



**BURLINGTON NORTHERN**

LAW DEPARTMENT

No. 1-035-A188

Date FEB 4 1981

Fee \$ 10.00

ICC, Washington, D. C.

176 East Fifth Street  
St. Paul, Minnesota 55101  
Telephone (612) 298-2121

February 3, 1981

RECORDATION NO. 6429-B FILED 1425

Office of the Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

FFB 4 1981 -4 15 PM

INTERSTATE COMMERCE COMMISSION

Gentlemen:

There is submitted herewith for filing with the Commission pursuant to Section 11303 of the Interstate Commerce Act a 49CFR Part 1116, three duplicate original counterparts No.'s 15, 16, 17 of that certain Satisfaction and Release of First Mortgage of Spokane, Portland and Seattle Railway Company dated March 1, 1911, said Satisfaction and Release being dated January 30, 1981. The original mortgage and its supplements have heretofore been filed with the Commission, on December 15, 1971, and assigned recordation numbers 6429 and 6429-A.

Enclosed is a check made payable to the order of the Commission for \$10.00 in payment of the recordation fee.

The names and addresses of the parties to the Satisfaction and Release are as follows:

Original Trustee: Central Trust Company of New York  
New York, New York

Successor Trustee: Manufacturer's Hanover Trust Company  
Attn: Corporate Trust Department  
40 Wall Street  
New York, New York 10015

Original Mortgagor: Spokane, Portland and Seattle Railway Company  
176 East Fifth Street  
St. Paul, Minnesota 55101

Successor Mortgagor: Burlington Northern Inc.  
176 East Fifth Street  
St. Paul, Minnesota 55101

RECEIVED  
FEB 4 4 03 PM '81  
I.C.C.  
FEE OPERATION BR.

*Consent - Steve Paul Runt*

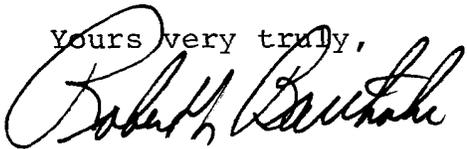
February 3, 1981

General Description of the Satisfaction and Release

The Satisfaction and Release of the First Mortgage of the Spokane, Portland and Seattle Railway Company satisfies, releases and discharges from the lien of said First Mortgage all of the line of railroad, branches and other property formerly belonging to the Spokane, Portland and Seattle Railway Company (predecessor in interest and title to Burlington Northern Inc.) which was subjected to the lien of said Mortgage.

Please return to the individual presenting these documents for recordation, Mrs. Carolyn H. Kunkel, one of the duplicate counterpart originals of the Satisfaction and Release, stamped and bearing the notation as provided in 49CFR 1116.5(a).

Yours very truly,



Robert L. Bartholic  
Assistant General Counsel

RLB:gn  
Encl.

**Interstate Commerce Commission**  
Washington, D.C. 20423

2/4/81

OFFICE OF THE SECRETARY

**Robert L. Bartholic**  
**Assistant General Counsel**  
**Burlington Northern**  
**176 East Fifth Street**  
**St. Paul Minnesota 55101**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **2/4/81** at **4:15pm**, and assigned re-  
recording number(s). **6429-B**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

**Released**

SE-30  
(7/79)

Executed in 30 Counterparts  
of which this is No. 15

MANUFACTURERS HANOVER TRUST COMPANY  
AS TRUSTEE

REGISTRATION NO. 6438-B  
FILED 1425

FFB 4 1981 -4 15 PM

SATISFACTION AND RELEASE OF FIRST MORTGAGE  
OF  
SPOKANE, PORTLAND AND SEATTLE RAILWAY COMPANY  
DATED MARCH 1, 1911

INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS THAT:  
WITNESSETH

By Indenture dated March 1, 1911, made between Spokane, Portland and Seattle Railway Company, a Washington corporation, Grantor, Mortgagor (therein called "Railway Company", and it and its successor in interest and title by merger Burlington Northern Inc., herein collectively called "Railway Company"), and Central Trust Company of New York, a New York corporation, as Trustee (therein called "Trustee", and it and its successors in trust, including Manufacturers Hanover Trust Company, herein collectively called "Trustee"), the Railway Company granted, bargained, sold, aliened, remised, released, conveyed, confirmed, assigned, transferred and set over to said Central Trust Company of New York real and personal property of the Railway Company therein described, to be held by said Central Trust Company of New York, as Trustee, to secure the payment by the Railway Company of its First Mortgage Gold Bonds to be issued in an amount not to exceed \$125,000,000 aggregate principal amount at any one time outstanding in accordance with the terms of said Indenture (hereinafter called the Indenture). Said Indenture was recorded in the Land Registry Records in the Office, County and State on the date and at the place shown in the Mortgage Recording Schedule a part hereof, reference to which is hereby made.

