

RELEASE OF MORTGAGE TRUSTEE

INDENTURE OF RELEASE, dated Oct. 4th, 1995, made by Chemical Bank, a corporation of the State of New York (hereinafter referred to as the "Trustee"), party of the first part, and Silver State Land Company LLC, a corporation of the State of Delaware (hereinafter, whether one or more persons or corporations, referred to as "Grantee"), party of the second part;

WHEREAS, The Atchison, Topeka and Santa Fe Railway Company (hereinafter called "Santa Fe"), by Grant Deed will convey to Grantee certain property hereinafter described; and

WHEREAS, the Union Trust Company of New York was heretofore and up to the 18th day of June, 1918, Trustee under a mortgage or deed of trust, hereinafter called the general mortgage, dated December 12th, 1895, executed by Santa Fe to Union Trust Company of New York, as Trustee, and duly recorded;

WHEREAS, the Central Trust Company of New York was heretofore and up to the 18th day of June, 1918, Trustee under a certain mortgage or deed of trust, hereinafter called the Adjustment Mortgage, dated December 12th, 1895, executed by Santa Fe to Central Trust Company of New York, as Trustee, and duly recorded; and

WHEREAS, on or about the 18th day of June, 1918, Central Trust Company of New York, in accordance with the laws of the State of New York, duly merged into itself Union Trust Company of New York and simultaneously changed its name to Central Union Trust Company of New York and under the name of Central Union Trust Company of New York succeeded Union Trust Company of New York as Trustee under the general mortgage; and

WHEREAS, on or about the 15th day of May, 1929, Central Union Trust Company of New York, in accordance with the laws of the State of New York, duly merged into itself The Hanover Bank of the City of New York, and simultaneously changed its name to Central Hanover Bank and Trust Company, and under the name of Central Hanover Bank and Trust Company continued to be Trustee under both the general mortgage and the Adjustment Mortgage until on or about the 30th day of June, 1951, when Central Hanover Bank and Trust Company duly changed its name to The Hanover Bank, without affecting its corporate status, title or powers as Trustee under the general mortgage or the Adjustment Mortgage; and

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WHEREAS, on September 8, 1961, in accordance with the laws of the State of New York, The Hanover Bank was duly merged into Manufacturers Trust Company, a New York corporation, under the name Manufacturers Hanover Trust Company, and Manufacturers Hanover Trust Company thereupon became the duly constituted and acting Trustee under the General Mortgage and the Adjustment Mortgage; and

WHEREAS, on June 19, 1992, in accordance with the laws of the State of New York, Manufacturers Hanover Trust Company was duly merged into Chemical Bank, a New York corporation, under the name of Chemical Bank, and Chemical Bank thereupon became and is now the duly constituted and acting Trustee under the General Mortgage and the Adjustment Mortgage; and

WHEREAS, a release from the General Mortgage and the Adjustment Mortgage is necessary in order to vest in the grantee an unincumbered title to the property described in and conveyed by the deeds and other instruments of conveyance, and hereinafter described, and Santa Fe has furnished to the Trustee a written request of Santa Fe in accordance with the requirements of the General Mortgage and Adjustment Mortgage, together with a copy of a resolution of the Board of Directors or of the Executive Committee of the Board of Directors of Santa Fe approving of such request, to release the property so conveyed from the liens and operation of the General Mortgage and Adjustment Mortgage.

NOW, THEREFORE, for and in consideration of one Dollar (\$1.00) and other good and valuable considerations, Chemical Bank, as Trustee under the General Mortgage, dated December 12th, 1895, and as Trustee under the Adjustment Mortgage, dated December 12th, 1895, does hereby release to the grantee above named from the liens of the General Mortgage and the Adjustment Mortgage, under which it is Trustee as aforesaid, that certain tract or parcel of land or other property rights situate, lying and being in the Counties of Elko, Eureka, Lander, Churchill, Lyon, Storey, Pershing, Humboldt and Washoe and State of Nevada, more particularly described as follows:

See Exhibit "A", containing the Grant Deed and accompanying description of the property, which is attached hereto and made a part hereof.

