

1567

SATISFACTION, RELEASE AND DISCHARGE
OF
GENERAL MORTGAGE
DATED SEPTEMBER 1, 1935
(and Supplements thereto)
FROM
CHEMICAL BANK & TRUST COMPANY
AND
HOWARD B. SMITH
Trustees
to
REPUBLIC STEEL CORPORATION
Dated May 5, 1944

SATISFACTION, RELEASE AND DISCHARGE, made this 5th day of May, 1944, by Chemical Bank & Trust Company, a corporation organized and existing under the laws of the State of New York, and having its principal office at 165 Broadway, New York, New York (hereinafter sometimes called the Corporate Trustee) and Howard B. Smith, residing at No. 18 Llewellyn Road, Montclair, New Jersey (hereinafter sometimes called the Individual Trustee), as Trustees, to Republic Steel Corporation, a corporation organized and existing under the laws of the State of New Jersey, and having its principal office at Republic Building, No. 25 Prospect Avenue, Cleveland, Ohio (hereinafter called the Corporation).

WHEREAS, under date of September 1, 1935 the Corporation entered into, executed and delivered its General Mortgage to Chemical Bank & Trust Company and Howard B. Smith, Corporate Trustee and Individual Trustee respectively (hereinafter sometimes called the Trustee) whereby the Corporation granted and conveyed to said Trustees, upon the terms set forth therein, certain lands, properties, premises, interests, rights and securities therein described to secure the payment of the principal of and interest on an authorized issue of bonds of the Corporation limited to the aggregate principal amount of \$137,202,300; and

WHEREAS, said General Mortgage covers property in Jefferson, St. Clair, Talladega, Tuscaloosa, Bibb, Shelby, Franklin, Blount, DeKalb, Etowah, Cherokee, Walker and Fayette Counties, Alabama; Hartford County, Connecticut; Cook, Rock Island and St. Clair Counties, Illinois; Lake and Delaware Counties, Indiana; Pike County, Kentucky; Allegany County, Maryland; Marquette, Gogebic, Dickinson, Iron, Monroe, Oakland and Wayne Counties, Michigan; St. Louis, Hennepin and Itasca Counties, Minnesota; Erie County, New York Stark, Trumbull, Cuyahoga, Mahoning and Lorain Counties, Ohio; Allegheny, Indiana, Beaver and Philadelphia Counties, Pennsylvania, Kanawha County, West Virginia and Iron County, Wisconsin; and is recorded as follows:

In the office of the Judge of Probate at Birmingham, Jefferson County, Alabama, in Volume 2681, page 1;

In the Office of the Judge of Probate at Bessemer, Jefferson County, Alabama, in Volume 204, Page 1;

In the Office of the Probate Judge of St. Clair County, Alabama, in Mortgage Record No. 102, Page 1-584;

In the Office of the Judge of Probate of Talladega County, Alabama, in Mortgage Record No. 232, page 1;

In the Office of the Judge of Probate of Tuscaloosa County, Alabama, in Mortgage Record No. 394, page 1;

In the office of the Judge of Probate of Bibb County, Alabama, in Volume 61 of Mortgage, Page 1-584;

In the Office of the Judge of Probate of Shelby County, Alabama, in Mortgage Record No. 172, Page 1;

In the Office of the Judge of Probate of Franklin County, Alabama, in Mortgage Record No. 166 Page 1;

In the Office of the Judge of Probate of Blount County, Alabama, in Book No. 154 of Mortgage, Page 1-204;

In the Office of the Judge of Probate of DeKalb County, Alabama, in Mortgage Record 212-B Page 1-584;

In the Office of the Judge of Probate of Etowah County, Alabama, in Mortgage Records No. 252, Page 1;

In the Office of the Judge of Probate of Cherokee County, Alabama, in Mortgage Records No. 127 B, Page 1-583;

In the Office of the Judge of Probate of Walker County, Alabama, in Mortgage Records 398, Page 1-584;

and

In the Office of the Judge of Probate of Fayette County, Alabama, in Mortgage Records Volume 122, page 1-585;

In the office of the Town Clerk of Farmington, Hartford County, Connecticut, in Farmington Land Records, Volume 89, Page 331-586, and filed as a Chattel Mortgage in said office on October 17, 1935 in Volume PP, Page R-3599;

