-25.

EXCEPT that at the southwestern edge of the Monocacy River at station 3445+98 $\pm$ , the right-of-way is 66 feet wide and gradually increases in width to 91 feet at station 3447+93 $\pm$ , at which point the right-of-way gradually decreases in width to 66 feet at station 3451+88, at which point the right-of-way increases in width to 92 feet at station 3453+90 $\pm$ , at which point the right-of-way gradually decreases in width to 90 feet at station 3459+85 $\pm$ , at which point the right-of-way is further gradually reduced to 66 feet at station 3461+90, at which point the right-of-way gradually increases in width to 71 feet at station 3463+40, at which point the right-of-way gradually decreases to 66 feet at station 3464+40, at which point the right-of-way gradually increases to 77 $\pm$  feet at station 3465+95 $\pm$ , at which point the right-of-way gradually decreases to 73 feet at station 3469+90 $\pm$ , at which point the right-of-way gradually increases to 95 $\pm$  feet at station 3473+94 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 3480+00 $\pm$ , at which point the right-of-way increases to 71 feet at station 3481+47 and continues at that width, as shown on valuation map V31-25.

EXCEPT that the right-of-way gradually decreases from 71 feet at station 3486+76 to 70 feet at station 3492+53 and this width continues to the eastern edge of Maryland 355, at which point the right-of-way is 68 feet in width through the crossing of said road at station 3494+88 and continues at this width until station 3496+67 $\pm$ , at which point the right-of-way gradually increases to 100 feet in width and continues at this width, as shown on valuation map V31-26.

EXCEPT that the right-of-way is 83 feet wide at station 3499+23 and gradually decreases to 66 feet at station 3503+01 $\pm$ , at which point the right-of-way gradually increases to 109 feet at station 3506+02 $\pm$ , at which point the right-of-way gradually decreases to 66 feet at station 3511+00 $\pm$ , at which point the right-of-way gradually increases to 84 feet at station 3515+05 $\pm$ , at which point the right-of-way gradually decreases to 61 feet at station 3525+87, at which point the right-of-way gradually increases to 91 feet at station 3533+35, at which point the right-of-way gradually decreases to 72 feet at station 3537+11, at which point the right-of-way gradually increases

## First Tract

to 80 feet in width at station 3539+08, at which point the right-of-way increases to 93 feet in width and gradually decreases as shown on valuation map V31-26, to 66 feet in width at station 3544+37± and continues at this width until station 3545+37±, at which point the right-of-way gradually increases in width to 102 feet at station 3549+42, at which point the right-of-way decreases to 78 feet in width at station 3552+08, at which point the right-of-way increases in width to 84± feet in width at station 3553+33±, at which point the right-of-way decreases in width to 60 feet at the northern edge of Frederick & Woodsboro Turnpike (Maryland 355) at station 3555+89± through said road the railroad has an easement for operation to the southern edge at station 3556+96, at which point the right-of-way is 30 feet wide and continues at that width, as shown on valuation map V31-27.

EXCEPT that at the northern edge of 8th Street in Frederick at station 3600+45±, the railroad has an easement for operations and said easement continues in East Street until the southern edge of Patrick Street at station 3638+16, at which point the right-of-way is 40 feet wide to the northern edge of Carroll Creek at station 3640+63, as shown on valuation map V31-28.

EXCEPT that from the southern edge of Carroll Creek, at station 3641+43, the right-of-way is 50± feet wide until station 3643+78; at which point the right-of-way is 35 feet until station 3647+05±, at which point is the junction with the B&O, as shown on valuation map V31-28.

EXCEPT that the right-of-way for operational purposes for the passing track from south of 7th Street at station 3607+23 paralleling the eastern edge of East Street to north of 5th Street at station 3613+91 is 35 feet wide as is the right-of-way for the spur from said passing track near 6th Street into the property of Reliable Junk, as shown on valuation map V31-28.

EXCEPT that the right-of-way providing service west of East Street from 4th Street to 7th Street is 20 feet wide except that where crossing all public roads, the railroad has an easement for operations, as shown on valuation map V31-28.

EXCEPT that spur from East Street at station 3618+23 to 5th Street, has a 20-foot wide right-of-way from the eastern edge of East Street to the centerline of 5th Street and from that point to the crossing of Pine Street at 5th Street to the edge of Clorox's property, the railroad has an easement for operations, as shown on valuation map V31-28.

EXCEPT that the spur from the centerline of 5th Street to Pine Street has a 33-foot right-of-way until the northern edge of 4th Street, at which point the railroad has an easement for operations until the southern edge of 4th Street, at which point the right-of-way is 33 feet wide until the northern edge of Church Street, at which point the railroad has an easement for operations until the southern edge of Church Street, at which point the right-of-way is approximately 23 feet wide until its place of ending; except the Grantor reserves the right for one year from the date of the execution of this deed to remove the track from the end-of-switch in 5th Street to the place of ending.

INCLUDING, in Galt, a triangular-shaped parcel adjacent to the northwest edge of the railroad right-of-way starting at station 2302+05± and ending at station 2303+48, as shown on valuation map V31-3.

INCLUDING, in Galt, a triangular-shaped parcel adjacent to the southeast edge of the railroad right-of-way starting at station 2302+50± and ending at station 2303+48, as shown on valuation map V31-3.

INCLUDING parcel B, indicated as MDB000-079, adjacent to west edge of the railroad right-of-way starting at station 2700+65 and continuing to the northern edge of Big Pipe Creek at station 2703+50±, as shown on valuation map V31-11, containing 27,475 square feet.

INCLUDING parcel A, indicated as MDB000-067, adjacent to the east edge of the railroad right-of-way starting at 2700+65 and continuing to the northern edge of Big Pipe Creek at station 2703+50±, as shown on valuation map V31-11, containing 3.75 acres.

INCLUDING an irregularly-shaped parcel C, indicated as MDB000-257, adjacent to the west edge of the railroad right-of-way starting at 2727+20± and continuing to the northern edge of Mt. Union Road at station 2731+59, as shown on valuation map V31-11, containing 13,200 square feet.

First Tract

INCLUDING an irregularly-shaped parcel A, indicated as MDB000-269, starting at the southwest edge of the Western Maryland Railway, as shown on valuation map V31-11, and extending to the northern edge of Middleburg Road, being adjacent to the southwestern railroad right-of-way from station 2751+41± and ending at station 2754+90±, as shown on valuation map V31-12, containing 10.91 acres.

INCLUDING an irregularly-shaped parcel B, indicated as MDB000-272, adjacent to the northwestern edge of the railroad right-of-way starting at station 2751+41 and ending at the northern edge of Middleburg Road at station 2754+90±, as shown on valuation map V31-12, containing 20,908 square feet.

INCLUDING a generally triangular-shaped parcel C, indicated as MDB000-284, adjacent to the northwestern edge of the railroad right-of-way starting at the southern edge of Middleburg Road at station 2755+25± to station 2758+66±, as shown on valuation map V31-12, containing 14,800 square feet.

INCLUDING a generally triangular-shaped parcel D, indicated as MDB000-296, adjacent to the southeastern edge of the railroad right-of-way starting at the southern edge of Middleburg Road at station 2755+25± to station 2759+12±, as shown on valuation map V31-12, containing 33,200 square feet.

