

3. 95005759

MARGARETTE N. CLEVELAND
LAKE COUNTY RECORDER

**RELEASE AND SATISFACTION OF
REFUNDING AND GENERAL MORTGAGE OF
THE BALTIMORE AND OHIO RAILROAD COMPANY
DATED DECEMBER 1, 1915, AS AMENDED AND SUPPLEMENTED**

Book 113
page 1

This Release and Satisfaction dated as of August 1, 1994, by Chemical Bank (hereinafter, the "Corporate Trustee"), a corporation organized under the laws of the State of New York, as Corporate Trustee, and John T. Generale, as Successor Individual Trustee, as Trustees under the Refunding and General Mortgage dated December 1, 1915, from The Baltimore And Ohio Railroad Company (hereinafter "B&O") to Central Trust Company of New York and J. T. Harrigan (hereinafter the "Original Trustees").

WHEREAS, B&O duly executed and delivered its Refunding and General Mortgage to the Original Trustees to secure bonds to be issued from time to time thereunder and the original Mortgage has been supplemented from time to time pursuant to various supplemental indentures (hereinafter as amended and supplemented, sometimes called the "Mortgage"); and

WHEREAS, CSX Transportation, Inc. (hereinafter sometimes called "CSXT") is successor by merger to B&O and the Corporate Trustee and the Successor Individual Trustee are now trustees under the Mortgage; and

WHEREAS, first B&O and then CSXT has well and truly paid or caused to be paid the whole amount of the principal monies and interest due upon all of the bonds issued pursuant to the Mortgage and secured by the Mortgage and the coupons for interest for the bonds secured by the Mortgage; and

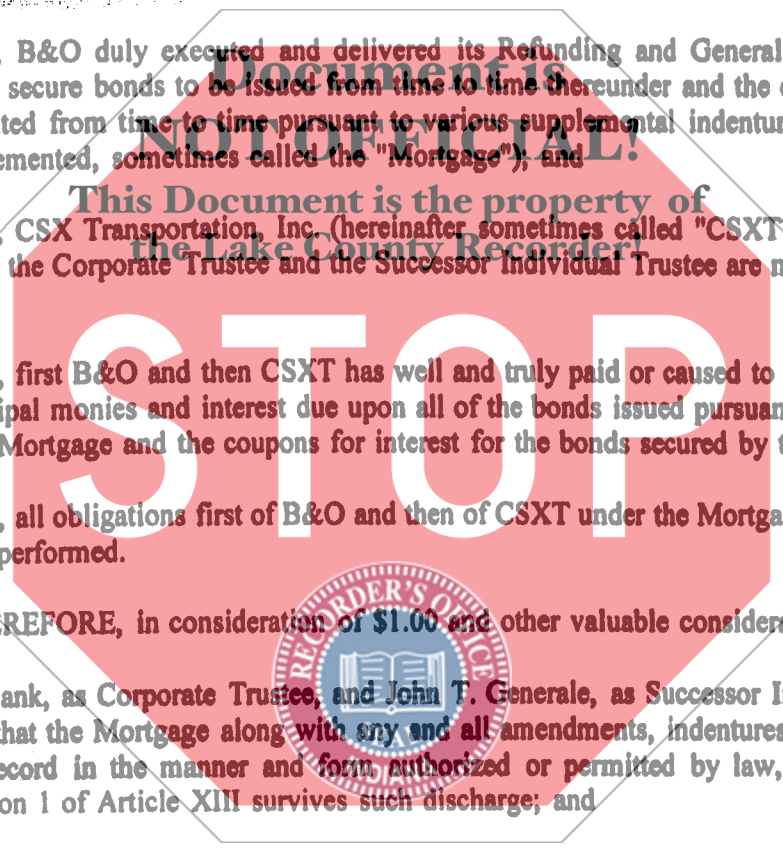
WHEREAS, all obligations first of B&O and then of CSXT under the Mortgage have been duly complied with and performed.

