

PARTIAL RELEASE BY  
BANKERS TRUST COMPANY (AS CORPORATE TRUSTEE) AND  
MORGAN GUARANTY TRUST COMPANY OF NEW YORK (AS TRUSTEE)  
TO  
PACIFICORP  
FROM LIEN OF MORTGAGES AND DEEDS OF TRUST

KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, the property or real estate described in Exhibit "A" attached hereto, is subject to the Lien of the following described mortgages:

1. Mortgage and Deed of Trust from PacifiCorp, an Oregon Corporation (successor by merger to the corporation formerly known as Pacific Power & Light Company), to Guaranty Trust Company of New York (Bankers Trust Company, successor) and Oliver R. Brooks (James F. Conlan, successor) as Trustees, dated as of July 1, 1947, as amended and supplemented (the "First Mortgage"), and
2. Mortgage and Deed of Trust from PacifiCorp to Morgan Guaranty Trust Company of New York, dated as of January 9, 1989 (the "Collateral Mortgage"); and

WHEREAS it has been represented to Bankers Trust Company, Corporate Trustee under the First Mortgage and to Morgan Guaranty Trust Company of New York, Trustee under the Collateral Mortgage, that the Company is not in default in the payment of the interest on any bonds now Outstanding under either the First Mortgage or the Collateral Mortgage, and that none of the Defaults defined in Section 65 of the First Mortgage and Section 15.01 of the Collateral Mortgage has occurred and is continuing; and

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WHEREAS, pursuant to the provisions of Section 59 of the First Mortgage and 13.09 of the Collateral Mortgage, the Company has requested the Corporate Trustee and the Trustee respectively to release the property hereinafter described from the Liens of said Mortgages;

And WHEREAS the Company has furnished Bankers Trust Company, as Corporate Trustee under the First Mortgage with (a) Certified Copies of Resolutions of the Pacific Power 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 Section 59 of the First Mortgage; and has furnished Morgan Guaranty Trust Company of New York, as Trustee under the Collateral Mortgage with (a) Officers' Certificate, (b) Engineer's Certificate, (c) Opinion of Counsel, and (d) a copy of the release of said property from the Lien of said First Mortgage executed by the Trustee of the First Mortgage, all as required by the provisions of said Section 13.09 of the Collateral Mortgage.

NOW, THEREFORE, Bankers Trust Company and Morgan Guaranty Trust Company of New York, in consideration of the premises and pursuant to the authority vested in them respectively as Corporate Trustee under the First Mortgage and as Trustee under the Collateral 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 respective right, title, and interest of said Corporate Trustee and Trustee 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 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 said Mortgage or either of them.

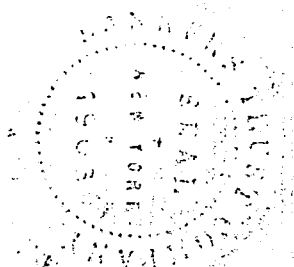
PROVIDED, HOWEVER, that nothing herein contained shall be construed to affect the residue of the security held by Bankers Trust Company and James F. Conlan, Trustees under the First Mortgage, and Morgan Guaranty Trust Company of New York, Trustee under the Collateral Mortgage as aforesaid, by virtue of said Mortgages, 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 Liens of said Mortgages on the rights and interests so reserved and excepted, if any, are not released.

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, Bankers Trust Company, as Corporate Trustee under the First Mortgage, and Morgan Guaranty Trust Company of New York, as Trustee under the Collateral Mortgage have each caused their corporate names to be hereunto affixed, and this instrument to be signed and sealed by their duly authorized officers, respectively, and their corporate seals to be

attested by one of their respective Assistant Secretaries, all in the City  
of New York, New York, on this 25<sup>th</sup> day of April, 1989.



(SEAL)

BANKERS TRUST COMPANY,  
as Corporate Trustee under Mortgage and  
Deed of Trust of Pacific Power & Light  
Company (now PacifiCorp), dated as of  
July 1, 1947

by:

Marvin Kistead  
MARVIN KISTEAD  
Assistant Vice President

ATTEST:

Lauda A. Huber  
Assistant Secretary

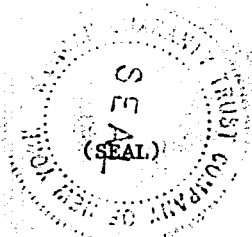
MORGAN GUARANTY TRUST COMPANY  
OF NEW YORK,  
as Trustee under Mortgage and  
Deed of Trust of PacifiCorp, dated  
as of January 9, 1989

by:

Ward A. Spooner  
(Title)

Ward A. Spooner

Trust Officer

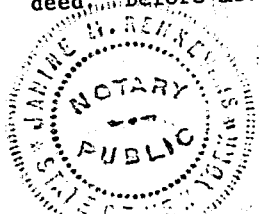


ATTEST:

Catherine F. Donohue  
Assistant Secretary  
CATHERINE F. DONOHUE

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

On this 25<sup>th</sup> day of April, 1989 personally appeared Marvin Kierstead, who, being duly sworn, did say that he is an Assistant Vice President of Bankers Trust Company, 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, as Corporate Trustee, by authority of its Board of Directors; and he acknowledged said instrument to be its voluntary act and deed. Before me:

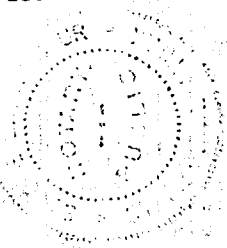


STATE OF NEW YORK )  
 ) ss.  
 County of New York )

Janine M. Renkevans  
 Notary Public for the State of New York  
 My Commission expires: \_\_\_\_\_

JANINE M. RENKEVANS  
 Notary Public, State of New York  
 No. 31-4908255  
 Qualified in New York County  
 Commission Expires November 9, 1989

On this 23<sup>rd</sup> day of May, 1989 personally appeared Ward A. Spooner, who, being duly sworn, did say that he is a Trust Officer 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 as Trustee, by authority of its Board of Directors; and he acknowledged said instrument to be its voluntary act and deed. Before me:



Simone G. Vinocour  
 Notary Public for the State of New York  
 My Commission expires: \_\_\_\_\_

SIMONE G. VINOCOUR  
 NOTARY PUBLIC, State of New York  
 No. 31-4938491  
 Qualified in New York County  
 Certificate Filed in New York County  
 Commission Expires November 7, 1990

## EXHIBIT A

County: Klamath

State: Oregon

A Tract of Land in Klamath County, Oregon

West Half of the Northwest Quarter of Section 33, Township 39 South,  
Range 7 East, Willamette Meridian, Klamath County, Oregon.

STATE OF OREGON,  
County of Klamath ss.

Filed for record at request of:

Return: Dale Foresee  
Pacific Power & Light  
500 Main St.  
Klamath Falls, Or. 97601

Dale Foresee  
on this 29th day of June A.D., 19 89  
at 3:18 o'clock PM. and duly recorded  
in Vol. M89 of Mortgages Page 11770  
Evelyn Biehn  
By *Pauline M. Henderson* Deputy.  
County Clerk

Fee, \$33.00  
CC 3.50