INCLUDING an irregularly-shaped parcel A, indicated as MDB000-094, adjacent to the southeastern edge of the railroad right-of-way starting at station 3118+56 to station 3126+93±, as shown on valuation map V31-19, containing 1.56 acres.

EXCEPTING THEREOUT AND THEREFROM:

A STRIP OR PARCEL of land, identified as parcel number MDB000-082, located at Woodsboro in Woodsboro Election District No. 11, being 150 feet wide and approximately 1,000 feet long, adjoining the herein described right-of-way on the west fronting on the northwardly line of Gravel Hill Road, as shown on valuation map V31-18.

The line of railroad hereinbefore described is identified as Line Nos. 198 and 199 in the records of the United States Railway Association. The Grantor has delivered a copy of each valuation map referred to in this description to the Grantee. Such valuation maps are on file in the offices of the Maryland Department of Transportation, State Railroad Administration, Elm Road, P.O. Box 8755, Baltimore/Washington International Airport, Maryland 21240 and are incorporated by reference herein and made a part hereof.

Together with all of Grantor's right, title and interest in and to the right-of-way, bridges, culverts, buildings, full length of track, and other track material within at-grade crossing along the Taneytown to Walkersville rail line (as shown on Schedule "B" attached hereto and made a part hereof), the at-grade crossing signaling facilities and other appurtenances and improvements located thereon.

Saving and excepting the following parcels as shown on the Right of Way Tracks Maps for the Littlestown, PA to Walkersville, MD rail Line:

Parcel B, indicated as MDB000-067, adjacent to the east edge of the railroad right-of-way starting at station 2700+65 and continuing to northern edge of Big Pipe Creek at station 2703+50 +/-, as shown on valuation map V31-11, containing 27,475 square feet.

Parcel A, indicated as MDB000-067, adjacent to the east edge of the railroad right-of-way starting at station 2700+65 and continuing to the northern edge of Big Pipe Creek at station 2703+50 +/-, as shown on valuation map V31-11, containing 3.75 acres.

An irregularly-shaped parcel A, indicated as MDB000-269, starting at the southwest edge of the Western Maryland Railway, as shown on valuation map V31-11, and extending to the northern edge of Middleburg Road, being adjacent to the southwestern railroad right-of-way from station 2751+41 +/- and ending at station 2754+90 +/-, as shown on valuation map V31-12, containing 10.91 acres.

An irregularly-shaped parcel B, indicated as MDB000-272, adjacent to the northwestern edge of the railroad right-of-way starting at station 2751+41 and ending at the northern edge of Middleburg Road at station 2754+90 +/-, as shown on valuation map V31-12, containing 20,908 square feet.

First Tract

A generally triangular-shaped parcel C, indicated as MDB000-284, adjacent to the northwestern edge of the railroad right-of-way starting at the southern edge of Middleburg Road at station 2755+25 +/- to station 2758+66 +/-, as shown on valuation map V31-12, containing 14,800 square feet.

A generally triangular-shaped parcel D, indicated as MDB000-296, adjacent to the southeastern edge of the railroad right-of-way starting at the southern edge of Middleburg Road at station 2755+25 +/- to station 2759+12 +/-, as shown on valuation map V31-12, containing 33,200 square feet.

An irregularly-shaped parcel A, indicated as MDB000-094, adjacent to the southeastern edge of the railroad right-of-way starting at station 3118+56 to station 3126+93 +/-, as shown on valuation map V31-19, containing 1.56 acres.

Also, Saving and Excepting the parcel containing 0.769 +/- acres of land situated, lying and being at Tannery in Carroll County and State of Maryland, lying on and adjacent to the northerly right of way limits of the said WMRC and being part of tracts of land called "Rochester Resurveyed", "Wilmonts Discovery", and "Gills Prospect" and contained within the following metes and bounds, courses and distances, as described on the attached deed from The Carroll Oak Tanning Company of Carroll County unto Western Maryland Railway Company, dated June 13, 1917.

Also Saving and Excepting from the above described property, all those lots or parcels thereof heretofore conveyed by Grantor including but not limited to a Deed from the State of Maryland to the use of the Maryland Department of Transportation, et. Al. to Banctec, Inc. dated March 21, 1991 and recorded among the Land Records of Frederick County in Liber 1703, Folio 431.

## Schedule "A"

## Second Tract:

All that tract of land situate in Carroll County, State of Maryland and known as the Cedarhurst Westminster Line, situate between Cedarhurst and Westminster, Carroll County, Maryland, beginning at Railway Valuation Station 1124+40, Valuation Section Map 1-1, Sheet 11, at or near Cedarhurst and extending in a generally northwesterly and westerly direction as shown on Western Maryland Railway Company Drawing No. RE+IDD-676 dated April 11, 1983, approximately 8.25 miles in length and generally sixty-six (66) feet in width, to Railway Valuation Station 1560+40, Valuation Section Map 1-1, Sheet 15, at or near Westminster, containing approximately 69.8 acres of land, more or less.

Together with all of Grantor's right, title and interest in and to the right of way, bridges, culverts, buildings, full length of track material along the Cedarhurst to Westminster rail line as shown on Schedule "C" attached hereto and made a part hereof.

Saving and Excepting from the above described property, all those lots or parcels thereof heretofore conveyed by Grantor.

EXHIBIT C

THIS DEED made this 1st day of May in the year One Thousand Nine Hundred and Ninety (1990),  
BY AND BETWEEN CONSOLIDATED RAIL CORPORATION,

CRC/F 65.00  
DEED 65.00 #  
SA CLERK #79394 0001 R02 T08:41  
a 05/14/90

Corporation of the Commonwealth of Pennsylvania, having an office at Six Penn Center Plaza, Philadelphia, Pennsylvania, 19103, hereinafter referred to as the Grantor, and MASS TRANSIT ADMINISTRATION, an agency of the State of Maryland, having a mailing address of 300 West Lexington Street, Baltimore, Maryland 21201-3415, hereinafter referred to as the Grantee;

WITNESSETH, that in consideration of the sum of ONE DOLLAR (\$1.00) and other good and valuable consideration, the said Grantor does remise, release and forever quitclaim unto the said Grantee, the successors and assigns of the said Grantee, all right, title and interest of the said Grantor of, in and to,

ALL THAT CERTAIN property of Grantor, together with all the improvements thereon, being a portion of Grantor's Cockeysville Branch identified as Line Code 1224 in its corporate records and also being a part or portion of the former Northern Central Railway Company's line of railroad known as Penn Central Northern Central Branch and further identified as Line Code 1224 in the Recorder's Office of the City of Baltimore, Maryland in Liber 6231, at page 098, and which property is generally indicated on Grantor's Case Plan No. 69458-A, Valuation Map Nos. V-1/7 through V-1/16, which are attached hereto and made a part hereof as Attachment "A", and generally described as follows:

SITUATE in the County of Baltimore, Maryland, and BEGINNING at the Boundry Line between the City of Baltimore, Maryland and the County of Baltimore, Maryland at the James Falls Expressway City Line Bridge which is north of Mount Washington; and thence extending from said Boundary Line and continuing in a general northerly direction and passing through Bare Hills, Hollins, Ruxton, Riderwood, Lutherville, Timonium, Pardonea, Texas and Cockeysville and continuing to the ENDING at the southerly line of Bridge No. 16 at Railroad Station No. 816+86; which is further identified in the Baltimore County Recorder's Office in Liber 6231 at page 118 and indicted on pages 116 and 117, which is south of the Ashland Section in Baltimore County, Maryland.