The property hereinabove described being the same property that is described in and will be conveyed by Grant Deed to be executed by the Santa Fe to the Grantee.

This release is executed and delivered by the Trustee without covenant or warranty, express or implied, and without recourse to the Trustee in any event.

IN WITNESS WHEREOF, Chemical Bank has caused these presents to be signed by its President or one of its Vice-Presidents or Assistant Vice-Presidents and its corporate seal to be hereunto affixed and attested by its Trust Officer or an Assistant Trust Officer, the day and year first above written.

CHEMICAL BANK

By *[Signature]*
Assistant Vice President
Its Josiane De Sousa

ATTEST:

[Signature]

Its Trust Officer

STATE OF NEW YORK,
COUNTY OF NEW YORK,
BOROUGH OF MANHATTAN,

On this 4th day of October, 1995, before me personally came Josiane De Sousa to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he/she executed the same.

[Signature]

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

SEAL
Affixed

SEAL
Affixed

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EXHIBIT "A"

Order No.

Escrow No.

WHEN RECORDED, MAIL TO:

SPACE ABOVE THIS LINE FOR RECORDER'S USE

SPECIAL WARRANTY DEED

FOR VALUABLE CONSIDERATION, the receipt of which is hereby acknowledged, The Atchison, Topeka and Santa Fe Railway Company ("Grantor"), a Delaware corporation, does hereby GRANT, BARGAIN and SELL to Silver State Land Company LLC ("Grantee"), a Delaware limited liability company, all of Grantor's right, title and interest in the real property owned by Grantor and situated in the Counties of Elko, Eureka, Lander, Churchill, Lyon, Storey, Pershing, Washoe and Humboldt, State of Nevada, including the real property more particularly described as follows:

see Exhibit "A", which is attached hereto and, by this reference, made a part hereof,

TOGETHER with all tenements, hereditaments and appurtenances, including easements and water rights, including Permit to Appropriate Waters Nos. 41510, 49488, 49741, 50059, 56823, 46908, 46906, 42608, 45042 and all other water rights appurtenant to the land described in Exhibit "A" attached hereto, if any, thereto belonging or appertaining, and any reversions, remainders, rents, issues or profits thereof.

Dated: October , 1995

THE ATCHISON, TOPEKA AND SANTA
FE RAILWAY COMPANY

By:

Title: Vice President-Law
and General Counsel

ATTEST:

[SEAL]

EXHIBIT "A"

By:

Assistant Secretary

LEWIS & CLARK WESTERN

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COPY

On October 1, 1995, personally appeared before me, a Notary Public, Jeffrey R. Moreland, Vice President-Law and General counsel, who acknowledged that he executed the above instrument.

Notary Public
My commission expires:

STATE OF ILLINOIS
COUNTY OF COOK
}

ss.

EXHIBIT "A"

CHURCHILL COUNTY, NEVADA

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF CHURCHILL, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor:	Official Records	ATSF	Deed No.:
January 8, 1990		Santa Fe Pacific Realty Corporation	249820	50580	
January 8, 1990		Santa Fe Pacific Realty Corporation	249819	50581	
January 2, 1992		Catellus Development Corporation	264753	51085	
January 2, 1992		Catellus Development Corporation	264754	51086	
January 2, 1992		Catellus Development Corporation	264755	51087	
January 2, 1992		Catellus Development Corporation	264756	51089	
January 2, 1992		Catellus Development Corporation	264757	51090	
January 2, 1992		Catellus Development Corporation	264758	51091	

LYON COUNTY, NEVADA

ALSO
ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF LYON, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor:	Official Records	ATSF	Deed No.:
January 8, 1990		Santa Fe Pacific Realty Corporation	BK.341 / Pg.112	50901	

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ALSO
ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF EUREKA, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor :	Official Records	Book / Page :	Deed No. :
February 25, 1991		Catellus Development Corporation		BK.221 / Pg.9	50778
January 12, 1990		Santa Fe Pacific Realty Corporation		BK.207 / Pg.116	50898
January 12, 1990		Santa Fe Pacific Realty Corporation		BK.207 / Pg.109	50899
February 4, 1992		Catellus Development Corporation		BK.231 / Pg.475	51093

