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(e) A certificate of an Independent Engineer, as defined in the Loan Agreement, dated not more than sixty (60) days prior to the date of the release and stating that, in the opinion of the person signing such certificate, (i) the portion of the Land so proposed to be released is necessary or desirable in order to obtain railroad, utility services, or roads to benefit the Project or is not otherwise needed for the operation of the Project for the purposes hereinabove stated, and (ii) the release so proposed to be made will not impair the usefulness of the Project as manufacturing facilities and will not destroy the means of ingress thereto and egress therefrom.

AND, IT IS FURTHER PROVIDED, if such release relates to Land on which transportation or utility facilities are located, an easement to use such transportation or utility facilities to the extent necessary for the efficient operation of the Project as a facility for the purposes described in Article II of the Loan Agreement shall remain subject to the provisions of the Loan Agreement.

AND, IT IS AGREED, by and between the parties hereto, that if all of the above conditions are met, including Assignee's approval of the amendment to this Mortgage, the Mortgagee shall release any such property from the lien of the Mortgage.

AND IT IS AGREED, by and between the parties hereto, that no release effected under the provisions hereof shall entitle the Mortgagor to any abatement or diminution of the amounts payable under Section 5.2 of the Loan Agreement.

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