TOGETHER WITH, all tracks, materials, trestles, bridges, buildings and all other improvements and all the appurtenances belonging thereto.

BEING a part or portion of the same premises which Fairfax Leary, as Trustee of the Property of The Northern Central Railway Company, Debtor, by Conveyance Document No. NC-CRC-RP-1 dated March 31, 1976 and recorded on November 19, 1980, in the Recorder's Office of Baltimore County, Maryland,

TRANSFER TAX NOT REQUIRED  
DIRECTOR OF RECORDS  
BALTIMORE COUNTY, MARYLAND  
For  
Date 5/21/90  
Authorized Signature

RECEIVED FOR TRANSFER  
State Department of  
Assessments & Taxation  
for Baltimore County  
JK 5-22-90

AGRICULTURAL TRANSFER TAX  
IF APPLICABLE  
SIGNATURE JR DATE 5-22-90

in Liber 6231 at page 093&c., granted and conveyed unto Consolidated Rail Corporation.

EXCEPTING and RESERVING, thereout and therefrom and unto the said Grantor, permanent, exclusive and assignable freight operating easements over the premises hereinbefore described for the purpose of providing rail freight service to present and future customers and otherwise fulfilling its common carrier obligations, said easement is subject to, governed by and exercised solely in accordance with the specific term and condition of the Operating Agreement between Grantor and Grantee.

EXCEPTING and RESERVING, thereout and therefrom and unto the said Grantor, all right, title and interest in and to the land, track, track material and their appurtenances, being the Cockeysville Industrial Park Track, situate on the westerly side of the Cockeysville Industrial Track in the vicinity of Railroad Station 759+80, and indicated on Grantor's Plan R.M.B-4373, in Cockeysville, Baltimore County, Maryland.

UNDER and SUBJECT, however, to (1) whatever rights the public may have to the use of any roads, alleys, bridges or streets crossing the premises herein described, (2) any streams, rivers, creeks and water ways passing under, across or through the premises herein described, and (3) any easements or agreements of record or otherwise affecting the land hereby conveyed, and to the state of facts which a personal inspection or accurate survey would disclose, and to any pipes, wires, poles, cables, culverts, drainage courses or systems and their appurtenances now existing and remaining in, on, under, over, across and through the premises herein described, together with the right to maintain, repair, renew, replace, use and remove same.

THIS INSTRUMENT is executed and delivered by Grantor, and is accepted by Grantee. subject to the covenants set forth below, which shall be deemed part of the consideration of this conveyance and which shall run with the land and be binding upon, and inure to the benefit of, the respective heirs, legal representatives, successors and assigns of Grantor and Grantee. Grantee hereby knowingly, willingly, and voluntarily waives the benefit of any rule, law, custom, or statute of the State of Maryland now or hereafter in force with respect to the covenants set forth below.

(1) Grantor shall not be liable or obligated to provide for or supply any type of utility service to Grantee.

(2) Grantee by the acceptance of this Instrument, does hereby accept all existing and prospective responsibility for removal and/or restoration costs for any and all railroad bridges and grade crossings and their appurtenances that may be located on the line of railroad herein to be conveyed to the said Grantee, except as provided in the Operating Agreement between Grantor and Grantee.

TOGETHER with all and every the rights, alleys, ways, waters, privileges, appurtenances and advantages to the same belonging or in any wise appertaining, EXCEPTING and RESERVING and UNDER and SUBJECT and provided as aforesaid.

TO HAVE AND TO HOLD the premises above described and mentioned and hereby intended to be quitclaimed, together with the rights, privileges, appurtenances and advantages thereto belonging or appertaining unto and to the proper use and benefit of the said Grantee, the heirs or successors and assigns of the Grantee, EXCEPTING and RESERVING and UNDER and SUBJECT and provided as aforesaid.

THE words "Grantor" and "Grantee" used herein shall be construed as if they read "Grantors" and "Grantees", respectively, whenever the sense of this instrument so requires and whether singular or plural, such words shall be deemed to include at all times and in all cases the heirs, legal representatives or successors and assigns of the Grantor and Grantee.

AS WITNESS the corporate seal of said Grantor, duly

attested, and the signature of its Assistant Vice President-Asset Development, the day and year first above written.

Signed, sealed and delivered in the presence of:

CONSOLIDATED RAIL CORPORATION  
By:

Nancy T. Basilio

J. F. Betak  
John F. Betak, Assistant Vice President-Asset Development

ATTEST:

Juliana F. Spade

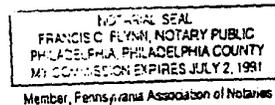
J. D. Mageehan  
Assistant Secretary  
J. D. MAGEEHAN

COMMONWEALTH OF PENNSYLVANIA )  
: SS  
COUNTY OF PHILADELPHIA )

I HEREBY CERTIFY that on this 15<sup>th</sup> day of ~~April~~<sup>MAY</sup> in the year One Thousand Nine Hundred and Ninety (1990), before me, the subscriber, a Notary Public of the Commonwealth of Pennsylvania, in and for the County aforesaid, personally appeared John F. Betak, Assistant Vice President-Asset Development of CONSOLIDATED RAIL CORPORATION and duly acknowledged the foregoing Deed to be the act of the said corporation.

AS WITNESS my hand and notarial seal.

Francis C. Flynn  
Notary Public



AS FURTHER WITNESS the seal of said Grantee, duly

attested, and the signature of its *Administrator/*  
*General Manager*, the day and year first above  
written.

Signed, sealed and delivered  
in the presence of:

MASS TRANSIT ADMINISTRATION  
By:

*Nelson E. Reichart*

*Ronald J. Hartman*  
ADMINISTRATOR/GENERAL MANAGER

ATTEST:

STATE OF MARYLAND )  
*City of Baltimore* ) ; SS  
~~COUNTY~~ OF *Baltimore* )

I HEREBY CERTIFY that on this 1st day of May in the year  
One Thousand Nine Hundred and Ninety (1990), before me, the  
subscriber, a Notary Public of the State of Maryland, in and  
for the County aforesaid, personally appeared *RONALD J.*  
*HARTMAN*, of  
MASS TRANSIT ADMINISTRATION and duly acknowledged the  
foregoing Deed to be the act of the said Administration.

AS WITNESS my hand and notarial seal.