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF EUREKA, STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS LISTED AS FOLLOWS:

Date	Recorded:	Grantee :	Official Records	Book / Page :	Deed No. :
March 7, 1995		Santa Fe Pacific Gold Corporation		BK.281 / Pg.248	52078
May 19, 1995		Santa Fe Pacific Gold Corporation		BK.283 / Pg. 23	52167

ALSO EXCEPT A PARCEL OF LAND IN THE COUNTY OF EUREKA, STATE OF NEVADA, LYING IN THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 35 TOWNSHIP 32 NORTH, RANGE 51 EAST, MOUNT DIABLO MERIDIAN, BEING THAT PORTION OF LAND WITHIN SAID SECTION, NOW AND FOR MANY YEARS PAST, OCCUPIED BY THE "PALISADE CEMETERY", AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT CORNER # 1 OF SAID PARCEL, THE WESTERLY FENCE CORNER OF THE DESCRIBED CEMETERY SITE, FROM WHICH THE X-SECTION CORNER COMMON TO SECTIONS 35 AND 36, OF SAID TOWNSHIP, BEARS S.50°44'E., 147.7 FEET, THENCE ALONG SAID FENCELINE N.34°51'E., 161.5 FEET TO A FENCE CORNER AT THE NORTHERLY CORNER OF SAID CEMETERY SITE; THENCE ALONG SAID FENCELINE N.57°38'E., 25.39 FEET TO A POINT ON THE EASTERLY SECTION LINE OF SAID SECTION 35; THENCE ALONG SAID SECTION LINE S.0°10'E., 190.17 FEET TO A POINT ON THE SOUTHWESTERLY FENCELINE OF SAID CEMETERY SITE; THENCE ALONG SAID FENCELINE N.58°04'W., 134.67 FEET TO CORNER #1, THE POINT OF BEGINNING FOR THE PARCEL HEREIN DESCRIBED.

THE "CEMETERY SITE" CONTAINS AN AREA OF 0.296 OF AN ACRE, MORE OR LESS

ALSO
ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF HUMBOLDT, STATE OF
NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY
COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor :	Official Records	Book / Page :	Deed No. :
January 10, 1990		Santa Fe Pacific Reality Corporation	ATSF	BK.284 / Pg.469	50571
January 10, 1990		Santa Fe Pacific Reality Corporation		BK.284 / Pg.470	50572
February 25, 1991		Catellus Development Corporation		BK.298 / Pg.595	50573
February 25, 1991		Catellus Development Corporation		BK.298 / Pg.594	50574
January 2, 1992		Catellus Development Corporation		BK.307 / Pg.570	51082
January 2, 1992		Catellus Development Corporation		BK.307 / Pg.571	51084
April 6, 1992		Catellus Development Corporation		BK.310 / Pg.631	51157

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF
HUMBOLDT, STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS
LISTED AS FOLLOWS:

Date	Recorded:	Grantee :	Official Records	Book / Page :	Deed No. :
May 20, 1993		Western Rock Product, Inc.	ATSF	BK.322 / Pg.503	51520
July 13, 1993		Santa Fe Pacific Minerals Corporation		BK.323 / Pg.588	51719
July 24, 1995		Santa Fe Pacific Gold Corporation		BK.343 / Pg.805	52167
June 13, 1995		Santa Fe Pacific Gold Corporation		BK.343 / Pg.204	52168

LANDER COUNTY, NEVADA

ALSO
ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF LANDER, STATE OF
NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY
COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor :	Official Records	Book / PAGE :	Deed No. :
February 25, 1991		Catellus Development Corporation	ATSF	BK.356 / Pg.412	50775
February 25, 1991		Catellus Development Corporation	ATSF	BK.356 / Pg.405	50776
January 11, 1990		Santa Fe Pacific Realty Corporation	ATSF	BK.341 / Pg.115	50900
January 11, 1990		Santa Fe Pacific Realty Corporation	ATSF	BK.341 / Pg.112	50901
January 3, 1992		Catellus Development Corporation	ATSF	BK.366 / Pg.101	51092
April 26, 1992		Catellus Development Corporation	ATSF	BK.370 / Pg.574	51156

