

82-91-10

RECORDATION NO. 8241-10

Filed 1425

9-073A016

MAR 14 1979 - 10 00 AM

MAR 14 1979

INTERSTATE COMMERCE COMMISSION

Date _____
Fee \$ 10.00

ICC Washington, D.C.

Interstate Commerce Commission
Washington, D.C.

Gentlemen:

Enclosed for recordation under the provisions of Section 20(c) of the Interstate Commerce Act, as amended, are the original and two counterparts of a Release of Mortgage dated as of March 6, 1979.

A general description of the railroad rolling stock covered by the enclosed documents is set forth in Exhibit A attached to this letter and made a part hereof.

The names and addresses of the parties are:

The United States of America,
acting through the Administrator
of the Federal Railroad Administration
400 Seventh Street, S.W.
Washington, D.C.

Delaware and Hudson Railway Company
40 Beaver Street
Albany, New York 12207

The undersigned is the Buyer under the Bill of Sale dated as of February 15, 1979, a copy of which is attached hereto as as Exhibit B, and has knowledge of the matters set forth therein.

Please return the original and one copy of the Release of Mortgage to Robert C. Nash, Chapman and Cutler, 111 West Monroe Street, Chicago, Illinois 60603.

Enclosed is a check in the amount of \$10.00 covering the required recording fee.

Very truly yours,

HARRIS TRUST AND SAVINGS BANK,
as Trustee under D & H Trust
No. 79-1

By Robert Nash
Agent and Attorney-in-Fact

Enclosures

THE HOLLOWAY CO. REC
1001

26 MAR 15 1979

EXHIBIT A

DESCRIPTION OF CARS

D & H ROAD NUMBERS -
INCLUSIVE

Ninety-seven (97) Seventy (70)
Ton 65'6" Long, High Side, AAR
Type GBS Gondola Cars

14700-14762
14764-14792
14794-14797
14799

Ninety-one (91) Seventy (70)
Ton 2,880 Cubic Feet Capacity
AAR Type HT Hopper Cars

9201-9291

EXHIBIT B

BILL OF SALE
Dated as of February 15, 1979

DELAWARE AND HUDSON RAILWAY COMPANY (hereinafter called the "Seller"), in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration paid by HARRIS TRUST AND SAVINGS BANK, as Trustee under a Trust Agreement dated as of February 15, 1979 (the "Buyer") the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, transfer and set over unto the Buyer, its successors and assigns, the following units of railroad rolling stock (hereinafter called the "equipment"):

<u>Description</u>	<u>Quantity</u>	<u>Car Nos.</u>
70-ton 65' 6" long, hi-side, AAR type GBS Gondola Cars	97	DH 14700 to 14762, both inclusive, 14764 to 14792, both inclusive, 14794 to 14797, both inclusive, and DH 14799
70-ton 2880 cubic foot capacity AAR type HT Hopper Cars	91	DH 9201 to 9291, both inclusive

And the Seller hereby warrants to the Buyer, its successors and assigns, that as of the date hereof the Seller has legal title thereto and good and lawful right to sell the equipment and the title to the equipment is free and clear of all claims, liens and encumbrances of any nature whatsoever; and that Seller covenants that it will warrant and defend such title against all claims and demands whatsoever.

The Seller will do, execute, acknowledge and deliver all such further acts, bills of sale, assignments, transfers and assurances which may be necessary or proper to assure, confirm or evidence the title and interest of the Buyer in and to the equipment.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be dated as of February 15, 1979 and to be duly executed in its name by a duly authorized officer and its corporate seal to be hereunto affixed, duly attested, the 6th day of March, 1979.

DELAWARE AND HUDSON RAILWAY
COMPANY

By

D. W. Green
Its Vice President

[SEAL]

ATTEST:

MAR 14 1979 - 10 00 AM

RELEASE OF MORTGAGE

INTERSTATE COMMERCE COMMISSION

THIS INDENTURE made this 6th day of March, 1979.