*Eun Kim*  
Notary Public



THIS INSTRUMENT PREPARED BY:

Francis C. Flynn  
Consolidated Rail Corporation  
Fifteenth Floor, Six Penn Center  
Philadelphia, Pennsylvania 19103

:nls

LIBER 8506 PAGE 312

ATTACHMENT "A"

CASE NO. 69458-A

DEED

CONSOLIDATED RAIL CORPORATION

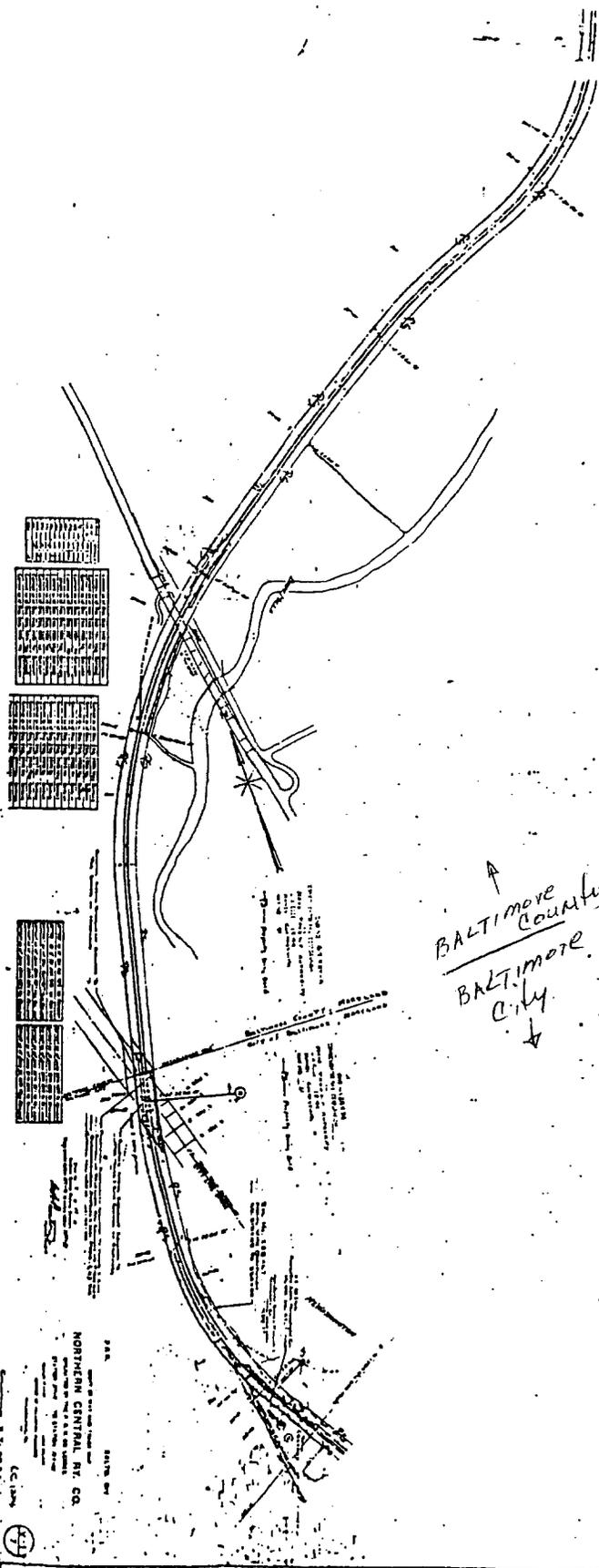
TO

MASS TRANSIT ADMINISTRATION  
OF THE STATE OF MARYLAND

COUNTY OF BALTIMORE

MAP ADDENDUM

THIS ATTACHMENT "A" CONTAINS 10 MAPS.



↑  
BALTIMORE  
COUNTY  
↓  
BALTIMORE  
CITY  
↓

6945P-A  
ATTACHMENT "A"  
SHEET 1710

NORTHERN CENTRAL RY. CO.  
BALTIMORE, MD.

STATION  
NO. 1710

BEAVER DAM  
QUARRY  
BRANCH

MP 13.8

Cockeysville

102K RD

Cockeysville Rd.



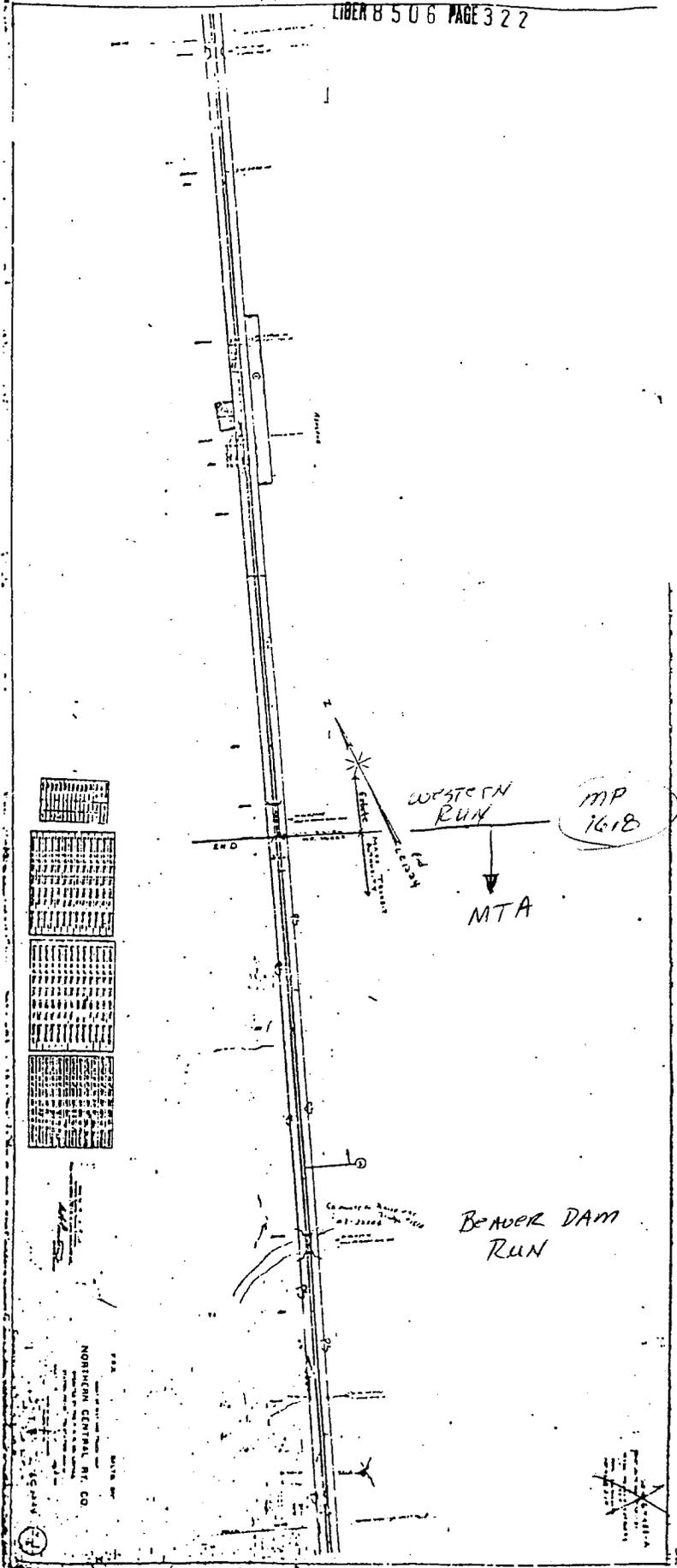
Cockeysville  
INDUSTRIAL  
TRACK

MP 12.8



DATE BY  
DRAWN BY  
CHECKED BY  
APPROVED BY  
C. C. 1222

C9458-A  
ATTACHMENT "A"  
Sheet 9 of 810



Made to  
 Chicago Title plus  
 110 8th Ave 8th Fl 21202

69450-11  
 ATTACHMENT "A"  
 SHEET 10210

LIBER 8789 PAGE 512

EXHIBIT D

LIBER 5312 PAGE 321

QUITCLAIM DEED

THE BALTIMORE & ANNAPOLIS RAILROAD COMPANY

- to -

✓  
MASS TRANSIT ADMINISTRATION

MARYLAND DEPARTMENT OF TRANSPORTATION

Property situate in Anne  
Arundel County and Baltimore County, Maryland:

AGRICULTURAL TRANSFER TAX  
NOT APPLICABLE

SIGNATURE JR DATE 5-16-91

RECEIVED FOR TRANSFER  
State Department of  
Assessments & Taxation  
for Baltimore County

JR 5-16-91  
Date

TRANSFER TAX NO.