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF LANDER,
STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS LISTED AS
FOLLOWS:

Date	Recorded:	Grantee :	Official Records	Book / PAGE :	Deed No. :
August 16, 1993		Santa Fe Pacific Minerals Corporation	ATSF	BK.397 / Pg.656	51719
June 2, 1995		Santa Fe Pacific Gold Corporation	ATSF	BK.417 / Pg.632	52167
May 24, 1995		Santa Fe Pacific Gold Corporation	ATSF	BK.417 / Pg.460	52168

STOREY COUNTY, NEVADA

ALSO
ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF STOREY, STATE OF
NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY
COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor :	Official Records	Book / PAGE :	Deed No. :
January 8, 1990		Santa Fe Pacific Realty Corporation	ATSF	BK. 75 / Pg.165	50578

PERSHING COUNTY, NEVADA

ALSO
ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF PERISHING, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor :	Official Records	Book / PAGE :	Deed No. :
January 1, 1990		Santa Fe Pacific Realty Corporation	50558	BK.240 / Pg.248	
January 1, 1990		Santa Fe Pacific Realty Corporation	50569	BK.240 / Pg.410	
January 1, 1990		Santa Fe Pacific Realty Corporation	50570	BK.240 / Pg.413	
February 25, 1991		Catellus Development Corporation	50770	BK.253 / Pg. 1	
February 25, 1991		Catellus Development Corporation	50777	BK.253 / Pg. 32	
January 2, 1992		Catellus Development Corporation	51079	BK.261 / Pg.336	
January 2, 1992		Catellus Development Corporation	51080	BK.261 / Pg.340	
January 2, 1992		Catellus Development Corporation	51081	BK.261 / Pg.344	
April 6, 1992		Catellus Development Corporation	51159	BK.263 / Pg.202	

EXCEPT ALL THOSE CERTAIN PARCELS OF LAND LYING IN THE COUNTY OF PERISHING, STATE OF NEVADA, AS CONVEYED TO THE FOLLOWING BY THE DEEDS LISTED AS FOLLOWS:

Date	Recorded:	Grantee :	Official Records	Book / PAGE :	Deed No. :
June 21, 1993		Western Rock Product, Inc.	51520	BK.273 / Pg.472	

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September 19, 1995

ELKO COUNTY, NEVADA

ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF ELKO, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor:	Book / Page:	Deed No.:
February 25, 1991		Catellus Development Corporation	BK.746 / Pg.862	50779
February 25, 1991		Catellus Development Corporation	BK.746 / Pg.851	50780
January 11, 1990		Santa Fe Pacific Realty Corporation	BK.711 / Pg.92	50902
January 11, 1990		Santa Fe Pacific Realty Corporation	BK.711 / Pg.89	50903
January 31, 1992		Catellus Development Corporation	BK.774 / Pg.448	51094
April 6, 1992		Catellus Development Corporation	BK.780 / Pg.10	51158

WASHOE COUNTY, NEVADA

ALSO
ALL THOSE CERTAIN PARCELS OF LAND IN THE COUNTY OF WASHOE, STATE OF NEVADA, AS CONVEYED TO THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY BY THE FOLLOWING DEEDS:

Date	Recorded:	Grantor:	Book / Page:	Deed No.:
January 19, 1991		Santa Fe Pacific Realty Corporation	BK.3019 / Pg.760	50591
February 22, 1991		Catellus Development Corporation	BK.3216 / Pg.531	50771
February 22, 1991		Catellus Development Corporation	BK.3216 / Pg.526	50772
January 3, 1992		Catellus Development Corporation	BK.3391 / Pg.840	51216

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OFFICIAL RECORDS
RECORDED AT THE REQUEST OF

John C. Anderson

95 OCT 19 AM 9:19

September 1991
HARRIS COUNTY NEVADA
M.N. REDEVELOPMENT
FILE NO.

FEES 17.00

159626

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9 10/10/2008 10:00:00