NOW, THEREFORE, in consideration of \$1.00 and other valuable consideration:

Chemical Bank, as Corporate Trustee, and John T. Generale, as Successor Individual Trustee, do hereby consent that the Mortgage along with any and all amendments, indentures and supplements be discharged of record in the manner and form authorized or permitted by law, with the express provision that Section 1 of Article XIII survives such discharge; and

FURTHER, they do hereby release, cancel and discharge the Mortgage, as amended and supplemented; and they do hereby release to CSXT, without any representation, covenant or warranty whatsoever either express or implied, all rights and claims of every character in and to all of the property, both real and personal, including, without limitation, cash, stocks, bonds or other securities made subject to the lien of the Mortgage described herein or covered thereby; and

FURTHER, CSXT agrees to indemnify the Trustees for, and to hold them harmless against any loss, liability or expense, including, without limitation, the cost and expense of defending themselves against any claim, incurred without negligence or bad faith on their part, arising out of or in connection with their duties as Trustees, the release of mortgaged property and the satisfaction of the Mortgage, which obligations shall survive the execution of this Release and Satisfaction.



11.00

State of New York)
) SS:
County of New York)

Personally appeared before me, a Notary Public of the State and County aforesaid, John T. Generale, with whom I am personally acquainted or satisfactorily proven to me by evidence to be the person described in and who executed the foregoing instrument as Successor Individual Trustee of the aforesaid Mortgage, and said John T. Generale duly acknowledged that he signed, sealed, executed, acknowledged and delivered the foregoing instrument as his free and voluntary act and deed for the uses and purposes set forth therein.

IN WITNESS WHEREOF, I hereunto set my hand and official seal this 10 day of November, 1994.

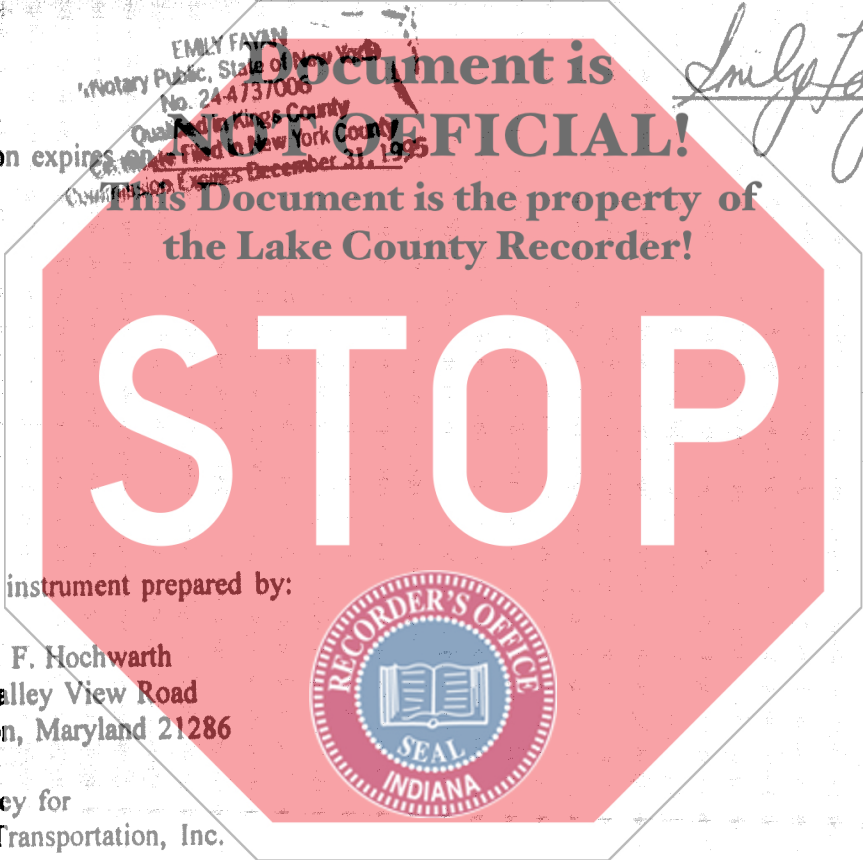
EMILY FAYAN
Notary Public, State of New York
No. 24-4737006
Qualified in Kings County
Filed in New York County
Commission Expires December 31, 1995

My Commission expires on

This Document is NOT OFFICIAL!

Emily Fayan Seal

This Document is the property of the Lake County Recorder!



The foregoing instrument prepared by:

Robert F. Hochwarth
517 Valley View Road
Towson, Maryland 21286

Attorney for
CSX Transportation, Inc.



CSX Transportation Inc. Attn: Patricia J. Aftoora
500 Water Street SE J-160 Jacksonville FL 32202