BETWEEN

THE UNITED STATES OF AMERICA,
 acting through the Administrator
 of the FEDERAL RAILROAD ADMINIS-
 TRATION by a delegation of
 authority from the Secretary of
 Transportation published at 49
 C.F.R. 1.49(u), whose offices
 are at 400 Seventh Street, S.W.,
 Washington, D.C., hereinafter
 referred to as UNITED STATES OF
 AMERICA

and

DELAWARE AND HUDSON RAILWAY
 COMPANY, a Delaware corporation
 with its address at 40 Beaver
 Street, Albany, State of New York

WHEREAS, DELAWARE AND HUDSON RAILWAY COMPANY by
 Mortgage, bearing date the 15th day of March nineteen hundred
 and seventy six, for the consideration therein mentioned, and to
 secure the payment of the money therein specified, did mortgage
 certain property unto UNITED STATES RAILWAY ASSOCIATION, which
 Mortgage covers, with other property, the following described
 railroad freight cars (the Equipment):

<u>Description of Cars</u>	<u>D&H Road Numbers - Inclusive</u>
Ninety-seven (97) Seventy (70) Ton 65'6" Long, High Side, AAR Type GBS Gondola Cars	14700-14762 14764-14792 14794-14797 14799
Ninety-One (91) Seventy (70) Ton 2,880 Cubic Feet Capacity AAR Type HT Hopper Cars	9201-9291

WHEREAS, DELAWARE AND HUDSON RAILWAY COMPANY, by Second
 Supplemental Indenture bearing date the 9th day of February,
 1978, to secure an additional indebtedness under the above
 mentioned Mortgage in the amount of \$7,962,067, did mortgage
 certain property of which the above described Equipment is a

part, unto both UNITED STATES RAILWAY ASSOCIATION and the UNITED STATES OF AMERICA,

WHEREAS, DELAWARE AND HUDSON RAILWAY COMPANY by Bill of Sale dated as of February 15, 1979 is selling the above described railroad Equipment to Harris Trust and Savings Bank of 111 West Monroe Street, Chicago, Illinois, as trustee for Northwestern National Life Insurance Company and Central Life Assurance Company, and to that end and for that purpose DELAWARE AND HUDSON RAILWAY COMPANY has requested UNITED STATES OF AMERICA to execute and deliver a release of said railroad Equipment from the lien of said Mortgage.

NOW, THEREFORE, UNITED STATES OF AMERICA, in consideration of the premises and of One Dollar (\$1.00) to it paid, does hereby release from the lien of said Mortgage the hereinbefore described railroad Equipment, to the end that such railroad Equipment shall be free from the lien of said Mortgage and discharged from any claim thereunder, it being understood, however, that nothing herein or in anything which may be effected shall disturb or be construed as disturbing or otherwise affecting the Mortgage or the lien and operation thereof upon the remaining property subject thereto, except as expressly stated herein.

The representations made herein are made by DELAWARE AND HUDSON RAILWAY COMPANY solely and not by UNITED STATES OF AMERICA, and this instrument is executed and delivered by UNITED STATES OF AMERICA without any warranty on its part and without recourse to it in any event.

IN WITNESS WHEREOF, UNITED STATES OF AMERICA caused these presents to be signed by its duly authorized officer the

day and year first above written.

In presence of:

Carol E. Owens

Robert F. Heath

THE UNITED STATES OF AMERICA

By *John M. Sullivan*
Federal Railroad Administrator

DISTRICT OF COLUMBIA: SS.:

On the 5th day of March, in the year 1979, before me personally came JOHN M. SULLIVAN, to me known, who, being by me duly sworn, did depose and say that he resides at 1703 Maple Hill Drive, Alexandria, Virginia; that he is Administrator of the FEDERAL RAILROAD ADMINISTRATION, an agency of the United States of America; and that acting by delegation of authority from the Secretary of Transportation (49 CFR 1.49(u)), he has signed his name to the above instrument.

Harold E. Finney
Notary Public

(SEAL)

My commission expires:

February 14, 1980