Thereafter, the Railway Company issued and said Central Trust Company of New York, as Trustee, authenticated First Mortgage Gold Bonds (hereinafter called the Bonds) of the principal amount of \$80,000,000. Of the Bonds so issued, one Bond in the principal amount of \$6,290,000 was retained in the treasury of the Railway Company and Bonds in the principal amount of \$73,710,000 were issued in temporary form and registered in the names of others than the Railway Company.

Thereafter, Central Trust Company of New York merged into itself Union Trust Company of New York and simultaneously changed its name to Central Union Trust Company of New York; thereafter, Central Union Trust Company of New York merged into itself The Hanover Bank of New York and simultaneously changed its name to Central Hanover Bank and Trust Company; thereafter, on June 30, 1951, Central Hanover Bank and Trust Company duly changed its name to The Hanover Bank; and thereafter, on September 8, 1961, The Hanover Bank merged with Manufacturers Trust Company and simultaneously changed its name to Manufacturers Hanover Trust Company, and Manufacturers Hanover Trust Company continues to be the duly qualified and acting Trustee under said Indenture.

The Indenture has been supplemented by indentures dated March 1, 1961, and March 1, 1971, (individually a "Supplemental Indenture" and collectively, the "Supplemental Indentures"), by which, *inter alia*, provision was made for the surrender to the Trustee for cancellation of the said one Bond in the principal amount of \$6,290,000 theretofore retained by the Railway Company in its treasury, and the maturity date for payment of the \$42,710,000 principal amount of Bonds otherwise outstanding under the Indenture all held by one registered holder, namely Burlington Northern Inc., was extended to March 1, 1981.

STATE OF NEW YORK  
CITY OF NEW YORK  
COUNTY OF NEW YORK—ss.

On this 30th day of January, 1981, before me, personally appeared E. F. Cockings, and T. C. Knight, to me personally known to be an Assistant Vice President and an Assistant Secretary, respectively, of MANUFACTURERS HANOVER TRUST COMPANY, the corporation which executed the foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath they respectively stated that they were authorized to execute and attest to said instrument and that the seal affixed is the corporate seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at my office, in the City of New York, the day and year last aforesaid.

  
Mary Leonard

Notary Public, State of New York,  
Certificate No. 40-7495520, Qualified in  
Putnam County, Certificate Filed in  
New York County. My Commission  
Expires: March 30, 1982

(Notarial Seal)

County	Office of	Date Filed or Recorded	Book	Page	Item or Document Number	Personal Property Filing Item, Document or File Number
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SUPPLEMENTAL INDENTURE DATED MARCH 1, 1961

TO

FIRST MORTGAGE DATED MARCH 1, 1911

STATE OF OREGON

March, 1961

Multnomah	County Clerk	7th	2124	1	
Columbia	County Clerk	9th	86	414	
Clatsop	County Clerk	9th	145	732	
Washington	County Clerk	9th	415	280	

STATE OF WASHINGTON

Clark	County Auditor	9th			526638
Skamania	County Auditor	9th	38	282	
Klickitat	County Auditor	9th	92	148	
Franklin	County Auditor	7th	104	239	
Benton	County Auditor	7th	147	125	
Adams	County Auditor	7th	103	162	
Whitman	County Auditor	7th	298	192	
Lincoln	County Auditor	9th	104	226	
Spokane	County Auditor	9th	975	496	

INTERSTATE COMMERCE COMMISSION

Recorded pursuant to the provisions of Section 20c of the Interstate Commerce Act (49 U.S.C. §20c.—now 49 U.S.C. §11303), December 15, 1971 at 1:15 P.M. and assigned recordation numbers 6429 and 6429-A.

State Deed Tax Due Hereon: None

Mortgage Registration Tax Due Hereon: None

Real Property Taxes For The Within Described Real Property Should be Sent to:

Director, Property Taxes  
Burlington Northern Inc.  
176 East Fifth Street  
St. Paul, Minnesota 55101

Address of the parties to the foregoing instrument:

Manufacturers Hanover Trust Company  
Attn: Corporate Trust Department  
40 Wall Street  
New York, New York 10015

Burlington Northern Inc.  
Attn: Director of Property Management  
176 East Fifth Street  
St. Paul, Minnesota 55101

This instrument was drafted by:

Robert L. Bartholic  
Assistant General Counsel  
Burlington Northern Inc.  
Law Department, Room 1180  
176 East Fifth Street  
St. Paul, MN 55101