For State

Date 5-16-91

250

STATE / COUNTY / DISTRICT / SECTION

97294513

LIBER 5312 PAGE 325

THIS DEED is made this 10th day of May in the year One Thousand Nine Hundred Ninety One (1991)

BY AND BETWEEN THE BALTIMORE & ANNAPOLIS RAILROAD COMPANY, Maryland corporation, having an office at 100 West Maple Road, Linthicum, Maryland 21090, hereinafter referred to as the Grantor, and MASS TRANSIT ADMINISTRATION, an agency of the State of Maryland, having a mailing address of 300 West Lexington Street, Baltimore, Maryland 21201-3415, hereinafter referred to as the Grantee;

WITNESSETH, that in consideration of the sum of ONE DOLLAR (\$1.00) and other good and valuable consideration, the said Grantor does remise, release and forever quitclaim unto the said Grantee, the successors and assigns of the said Grantee, all right, title and interest of the said Grantor of, in and to,

ALL THAT CERTAIN property of Grantor, together with all the improvements thereon, being that certain railroad line situated in the Counties of Anne Arundel and Baltimore, Maryland and containing approximately 6.0 linear miles, more or less, beginning at Dorsey Road, Anne Arundel County, Maryland and extending eastward to the right of way of Patapsco Avenue in Baltimore City, Maryland, including adjacent parcels, which property is shown on the lands contained within the lines marked "PS" on the plan attached hereto and made a part hereof as Attachment "A".

TOGETHER WITH, all right, title and interest of Grantor in and to all railbeds, tracks, frogs, ties, ballasts, connecting tracks, lead tracks and turnouts, trestles, bridges, culverts, signals, buildings, structures, any and all other track materials, fixtures and improvements located on the hereinbefore described property as of the date hereof, except and provided that B&A shall retain all its rights to the storage shed located

RECEIVED FOR TRANSFER  
State Department of  
Assessments & Taxation  
for Anne Arundel County

A-1

ACCT. 5000 900323915  
ALL LIENS ARE PAID AS  
OF 5/12/91 AA COUNTY  
CONTROLLER BY ...

109514 Date 5-13-91

EXHIBIT B 789 PAGE 514  
LINCOLN 312 326

adjacent to the Quebecor Printing site and to the track materials located within 200 feet of such shed.

EXCEPTING AND RESERVING, thereof and therefrom and unto the said Grantor, all right, title and interest of Grantor in and to the land, any and all track material and their appurtenances and improvements located thereon, being the Linthicum Parcel, located in Linthicum, Maryland, as more specifically shown on the plat and description attached hereto and made a part hereof as Attachment "B". With respect to the aforementioned Linthicum parcel, Grantor hereby agrees to release, waive and forever discharge Grantee from any claims, actions or demands of every kind and nature whatsoever which may arise from time to time by reason of any noise or vibration, or both, to and upon the Linthicum Parcel from MTA's use and operations on the property conveyed hereby, provided that, and as a condition of this waiver, discharge and release, MTA shall maintain the centerline of the west track of the Central Light Rail Line at least twenty-seven (27) feet from the east outside wall of the Linthicum station. With further respect to the aforementioned Linthicum Parcel, Grantor hereby grants and conveys to the Grantee, its successors and assigns a permanent assignable easement with ingress and egress to construct, operate, maintain, repair and replace underground public gas and electric utility facilities within that strip of land, 10 feet in width, adjacent and parallel to the eastern boundary of the Linthicum Parcel, being the designated S 17° 28' 13" W 466.15 feet line thereof and also being the easement area as designated upon Attachment "C" by ///// lines.

EXCEPTING AND RESERVING, thereof and therefrom and unto the said Grantor, for the benefit of the Linthicum Parcel, a permanent, assignable and unrestricted easement over, under and through the premises hereinbefore described for the purpose of maintaining, installing, replacing, substituting, reconfiguring and relocating wires, cables, poles and appurtenances for the provision of utilities and cable television service to the hereinbefore described Linthicum Parcel ("Utility Lines"). The Utility Lines shall be maintained, installed, replaced, substituted, reconfigured and relocated by Grantor, at Grantor's expense, in a manner that will not jeopardize, impede or otherwise endanger Grantee's transit operations upon the hereinbefore described premises; provided, however, that if Grantee shall determine that any Utility Lines servicing the Linthicum Parcel and located over, under or through the hereinbefore described premises as of the date hereof jeopardize, impede or otherwise endanger its transit operations upon the hereinbefore described premises, then such Utility Lines shall be reconfigured, relocated or otherwise altered by Grantor at Grantee's expense.

EXHIBIT E

75.00  
3.00

0012165 190

RETURN TO: 9745-40731  
Chicago Title Insurance Co.  
19 E. Fayette St., Suite 300  
Baltimore, MD 21202

THIS DEED OF EASEMENT made this 25th day of April in the year One Thousand Nine Hundred and Ninety-seven (1997),

BY AND BETWEEN CONSOLIDATED RAIL CORPORATION, a Corporation of the Commonwealth of Pennsylvania, having an office at Two Commerce Square, 2001 Market Street, Philadelphia, Pennsylvania, 19101-1419, hereinafter referred to as the Grantor, and MARYLAND DEPARTMENT OF TRANSPORTATION, MASS TRANSIT ADMINISTRATION, an agency of the State of Maryland, having a mailing address of 6 St. Paul Street, Baltimore, Maryland 21202-1614, hereinafter referred to as the Grantee;

WITNESSETH, that in consideration of the sum of ONE DOLLAR (\$1.00)\* and other good and valuable consideration, the said Grantor does remise, release and forever quitclaim unto the said Grantee, the successors and assigns of the said Grantee, all right, title and interest of the said Grantor of, in and to a permanent easement for a railroad right-of-way on, over and across the following described Easement Area:

ALL THOSE CERTAIN four pieces or parcels of land of the Grantor, being adjacent to a portion of Grantor's former line of railroad known as the Penn Central Northern Central Branch (a.k.a. the Cockeysville Industrial Track) and identified as Line Code 1224 in the Recorder's Office of Baltimore County, Maryland in Liber 6231 at page 098, said Cockeysville Industrial Track conveyed by Grantor to Grantee by Deed dated May 1, 1990 and recorded in said Recorder's Office in Liber 8506, Folio 307, situate in the Eighth Election District of the County of Baltimore and the State of Maryland, which is bounded in  
\* the actual consideration is \$730,000.00

