

K-39443
PARTIAL RELEASE BY

MORGAN GUARANTY TRUST COMPANY OF NEW YORK

AS CORPORATE TRUSTEE

TO

PACIFICORP

(FORMERLY PACIFIC POWER & LIGHT COMPANY)

FROM LIEN OF MORTGAGE AND DEED OF TRUST

AS AMENDED AND SUPPLEMENTED

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS PacifiCorp, formerly known as Pacific Power & Light Company, (hereinafter called the Company), a corporation of the State of Maine, executed a certain Mortgage and Deed of Trust to Guaranty Trust Company of New York (now Morgan Guaranty Trust Company of New York), and Oliver R. Brooks (R. E. Sparrow, successor), as Trustees, dated as of July 1, 1947, as amended and supplemented (hereinafter called the Mortgage), and the property hereinafter described is owned by the Company and is subject to the lien of the Mortgage; and

WHEREAS it has been represented to Morgan Guaranty Trust Company of New York, Corporate Trustee under the Mortgage, that the Company is not in default in the payment of the interest on any bonds now outstanding under the Mortgage, and that none of the Defaults defined in Section 65 of the Mortgage has occurred and is continuing; and

WHEREAS, pursuant to the provisions of Section 59 of the Mortgage, the Company has requested the Corporate Trustee to release the property hereinafter described from the lien of the Mortgage, and has furnished Morgan Guaranty Trust Company of New York, as Corporate Trustee, with

AFTER RECORDING RETURN TO:
Bonneville Power Administration
MMLB
P.O. BOX 3621
PORTLAND, OR 97208-3621

89 MAY 9 PM 2 10

(a) Certified Copies of Resolutions of the Electric Operations Board (a duly authorized committee of the Board of Directors of the Company), (b) Officers' Certificate, (c) Engineer's Certificate, (d) Further Engineer's Certificate, and (e) Opinion of Counsel, all as required by the provisions of said Section 59;

NOW, THEREFORE, Morgan Guaranty Trust Company of New York, in consideration of the premises and pursuant to the authority vested in it as Corporate Trustee under the Mortgage to the date of the recording of this instrument of release, does hereby release, remise and quitclaim unto the Company, its successors and assigns, all the right, title, and interest of such Trustees in and to the property situated in Klamath County in the State of Oregon, more fully described in Exhibit A attached hereto.

TO HAVE AND TO HOLD the said property hereby released and remised to the Company, its successors and assigns, to its and their own proper use, benefit, and behoof forever, free, clear and discharged of and from all liens and claims under and by virtue of the Mortgage.

PROVIDED, HOWEVER, that nothing herein contained shall be construed to affect the residue of the security held by Morgan Guaranty Trust Company of New York and R. E. Sparrow, Trustees as aforesaid, by virtue of the Mortgage, or to release the payment of any part of the moneys, principal and interest, thereby secured that may now remain unpaid.

The recitals made herein are to be taken only as recitals made by the Company and not by said Trustees. The reservations and exceptions, if any, set forth in said Exhibit A are intended to be for the benefit of said Trustees as well as the Company and the lien of the Mortgage on the rights and interests so reserved and excepted, if any, are not released.

AFTER RECORDING RETURN TO:
Bonneville Power Administration
MMLB
P.O. BOX 3621
PORTLAND, OR 97203-3621

This release is made by said Trustees without covenants or warranties, either expressed or implied in law or in equity, and shall be without recourse against such Trustees or either of them in any event or in any contingency.

IN WITNESS WHEREOF, Morgan Guaranty Trust Company of New York, as Corporate Trustee, has caused its corporate name to be hereunto affixed, and this instrument to be signed and sealed by one of its VICE PRESIDENT and its corporate seal to be attested by one of its Assistant Secretaries, all in the City of New York, New York, on this 6th day of January, 1989.

MORGAN GUARANTY TRUST COMPANY
OF NEW YORK, as Corporate Trustee

(SEAL)

ATTEST:

Chase M. Horan
Assistant Secretary

AFTER RECORDING RETURN TO:
Bonneville Power Administration
MMLB
P.O. BOX 3621
PORTLAND, OR 97208-3621

7961

- 4 -

STATE OF NEW YORK)
) ss.
 County of New York)

On this 6th day of January, 1989 personally appeared
R. E. SPARROW, who, being duly sworn, did say that he
 is a VICE PRESIDENT of Morgan Guaranty Trust
 Company of New York, and that the seal affixed to the foregoing
 instrument is the corporate seal of said corporation, and that said
 instrument was signed and sealed in behalf of said corporation, by
 authority of its Board of Directors; and he acknowledged said instrument
 to be its voluntary act and deed. Before me:

DONNA BENEDEK

[Signature]
 Notary Public for the State of New York
 My Commission expires: 11/14/91

DONNA S. BENEDEK
 Notary Public, State of New York
 No. 51494150
 Qualified in New York County
 Certificate Filed in New York County
 Commission Expires November 14, 1990

AFTER RECORDING RETURN TO:
 Bonneville Power Administration
 MMLB
 P.O. BOX 3621
 PORTLAND, OR 97208-3621



EXHIBIT A

County: Klamath

State: Oregon

Tract of land in Klamath County, Oregon

A tract of land in the Northwest Quarter of the Southeast Quarter of Section 17, Township 41 South, Range 13 East, Willamette Meridian, Klamath County, Oregon, described as follows:

Commencing at the south quarter corner of said Section 17, as evidenced by a 1½ inch iron pipe with Brass Cap marked "Klamath County Surveyor;"

thence North 25° 31' 52" East, 363.5 feet;

thence North 89° 24' 12" East, 510.0 feet to a point on the most easterly boundary of the Bonneville Power Administration Malin Substation site, Parcel 1, as recorded in Microfilm File No. M69-4938 Deed Records of said County;

thence North 00° 35' 48" West, 757.0 feet along said most easterly boundary;

thence North 89° 24' 12" East, 390 feet;

thence North 00° 35' 48" West, 300 feet to the true point of beginning;

thence continuing North 00° 35' 48" West, 5.0 feet;

thence South 89° 24' 12" West, 250.0 feet;

thence South 00° 35' 43" East, 5.0 feet;

thence North 89° 24' 12" East, 250.0 feet to the true point of beginning, containing 0.03 acre, more or less.

Bearings are referenced to the Oregon Coordinate System, South Zone, as described in Deed recorded in Microfilm File No. M69-4938.

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Klamath County Title Co. the 9th day
of May A.D., 19 89 at 2:10 o'clock P.M., and duly recorded in Vol. M89
of Mortgages on Page 7958.

FEE \$28.00

Evelyn Biehn, County Clerk

By Daniel Mullins

PD-11-OR-228

AFTER RECORDING RETURN TO:
Bonneville Power Administration
MMLB
P.O. BOX 3621
PORTLAND, OR 97208-3621