

PARTIAL RELEASE BY
CHEMICAL BANK (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 Liens 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 (Chemical Bank, successor) and Oliver R. Brooks, et. al. (resigned) 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 (Chemical Bank, successor), dated as of January 9, 1989, as amended and supplemented (the "Collateral Mortgage"); and

WHEREAS it has been represented to Chemical Bank, Corporate Trustee under the First Mortgage and 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 Trustee to release the property hereinafter described from the Liens of said Mortgages;

And WHEREAS the Company has furnished Chemical Bank, as Corporate Trustee under the First Mortgage, with (a) Certified Copies of Resolutions of the PacifiCorp Board of Directors, (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 Chemical Bank, 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 Corporate Trustee under the First Mortgage, all as required by the provisions of said Section 13.09 of the Collateral Mortgage.

NOW, THEREFORE, Chemical Bank, in consideration of the premises and pursuant to the authority vested in it 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, (or to the date hereof if this instrument is not recorded), does hereby release, remise and quitclaim unto the Company, its successors and assigns, all of its right, title, and interest as Trustee under each of said Mortgages, 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 Mortgages or either of them.

PROVIDED, HOWEVER, that nothing herein contained shall be construed to affect the residue of the security held by Chemical Bank as Trustee under the First Mortgage and 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 Trustee. The reservations and exceptions, if any, set forth in said Exhibit A are intended to be for the benefit of said Trustee 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 Trustee without covenants or warranties, either expressed or implied in law or in equity, and shall be without recourse against such Trustee in any event or in any contingency.

IN WITNESS WHEREOF, Chemical Bank, as Corporate Trustee under the First Mortgage and as Trustee under the Collateral Mortgage, has caused its corporate name to be hereunto affixed, and this instrument to be signed and sealed by its duly authorized officers, and its corporate seal to be attested by one of its Trust Officers, all in the City of New York, New York, on this 5th day of

June, 1996.

CHEMICAL BANK

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

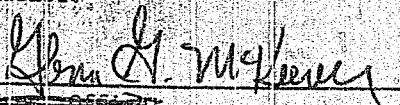
by: 

Vice President

Michael A. Smith

(SEAL)

ATTEST:



GLENN G. McKEEVER
SENIOR TRUST OFFICER

CHEMICAL BANK

as Trustee under Mortgage and Deed of Trust
of PacifiCorp, dated as of January 9, 1989


by: 

Vice President

Michael A. Smith

(SEAL)

ATTEST:



GLENN G. McKEEVER
SENIOR TRUST OFFICER

19278

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

On this 5th day of JUNE, 1996 personally appeared
Michael A. Smith, who, being duly sworn, did say that he/she is
a Vice President of Chemical Bank, 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/she acknowledged said
instrument to be its voluntary act and deed. Before me:

Emily Fayon
Notary Public for the State of New York
My Commission expires _____

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

On this 5th day of JUNE, 1996 personally appeared
Michael A. Smith, who, being duly sworn, did say that he/she is
a Vice President of Chemical Bank, 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/she acknowledged said instrument
to be its voluntary act and deed. Before me:

Emily Fayon
Notary Public for the State of New York
My Commission expires _____

AR07-751.wp

EMILY FAYON
Notary Public, State of New York
No. 24-4737006
Qualified in Kings County
Certificate Filed in New York County
Commission Expires December 31, 1997

County: Klamath

State: Oregon

Two parcels of land in part of the NW¼ NE¼ of Section 20, Township 41 South, Range 13 East, Willamette Meridian, Klamath County, Oregon. Said parcels of land are more particularly described, with reference to the Oregon Coordinate System, South Zone, as follows:

Parcel A

Commencing at a point on the south line of the BPA Malin Substation Site Tract 2 that is South 41° 09' 07" East, 941.9 feet from the north quarter corner of said Section 20, evidenced by a 2 inch brass cap; thence South 89° 56' 46" West, 71.9 feet to the southwest corner of said Tract 2 and the Point of Beginning; thence continuing South 89° 45' 46" West, 34.7 feet; thence North 0° 03' 14" West, 245.9 feet; thence North 89° 56' 46" West, 34.7 feet to a point on the west line of said Tract 2; thence along said west line South 0° 03' 14" East, 245.9 feet to the point of beginning. Contains 0.2 Acre, more or less.

Parcel B

Commencing at a point on the south line of the BPA Malin Substation Site Tract 2 that is South 41° 09' 07" East, 941.9 feet from the north quarter corner of said Section 20, evidenced by a 2 inch brass cap; thence North 89° 56' 46" East, 148.1 feet to the southeast corner of said Tract 2 and the Point of Beginning; thence continuing North 89° 56' 46" East, 15.3 feet; thence North 0° 03' 14" West, 245.9 feet; thence South 89° 56' 46" West, 15.3 feet to a point on the east line of said Tract 2; thence along said east line South 0° 03' 14" East, 245.9 feet to the point of beginning. Contains 0.1 Acre, more or less.

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Pacificorp the 23rd day
of June A.D., 19 97 at 11:04 o'clock A. M., and duly recorded in Vol. M97
of Mortgages on Page 19274

FEE \$35.00

By Bernetha G. Letech, County Clerk
Kathleen R. Rood