RECEIVED FOR TRANSFER  
State Department of  
Assessments & Taxation  
for Baltimore County  
APR 24 3 30 PM '97

AGRICULTURAL TRANSFER TAX  
NOT APPLICABLE  
SIGNATURE DATE

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easement described in said last mentioned conveyance to Maryland Properties, Inc., and to intersect the first line of the 0.592 acre parcel conveyed by Maryland Properties, Inc. to Harry T. Campbell Sons' Corporation by deed dated December 13, 1965 and recorded among said Land Records in Liber O.T.G. No. 4559 Folio 283; thence binding reversely on the fourth and part of the third lines of the 0.3598 acre easement conveyed to Maryland Properties, Inc. as aforementioned the two following courses and distances: (15) North 70° 00' 20" West 172.25 feet to intersect the fourth or last line of the 0.592 acre parcel conveyed to Harry T. Campbell Sons' Corporation as aforementioned; thence binding reversely on part of said fourth line (16) North 19° 59' 40" East 25.00 feet; thence for lines of division across the property conveyed by John A. Luetkemeyer and wife to Maryland Properties, Inc. by deed dated February 4, 1965 and recorded among said Land records in Liber R.R.G. No. 4420 Folio 262, the two following courses and distances: (17) North 70° 00' 20" West 669.71 feet and (18) northwesterly by a curve to the right with a radius of 386.82 feet for a distance of 188.45 feet, said arc being subtended by a chord bearing North 56° 02' 57" West 186.59 feet to intersect the fourth or last line of the 5.6370 acre parcel conveyed by Eastcoast Homes, Inc. and others to Maryland Properties, Inc. by deed dated April 10, 1967 and recorded among said Land Records in Liber O.T.G. No. 4742 Folio 281, at a point distant 42.83 feet from the beginning of said fourth line; thence for a line of division across said 5.6370 acre parcel, (19) northwesterly by a curve to the right with a radius of 386.82 feet for a distance of 50.34 feet, said arc being subtended by a chord bearing North 38° 21' 53" West 50.30 feet to intersect the third line of said 5.6370 acre parcel at the distance of 26.39 feet from the end of said third line; thence for lines of division across the properties conveyed by John A. Luetkemeyer and wife to Maryland Properties, Inc. as aforementioned and by The Cotswold Corporation to Maryland Properties, Inc. by deed dated May 31, 1962 and recorded among said Land Records in Liber W.J.R. No. 3997 Folio 609, the eight following courses and distances: (20) northwesterly by a curve to the right with a radius of 386.82 feet for a distance of 163.28 feet, said arc being subtended by a chord bearing North 22° 32' 38" West 162.07 feet, (21) North 09° 50' 06" West 33.96

feet to the east side of Gilroy Road as laid out 60 feet wide; thence binding thereon (22) northerly by a curve to the right with a radius of 1170.00 feet for a distance of 403.08 feet, said arc being subtended by a chord bearing North  $01^{\circ} 07' 10''$  East 401.08 feet, and (23) North  $10^{\circ} 59' 20''$  East 935.77 feet to the southwest end of the gusset line connecting the east side of Gilroy Road and the south side of Beaver Dam Road as laid out 70 feet wide; thence binding on part of said gusset line (24) North  $55^{\circ} 59' 20''$  East 28.28 feet; thence parallel to and 20 feet east of the east side of Gilroy Road (25) South  $10^{\circ} 59' 20''$  West 955.77 feet; thence (26) southerly by a curve to the left with a radius of 1147.85 feet for a distance of 429.53 feet, said arc being subtended by a chord bearing South  $00^{\circ} 16' 08''$  West 427.03 feet and (27) southeasterly by a curve to the left with a radius of 366.82 feet for a distance of 140.44 feet, said arc being subtended by a chord bearing South  $21^{\circ} 25' 09''$  East 139.58 feet to intersect the third line of the 5.6370 acre parcel conveyed to Maryland Properties, Inc. as aforementioned; thence for a line of division across said 5.6370 acre parcel, (28) southeasterly by a curve to the left with a radius of 366.82 feet for a distance of 104.63 feet, said arc being subtended by a chord bearing South  $40^{\circ} 33' 29''$  East 104.27 feet to intersect the fourth or last line of said 5.6370 acre parcel; thence binding on part of fourth line, and reversely on part of the twentieth line and part of the nineteenth line of the property conveyed by John A. Luetkemeyer and wife to Maryland Properties, Inc. as aforementioned, (29) South  $70^{\circ} 00' 20''$  East 802.82 feet to the end of the second line of the 0.3598 acre easement conveyed by Harry T. Campbell Sons' Corporation to Maryland Properties, Inc. as aforementioned; thence binding reversely on said line (30) South  $70^{\circ} 00' 20''$  East 280.30 feet to a point on the eighth line of the 2.6154 acre easement conveyed by Harry T. Campbell Sons' Corporation to Maryland Properties, Inc. as aforementioned; thence binding reversely on part of said eighth line and on the seventh through third lines of said conveyance the six following courses and distances: (31) North  $85^{\circ} 16' 30''$  East 662.12 feet, (32) South  $81^{\circ} 49' 40''$  East 160.00 feet (33) South  $66^{\circ} 42' 30''$  East 102.14 feet (34) South  $84^{\circ} 58' 00''$  East 954.43 feet and (35) South  $84^{\circ} 58' 00''$  East 123.11 feet and (36) South  $80^{\circ} 32' 32''$  East 64.79 feet to the end of the second line of the 1.4324 acre easement

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conveyed by Nottingham Farms, Inc. and others to Maryland Properties, Inc. as aforementioned; thence binding on the third through twelfth lines of said conveyance the ten following courses and distances: (37) South 84° 58' 00" East 1138.64 feet (38) South 88° 58' 15" East 100.24 feet (39) South 89° 32' 26" East 100.32 feet (40) South 88° 58' 20" East 92.52 feet (41) North 80° 59' 20" East 91.02 feet (42) North 61° 39' 40" East 89.31 feet (43) North 50° 31' 00" East 91.84 feet (44) North 26° 59' 20" East 91.02 feet (45) North 14° 37' 50" East 133.08 feet to the west side of the Northern Central Railway Company's right-of-way; thence binding thereon (46) South 03° 33' 22" East 159.19 feet to the place of Beginning.

CONTAINING 7.2716 acres of land, according to a survey thereof prepared by Matz, Childs & Associates, Inc., Surveyors, dated February 9, 1968.

BEING parts of the property acquired by Maryland Properties, Inc. by the following deeds and all recorded among the Land Records of Baltimore County:

1. Deed dated February 14, 1967 and recorded in Liber O.T.G. No. 4724, Folio 334, from Nottingham Farms, Inc.
2. Deed dated March 9, 1967 and recorded in Liber O.T.G. No. 4732, Folio 366 from William H. McShane, et al.
3. Deed dated February 14, 1967 and recorded in Liber O.T.G. No. 4724, Folio 338, from Harry T. Campbell Sons' Corporation.
4. Deed dated February 4, 1965 and recorded in Liber R.R.G. No. 4420, Folio 262, from John A. Luetkemeyer and wife.
5. Deed dated April 10, 1967 and recorded in Liber O.T.G. 4742, Folio 281, from Eastcoast Homes, Inc., et al.

