

BANGOR AND AROOSTOOK RAILROAD COMPANY

Northern Maine Junction Park RR 2 Bangor, Maine 04401 (207)848-5711

August 30, 1976

RECORDATION NO. *8439-A* Filed & Recorded
SEP 3 1976 - 11 AM
INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sir:

Herewith for recording pursuant to Section 20c of the Interstate Commerce Act are executed counterparts of Release executed by the First National Bank of Boston.

The address of the party of the above-mentioned document is as follows:

The First National Bank of Boston
100 Federal Street
Boston, Massachusetts 02111

The equipment covered by this document is listed on page 1 thereof. *This is a Subordination Agreement to be recorded and recorded No. 8439.*

A check in the amount of \$10 for the required recordation fee is enclosed.

Very truly yours,

William M. Houston
William M. Houston
Vice President and
General Counsel

6-247A012

SEP 3 1976
Date _____
Fee \$ _____

CC Washington D C

RECEIVED
SEP 3 9 18 AM '76
I.C.C.
FEE OPERATION BR.

Handwritten signatures and notes on the left margin.

THE FIRST NATIONAL BANK OF BOSTON
Old Colony Trust Division

RECORDATION NO. *8439-A* Filed & Recorded

SEP 3 1976 - 9 22 AM

INTERSTATE COMMERCE COMMISSION

CORPORATE TRUST DIVISION

*SUBORDINATION AGREEMENT
COVERING EQUIPMENT UNDER REC. NO. 8439
RELEASE*

KNOW ALL MEN BY THESE PRESENTS

WHEREAS, Bangor and Aroostook Railroad Company (the Company), a corporation of the State of Maine, made, executed and delivered its Consolidated Refunding Mortgage Deed dated July 1, 1901, which Mortgage was supplemented and amended from time to time (such Mortgage as supplemented and amended to the date hereof being hereinafter called the Indenture), under which First Mortgage 10% Bonds, Series A, were issued and are presently outstanding (the Bonds); and

WHEREAS, The First National Bank of Boston, has succeeded the Old Colony Trust Company as Successor Trustee under the Indenture (the Trustee); and

WHEREAS, the Company has requested the Trustee to release from the lien of the Indenture all of its right, title and interest in and to the equipment (the "Equipment") described below:

| <u>Description of Equipment</u> | <u>Date Constructed or Remanufctrd.</u> | <u>Quantity</u> | <u>Company Road Numbers (inclu- sive)</u> | <u>Value per Unit</u> |
|--|---|-----------------|---|-------------------------------|
| 50-foot, 70-ton Cushioned Underframe General Service Boxcars | 1972 | 120 | 5800/5919 | \$29,000 |
| 50-foot, 70-ton Cushioned Underframe General Service Boxcars | 1976 | 50 | 9100/9149 | \$34,000 |
| 50-foot, 70-ton Cushioned Underframe General Service Boxcars | 1971 | 24 | 9008/9019 9021/9032 | \$29,000 |

and

WHEREAS, the Trustee has received a Consent from the holder of 100% of the Bonds outstanding instructing the Trustee to release from the lien of the Indenture certain equipment described in such Consent;

NOW, THEREFORE, the Trustee at the request of the Company, with the consent of the holder of 100% of the Bonds, and for and in consideration of the premises and the sum of One Dollar, lawful money of the United States, and other good and valuable consideration, receipt of which is hereby acknowledged, does hereby release unto the Company and its successors and assigns, all of the Trustee's right, title and interest in and to the Equipment described above.

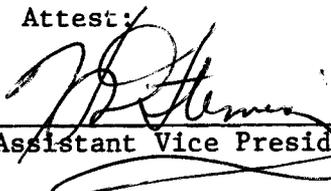
This release is made by the Trustee and accepted by the Company without any representations, covenant or warranty, express or implied, on the part of the Trustee and without recourse to the Trustee in any event.

IN WITNESS WHEREOF, The First National Bank of Boston, as Trustee, has caused these presents to be executed in its name by one of its vice presidents, and its corporate seal to be hereunto affixed and attested by one of its assistant vice presidents on this 17th day of August, 1976.

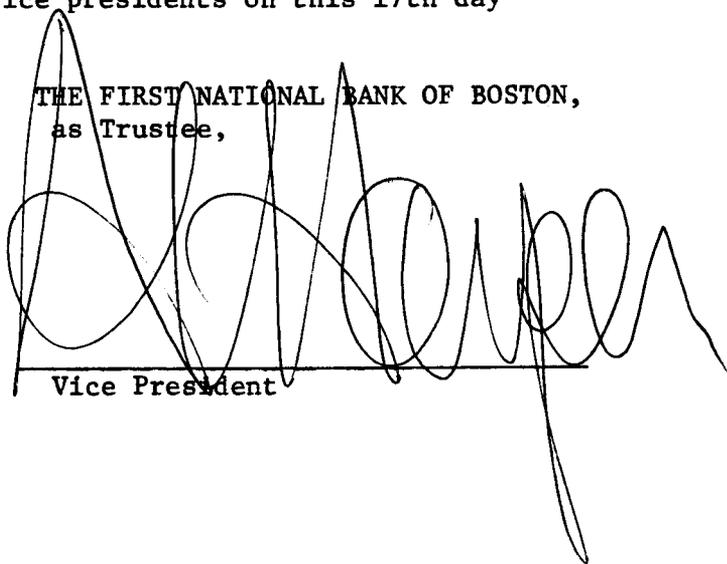
THE FIRST NATIONAL BANK OF BOSTON,
as Trustee,

(Corporate Seal)

Attest:


Assistant Vice President

By


Vice President