In the Office of the Recorder of Deeds of Cook County, Illinois, in Book 32372, Page 1, and filed as a Chattel Mortgage in said office on October 4, 1935 as No. B-820533, and extended on December 22, 1938 as No. B-1053403, and recorded as a Chattel Mortgage in said Office on November 7, 1940 in Book 36206, Page 286 as No. B-1250566 and extended on December 15, 1943 as No. B-1513830 in Book 38334, Page 98, registered in the office of the Registrar of Titles of Cook County, Illinois as Document No. 700481 on the following certificates of title: Certificate 256503, Volume 517, Page 252; Certificate 256505, Volume 517, Page 253; Certificate 256507, Volume 517, Page 254; Certificate 256509, Volume 517 Page 255; Certificate 256511, Volume 517, Page 256; Certificate 256513, Volume 517, Page 257; Certificate 256515, Volume 517, Page 258; Certificate 256517, Volume 517, Page 259; Certificate 256519, Volume 517, Page 260; Certificate 256521, Volume 517, Page 261 and Certificate 256523 in Volume 517, Page 262;

In the Office of the Recorder of Deeds of Rock Island County, Illinois, in Book 251, Page 1, and filed as a Chattel Mortgage in said office on October 7, 1935 as No. 511, and extended on December 23, 1938 in Book 124 as No. 46733, and recorded as a Chattel Mortgage in said office on November 7, 1940 in Book 136, Page 27 as No. 53509, and extended on December 31, 1943 in Book 150, Page 11, as No. 61263;

In the Office of the Recorder of Deeds of St. Clair County, Illinois, in Book 858, Page 1, and filed as a Chattel Mortgage in said office on October 11, 1935 as No. 259923 and extended on December 17, 1938 in Book 885, Page 437 as No. 311401, and recorded as a Chattel Mortgage on November 7, 1940 in Book 228, Page 551 as No. 347417 and extended on December 13, 1943 in Book 983, Page 628 as No. 407432;

In the Office of the Recorder of Deeds of Lake County, Indiana in Book 453, Page 132, and filed as a Chattel Mortgage in said office on October 3, 1935 as No. 61705;

In the Office of the Recorder of Delaware County, Indiana in Mortgage Record 159, Page 1, and filed as a Chattel Mortgage in said office on October 11, 1935 as No. 8309;

In the Office of the County Clerk of Pike County, Kentucky, in Mortgage Book 14, page 1, and filed as a Chattel Mortgage in said office on October 1, 1935 in Chattel Mortgage Book No. 10, Page 212;

In the Office of the Clerk of the Circuit Court for Allegany County, Maryland, in Mortgage Liber R.J. No. 140, Folio 277;

In the Office of the Register of Deeds of Marquette County, Michigan, in Liber 76 of Mortgages, Page 1-408, and filed as a Chattel Mortgage in said Office on October 4, 1935 as No. 2387;

In the Office of the Register of Deeds of Gogebic County, Michigan in Liber 22 of Mortgages, Page 1-394, and filed as a Chattel Mortgage in said office on October 3, 1935, as No. 044;

In the Office of the Register of Deeds of Dickinson County, Michigan, in Liber 41 of Mortgages, Pages 373-538, and filed as a Chattel Mortgage in said office on October 4, 1935 as No. 5014;

In the Office of the Register of Deeds of Iron County, Michigan, in Liber 37 of Mortgages, Page 1-413, and filed as a Chattel Mortgage in said office on October 3, 1935, as No. 787;

In the Office of the Register of Deeds of Monroe County, Michigan, in Liber 179 of Mortgages, Page 1, and filed as a Chattel Mortgage in said office on April 22, 1938, in Book 7 of Chattels;

In the Office of the Register of Deeds of Oakland County, Michigan, in Liber 874 of Mortgages, Page 126-433, and filed as a Chattel Mortgage in said office on October 10, 1939, as No. 25582;

In the Office of the Register of Deeds of Wayne County, Michigan, in Liber 3018 of Mortgages, Page 1, and filed as a Chattel Mortgage in said office on November 9, 1937 as No. 617693;

In the Office of the Register of Deeds of St. Louis County, Minnesota, in Book 645 of Mortgages, Pages 157-450, and filed as a Chattel Mortgage in the same office on October 2, 1935 in Chattel Mortgage Book No. 6, Page 466 as Document No. 148000;

In the Office of the Register of Deeds of Hennepin County, Minnesota, in Book 1893 of Mortgages, Page 1;

In the Office of the Register of Deeds of Itasca County Minnesota in Book 53 of Mortgages, Page 1-584, and filed as a Chattel Mortgage in the same office on October 2, 1935, in Chattel Index Mortgage Book D on Page 112F and Mortgage Book D on Page 4F as Document No. 49864;

In the Office of the Registrar of Titles of Itasca County, Minnesota, on January 27, 1936, as

Document No. 2505;

In the Office of the Clerk of Erie County, New York, in Liber 2650, Page 1;

In the Office of the Register of Kings County, New York, in Liber 8461, Page 1-620 Block 2972B-2979A of Map of Mortgages;

In the Office of the Register of Queens County, New York, in Liber 4389, Page 1;

In the Office of the Recorder of Stark County, Ohio, in Volume 1149, Page 1-463, and filed as a Chattel Mortgage in said office as No. 352012, and filed as a Chattel Mortgage in said office on February 13, 1936 as No. 367399, and filed as a Chattel Mortgage in said Office on November 25, 1936 as No. 415154;