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6. Deed dated May 31, 1962 and recorded in Liber W.J.R. No. 3997, Folio 609 from the Cotswold Corporation.

BEGINNING for the same on the North 88° 58' 15" West 100.24 feet line of that parcel of land described in deed from Nottingham Farms, Inc., et al to The Jay Corporation and Signet Industries, Inc., Venturers comprising J & S Industrial Investors a Joint Venture, dated March 29, 1968 and recorded among the Land Records of Baltimore County degrees, in Liber O.T.G. No. 4861, Folio 240 1.67 feet from the beginning thereof; and running thence binding along part of said line North 88° 58' 15" West 70.84 feet to a point thereon; thence binding reversely along the outlines of that parcel of land conveyed by The Jay Corporation and Signet Industries, Inc., Venturers comprising J & S Industrial Investors, a Joint Venture to the American Totalisator Company, Inc., dated May 23, 1968 recorded as aforesaid in Liber O.T.G. No. 4879, Folio 569 the three following courses and distances, viz (1) 128.53 feet along the arc of a curve to the right having a radius of 400.00 feet and a Long Chord bearing North 50° 01' 09" West 127.98 feet (2) North 40° 48' 50" West 204.20 feet and (3) 15.08 feet along the arc of a curve to the right having a radius of 300.00 feet and a Long Chord bearing North 83° 09' 07" West 15.08 feet; thence leaving the outlines of the parcel of land described in the last mentioned deed and crossing the land described in the deed first mentioned above the six following courses and distances, viz: (1) North 00° 46' 18" East 55.69 feet (2) 178.11 feet along the arc of a curve to the right having a radius of 391.82 feet and a Long Chord bearing North 08° 01' 20" West 176.58 feet (3) North 05° 00' 00" East 75.28 feet (4) 180.23 feet along the arc of a curve to the left having a radius of 362.34 feet and a Long Chord bearing North 09° 15' 00" West 178.38 feet (5) North 23° 30' 00" West 229.55 feet and (6) 193.04 feet along the arc of a curve to the left having a radius of 836.49 feet and a Long Chord bearing North 30° 06' 40" West 192.61 feet to a point on the South 36° 43' 20" East 1379.49 feet line of that parcel of land described in the deed first mentioned above, 567.69 feet from the beginning thereof; thence binding along part of the last mentioned line South 36° 43' 20" East 228.15 feet to a point thereon; thence crossing the land described in the

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deed first mentioned above, the seven following courses and distances, viz: (1) South 23° 30' 00" East 198.78 feet (2) 195.16 feet along the arc of a curve to the right having a radius of 392.34 feet and a Long Chord bearing South 09° 15' 00" East 193.15 feet (3) South 05° 00' 00" West 55.28 feet (4) South 85° 00' 00" East 27.12 feet (5) 323.87 feet along the arc of a curve to the left having a radius of 330.00 feet and a Long Chord bearing South 12° 41' 53" East 311.04 feet (6) South 40° 48' 50" East 104.00 feet and (7) 180.68 feet along the arc of a curve to the left having a radius of 370.00 feet and a Long Chord bearing South 54° 48' 11" East 178.89 feet to the point of Beginning.

CONTAINING 0.868 of an acre of land, more or less.

BEING the same lot of ground which by Deed, dated April 25, 1969 and recorded among the Land Records of Baltimore County in Liber O.T.G. No. 4985, Folio 411 was granted and conveyed by The Jay Corporation and Signet Industries, Inc., Venturers comprising J & S Industrial Investors, a Joint Venture, et al, to Maryland Properties, Inc.

BEGINNING for the same on the South 29° 59' East 1,380.00 feet line of the parcel of land described in a deed from The Stenersen Realty Company to Nottingham Farms, Inc., dated January 9, 1950 and recorded among the Land Records of Baltimore County, Maryland in Liber T.B.S. No. 1810, Folio 387 567.69 feet from the beginning thereof, said point of beginning also being on the South 36° 43' 20" East 1379.49 feet line of that parcel of land described in a deed from Nottingham Farms, Inc., et al to The Jay Corporation and Signet Industries, Inc., Venturers comprising J & S Industrial Investors, a Joint Venture, dated March 29, 1968 and recorded as aforesaid in Liber O.T.G. No. 4861, Folio 240 567.69 feet from the beginning thereof; and running thence binding reversely along said lines North 36° 43' 20" West 168.33 feet; thence North 53° 16' 40" East 14.00 feet; thence South 36° 43' 20" East 176.99 feet; thence 151.14 feet along the arc of a curve to the right having a radius of 813.63 feet and a Long Chord bearing South 31° 24' 02" East 150.93 feet to a point on the South 29° 59' East 1380.00 feet line mentioned above; thence binding reversely

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along part of said line North 36° 43' 20" West 158.95 feet to the point of Beginning.

CONTAINING 0.089 of an acre of land, more or less.

BEING the same lot of ground which by Deed, dated May 5, 1969 and recorded among the Land Records of Baltimore County in Liber O.T.G. No. 4990, Folio 393 was granted and conveyed by The Stenersen Realty Company to Maryland Properties, Inc.

BEGINNING for the same at the point of beginning of the North 88° 58' 15" West 27.73 feet line of that parcel of land described in a deed from The Jay Corporation and Signet Industries, Inc., Venturers comprising J & S Industrial Investors, a Joint Venture, to the American Totalisator Company, Inc., dated May 23, 1968 and recorded among the Land Records of Baltimore County, Maryland, in Liber O.T.G. No. 4879, Folio 569; and running thence binding along part of said line North 88° 58' 15" West 19.45 feet to a point thereon; thence crossing the parcel of land described in the aforesaid deed, the three following courses and distances, viz: (1) 114.85 feet along the arc of a curve to the right having a radius of 410.00 feet and a Long Chord bearing North 48° 50' 19" West 114.47 feet (2) North 40° 48' 50" West 204.20 feet and (3) 11.13 feet along the arc of a curve to the left having a radius of 397.12 feet and a Long Chord bearing North 41° 37' 00" West 11.13 feet to a point on the 124.98 feet line of that parcel of land described in the above mentioned deed; thence binding along part of the last mentioned line 15.08 feet along the arc of a curve to the left having a radius of 300.00 feet and a Long Chord bearing South 83° 09' 07" East 15.08 feet to the end thereof; thence continuing along outlines of the land described in the above mentioned deed, the two following courses and distances, viz: (1) South 40° 48' 50" East 204.20 feet and (2) 128.53 feet along the arc of a curve to the left having a radius of 400.00 feet and a Long Chord bearing South 50° 01' 09" East 127.98 feet to a point of Beginning.

CONTAINING 0.076 of an acre of land, more or less.

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**BEING** the same lot of ground which by Deed, dated April 18, 1969 and recorded among the Land Records of Baltimore County in Liber O.T.G. No. 4987, Folio 178 was granted and conveyed by American Totalisator Company, Inc. to Maryland Properties, Inc.

**TOGETHER WITH**, all tracks, materials, trestles, bridges, buildings and all other improvements and all appurtenances belonging thereto.

