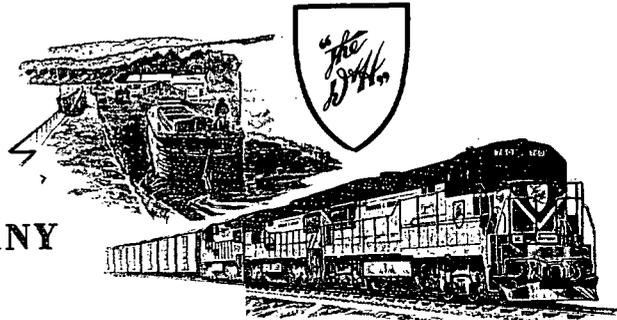


DELAWARE AND HUDSON RAILWAY COMPANY

ALBANY, NEW YORK 12207



Dependable Transportation Since 1823

GEORGE H. KLEINBERGER
Corporate Counsel

RECORDATION NO. 8241-61 Filed Acc.

May 2, 1983

MAY 3 1983 1 10 PM 3-123A062

INTERSTATE COMMERCE COMMISSION

Hon. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

No. _____
Date MAY 3 1983
Fee \$ 10.00
ICC Washington, D. C.

RECEIVED
MAY 3 1 03 PM '83
I.C.C.
FEE OPERATION BR.

Attention: Recordation Clerk

Dear Secretary:

I have enclosed an original and one certified copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a release of mortgage, a secondary document dated April 29, 1983.

The primary document to which this is connected is recorded under Recordation No. 8241.

The names and addresses of the parties to this document are as follows:

Mortgagee: United States Railway Association
955 L'Enfant Plaza North, S.W.
Washington, D. C. 20595

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

A description of the equipment covered by the document follows:

*Original
dated 5/2/83*

ICC
Page 2
May 2, 1983

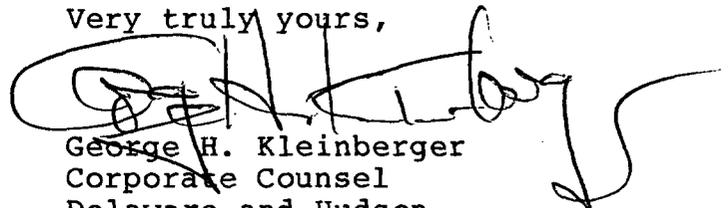
Fifteen (15) Delaware and Hudson Railway
Company (D&H) 2250 Horsepower Diesel Electric
Locomotives bearing D&H numbers 2301 to 2314,
inclusive, and 2316.

A fee of \$10.00 is enclosed. Please return the original and
any extra copies not needed by the Commission for recordation
to George H. Kleinberger, Esq., Corporate Counsel, Delaware and
Hudson Railway Company, 40 Beaver Street, Albany, New York
12207.

A short summary of the document to appear in the index follows:

Release of Mortgage from United States Railway
Association (USRA) to Delaware and Hudson
Railway Company (D&H) dated April 29, 1983,
which releases the lien of the Mortgage from D&H
to United States Railway Association dated March 15, 1976,
ICC Recordation No. 8241, on 15 diesel electric
locomotives bearing D&H railroad numbers 2301 - 2314,
and 2316.

Very truly yours,



George H. Kleinberger
Corporate Counsel
Delaware and Hudson
Railway Company

RECORDATION NO. 8241-9m Filed 1425

MAY 3 1983-1 10 PM

INTERSTATE COMMERCE COMMISSION

RELEASE OF MORTGAGE

THIS INDENTURE made this 29th day of April,

1983 BETWEEN

UNITED STATES RAILWAY ASSOCIATION,
established pursuant to Section 201
of the Regional Rail Reorganization
Act of 1973 as a non-profit govern-
ment corporation organized under
the District of Columbia Non-Profit
Corporation Act, with its principal
office at 955 L'Enfant Plaza North,
S.W., Washington, D.C. 20595

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,
certain railroad locomotives (the Equipment); and

WHEREAS, DELAWARE AND HUDSON RAILWAY COMPANY by
bill of sale dated as of April 28, 1983 is selling the above
mentioned Equipment to Maine Central Railroad Company, and to
that end and for that purpose DELAWARE AND HUDSON RAILWAY
COMPANY has requested UNITED STATES RAILWAY ASSOCIATION to
execute and deliver a release of said Equipment from the lien
of said Mortgage.

NOW, THEREFORE, UNITED STATES RAILWAY ASSOCIATION,
in consideration of the premises and of One Dollar (\$1.00) to
it paid, does hereby release from the lien of said Mortgage
the Equipment, being the same equipment described in Schedule
A, attached hereto and made a part hereof, to the end that
such Equipment shall be free from the lien of said Mortgage
and discharged from any claim thereunder, it being under-

stood, however, that nothing herein or in anything which may be affected hereby 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 the Mortgagee, and this instrument is executed and delivered by the Mortgagee without any warranty on its part and without recourse to it in any event.

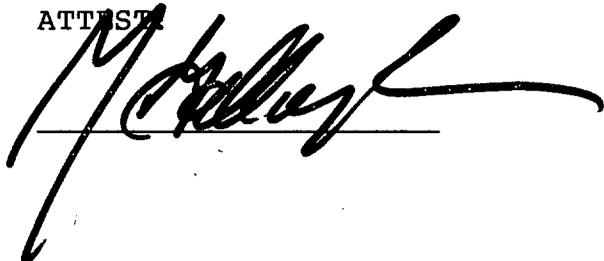
IN WITNESS WHEREOF, UNITED STATES RAILWAY ASSOCIATION has caused its corporate seal to be hereunto affixed and these presents to be signed by its duly authorized officer on the day and year first above written.

UNITED STATES RAILWAY ASSOCIATION

BY


Cary W. Dickieson

ATTEST



DISTRICT OF COLUMBIA: SS.:

On the 29th day of April, nineteen hundred and eighty-three, before me came CARY W. DICKLESON. to me known, who, being by me duly sworn, did depose and say that he is the Executive Vice President of UNITED STATES RAILWAY ASSOCIATION, the corporation described in and which executed, the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the board of directors of said corporation; and that he signed his name thereto by like order.

(SEAL)

Michael [Signature]
Notary Public in and for the
District of Columbia,
My commission expires: _____

My Commission Expires January 31, 1988

SCHEDULE A

Fifteen (15) Delaware and Hudson Railway Company (D&H) 2250
Horsepower Diesel Electric Locomotives bearing D&H numbers
2301 to 2314, inclusive, and 2316.