

herein shall limit Trustee from exercising any and all other remedies available to it at law or in equity or otherwise provided by Article VIII of the Agreement.

8. OPTION TO RELEASE CERTAIN REAL ESTATE. Notwithstanding any other provisions of this Mortgage, the parties hereto reserve the right, at any time and from time to time, to amend this Mortgage for the purpose of effecting the release of or removal from this Mortgage of (i) any unimproved part of the real estate constituting a portion of the Project (on which no buildings or other facilities or equipment owned by Company and essential to the continued operation of the Project are situated) or (ii) any part of the real estate constituting a portion of the Project with respect to which Company proposes to convey fee title to a railroad, public utility or public body in order that railroad service, utility services or roads may be provided for the Project, provided that if at the time any such amendment is made any of the Bonds are outstanding and unpaid, such amendment shall not be effective until and unless there are deposited with Trustee the following:

(a) Copies of the said amendments to this Mortgage as executed.

(b) A resolution of Issuer (i) stating that Issuer is not in default under any of the provisions of the Indenture and that Issuer and Company are not to the knowledge of Issuer in default under any of the provisions of the Agreement, (ii) giving an adequate legal description of that portion of the real estate constituting a portion of the Project to be released, (iii) stating the purpose for which the release is desired, (iv) requesting such release and (v) approving such amendments to this Mortgage.

(c) Evidence of the authority of the officers of Company who execute such amendments to this Mortgage.

(d) An opinion of Independent Counsel, as that term is defined in the Agreement, stating that Company is not in default under this Mortgage.

(e) If applicable, a copy of the instrument granting the easement or conveying the portion of the real estate constituting a portion of the Project to be released.

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