**ALL BEING** the same easement conveyed to **THE NORTHERN CENTRAL RAILWAY COMPANY**, predecessor to **CONSOLIDATED RAIL CORPORATION**, in a Deed of Easement dated November 8, 1974 and recorded in the Land Records of Baltimore County in Liber E.H.K., Jr. 5490, Folio 201.

**BEING** a part or portion of the same premises which Fairfax Leary, as Trustee of the Property of The Northern Central Railway Company, Debtor, by Conveyance Document No. NC-CRC-RP-1, dated March 31, 1976 and recorded on November 19, 1980, in the Recorder's Office of Baltimore County, Maryland, in Liber 6231 at page 093&c., granted and conveyed unto Consolidated Rail Corporation.

**EXCEPTING** and **RESERVING**, thereout and therefrom and unto the said Grantor, permanent, exclusive and assignable freight operating easements over the premises hereinbefore described for the purpose of providing rail freight service to present and future customers, if any, and otherwise fulfilling its common carrier obligations, said easement is subject to, governed by and exercised in accordance with the specific terms and conditions of that certain Operating Agreement between Grantor and Grantee dated May 1, 1990, including all Supplemental Agreements and Amendments thereto.

**UNDER** and **SUBJECT**, however, to (1) the rights, if any, of Maryland Properties, Inc., or its successors or assigns, as contained in the aforesaid Deed of Easement dated November 8, 1974, and recorded as aforesaid, (2) whatever rights the public may have to the use of any

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roads, alleys, bridges or streets crossing the Easement Area, (3) any streams, rivers, creeks and water ways passing under, across or through the Easement Area, and (4) any easements or agreements of record or otherwise affecting the Easement Area, and to the state of facts which a personal inspection or accurate survey would disclose, and to any pipes, wires, poles, cables, culverts, drainage courses or systems and their appurtenances now existing and remaining in, on, under, over, across and through the Easement Area, together with the right to maintain, repair, renew, replace, use and remove same.

THIS INSTRUMENT is executed and delivered by Grantor, and is accepted by Grantee, subject to the covenants set forth below, which shall be deemed part of the consideration of this conveyance and which shall run with the land and be binding upon, and inure to the benefit of, the respective legal representatives, successors and assigns of Grantor and Grantee. Grantee hereby knowingly, willingly, and voluntarily waives the benefit of any rule, law, custom, or statute of the State of Maryland now or hereafter in force with respect to the covenants set forth below.

(1) Grantor shall neither be liable or obligated to construct or maintain any fence or similar structure between the Easement Area and adjoining land of Grantor nor shall Grantor be liable or obligated to pay for any part of the cost or expense of constructing or maintaining any fence or similar structure, and Grantee hereby forever releases Grantor from any loss or damage, direct or consequential, that may be caused by or arise from the lack or failure to maintain any such fence or similar structure.

(2) No right or means of ingress, egress or passageway to or from the Easement Area is hereby granted, expressly or by implication, and Grantor shall not be liable or obliged to provide or obtain for Grantee any such means of ingress, egress or passageway.

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(3) Should a claim adverse to the title hereby quitclaimed be asserted and/or proved, no recourse shall be had against the Grantor herein.

(4) Grantee by the acceptance of this Instrument, does hereby accept all existing and prospective responsibility for maintenance, removal and/or restoration costs for any and all railroad bridges and grade crossings and their appurtenances that may be located on, over or under the Easement Area; and Grantee further covenants and agrees that it will also assume any obligation and/or responsibility as may have been or may hereafter be imposed on Grantor by any Public Utility Commission or any other governmental agency having jurisdiction for any and all bridge structures and grade crossings and their appurtenances, including but not limited to the removal, repairing or restoration of same in accordance with the requirements of said Commission or other governmental agency; and Grantee further agrees to indemnify, defend and hold Grantor harmless against all costs, penalties, expenses, obligations, responsibility and requirements associated with said bridge structures and grade crossings and their appurtenances.

(5) Grantor shall not be liable or obligated to provide for or supply directly or indirectly, for money or otherwise, any type of utility service to Grantee, even if the Easement Area are supplied utility service or services from or through Grantor owned or Grantor retained utility service facilities at the time said Easement Area are conveyed to Grantee; and that if Grantor at its sole discretion elects to provide any utility service or services for money or otherwise to said Easement Area during the period during which Grantee is arranging at Grantee's own expense for provision of utility service or services direct from public utilities, Grantee shall have no continuing right to use such service or expectation that Grantor must continue to provide it. It is further understood that Grantee's use of any utilities that are supplied through Grantor's utilities or billed to Grantor by any public utility for Grantee's use shall be at the sole cost and expense of Grantee and if Grantee fails to relocate or arrange for a separation of utility services, Grantor may

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arrange for a separation of the utility services at Grantee's sole cost and expense.

(6) This Deed is subject to the terms and conditions of that certain Purchase and Sale Agreement of even date herewith between Grantor and Grantee pertaining to the Easement Area, all of which shall survive the delivery of this Quitclaim Deed.

TOGETHER with all and every the rights, alleys, ways, waters, privileges, appurtenances and advantages to the same belonging or in any wise appertaining to the Easement Area hereby conveyed, EXCEPTING and RESERVING and UNDER and SUBJECT and provided as aforesaid.

TO HAVE AND TO HOLD the said Easement Area above described and mentioned and hereby intended to be quitclaimed, together with the rights, privileges, appurtenances and advantages thereto belonging or appertaining unto and to the proper use and benefit of the said Grantee, the successors and assigns of the Grantee, EXCEPTING and RESERVING and UNDER and SUBJECT and provided as aforesaid.

THE words "Grantor" and "Grantee" used herein shall be construed as if they read "Grantors" and "Grantees", respectively, whenever the sense of this instrument so requires and whether singular or plural, such words shall be deemed to include at all times and in all cases the legal representatives or successors and assigns of the Grantor and Grantee.

AS WITNESS the corporate seal of said Grantor, duly attested,

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and the attested, and the signature of its Director-Asset Utilization, the day and year first above written.

Signed, sealed and delivered in the presence of: **By: CONSOLIDATED RAIL CORPORATION**

Nancy B. Reynolds      James W. Hartman, Jr.  
NANCY B. REYNOLDS      James W. Hartman, Jr.,  
Director-Asset Utilization

ATTEST:

Nancy B. Reynolds      James D. McGeehan  
NANCY B. REYNOLDS      James D. McGeehan, Secretary

COMMONWEALTH OF PENNSYLVANIA )

: ss

COUNTY OF PHILADELPHIA )

I HEREBY CERTIFY that on this 24th day of April in the year One Thousand Nine Hundred and Ninety-seven (1997), before me, the subscriber, a Notary Public of the Commonwealth of Pennsylvania, in and for the County aforesaid, personally appeared James W. Hartman, Jr., Director-Asset Utilization of CONSOLIDATED RAIL CORPORATION and duly acknowledged the foregoing Deed to be the act of the said corporation.

AS WITNESS my hand and notarial seal.

Elizabeth C. Gallagher  
Notary Public

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NOTARIAL SEAL  
ELIZABETH C. GALLAGHER, Notary Public  
CITY OF PHILADELPHIA, PENN.  
My Commission Expires May 31, 1999