In the Office of the Recorder of Trumbull County, Ohio, in Volume 226, Page 2, and filed as a Chattel Mortgage in said office on October 7, 1935 as No. 220106, and filed as a Chattel Mortgage in said office on February 13, 1936 as No. 226683, and filed as a Chattel Mortgage in said Office on November 25, 1936 as No. 247775;

In the Office of the Recorder of Cuyahoga County, Ohio, in Volume 4545, Page 1-195, and filed in said office as a Chattel Mortgage on September 30, 1935 as No. 133472, and filed in said office as a Chattel Mortgage on February 13, 1936 as No. 195876, and in said office as a Chattel Mortgage on November 25, 1936 as No. 373077;

In the office of the Recorder of Mahoning County, Ohio, in Volume 404, Page 163, and filed in said office as a Chattel Mortgage on October 5, 1935 as No. 176699, and filed as a Chattel Mortgage in said office on February 13, 1936 as No. 186989, and filed as a Chattel Mortgage in said office on November 25, 1936 as No. 220292;

In the office of the Recorder of Lorain County, Ohio, in Volume 261, Page 88-516;

In the Office of the Recorder of Deeds of Allegheny County, Pennsylvania in Mortgage Book Volume 2392, Page 3;

In the Office of the Recorder of Deeds of Indiana County, Pennsylvania, in Mortgage Book Volume 83 Page 1;

In the Office of the Recorder of Deeds of Beaver County, Pennsylvania, in Mortgage Book Volume 2332 Page 1;

In the Office of the Recorder of Deeds of Philadelphia County, Pennsylvania, in Mortgage Book D.W.H. No. 181, Page 1;

In the Office of the Clerk of Kanawha County, West Virginia, in Book 243, Page 2;

In the Office of the Register of Deeds of Iron County, Wisconsin in Volume 18, Page 49, and filed as a Chattel Mortgage in said office on October 3, 1935 as No. 3590 and Affidavits of Renewal filed in said office on September 28, 1938 as No. 6463, on September 21, 1939 as No. 7455, on September 6, 1940 as No. 8594, on September 23, 1941 as No. 9893, on September 28, 1942 as No. 10806, and on September 24, 1943 as No. 11414; and

WHEREAS pursuant to the terms of said General Mortgage dated September 1, 1935, the Corporation by First Supplemental Indenture dated May 26, 1937, conveyed to Chemical Bank & Trust Company and Howard B. Smith, Trustees, and thereby subjected to said General Mortgage certain premises, property and rights situated in Jefferson County, Alabama, and Cuyahoga and Stark Counties, Ohio, which First Supplemental Indenture is recorded as follows:

In the office of the Judge of Probate at Bessemer, Jefferson County, Alabama, in Volume 205 page 543;

In the office of the Recorder of Cuyahoga County, Ohio, in Volume 4742, Page 449, and filed as a Chattel Mortgage in said office on June 5, 1937, as No. 500180;

In the office of the Recorder of Stark County, Ohio, in Volume 1173, Page 258, and filed as a Chattel Mortgage in said office on June 7, 1937 as No. 29391; and

WHEREAS, pursuant to the terms of said General Mortgage dated September 1, 1935, the Corporation by Second Supplemental Indenture dated November 1, 1937 conveyed to Chemical Bank & Trust Company and Howard B. Smith, Trustees, and thereby subjected to said General Mortgage certain premises, property and rights situated in DeKalb, Blount, Cherokee, Fayette, Tuscaloosa, Walker, Jefferson and Etowah Counties,

Alabama; Hartford County, Connecticut; Cook County, Illinois; Lake County, Indiana; Wayne County, Michigan; Queens County, New York; Trumbull, Stark and Cuyahoga Counties, Ohio; and Beaver and Philadelphia Counties, Pennsylvania, which Second Supplemental Indenture is recorded as follows:

In the office of the Judge of Probate of Blount County, Alabama, in Mortgage Records, Volume 161, Page 251-287;

In the Office of the Judge of Probate of Fayette County, Alabama, in Mortgage Records, Volume 118 page 110;

In the office of the Judge of Probate of Cherokee County, Alabama, in Book 127-B of Mortgages, Page 1A-115A;

In the office of the Judge of Probate of DeKalb County, Alabama, in Volume 216 of Mortgages, Page 247;

In the office of the Judge of Probate of Walker County, Alabama, in Mortgage Record 395, Page 1-66;

In the office of the Judge of Probate at Birmingham, Jefferson County, Alabama, in Volume 2857, Page 214;

In the office of the Judge of Probate at Bessemer, Jefferson County, Alabama, in Volume 235, Page 35;

In the office of the Judge of Probate of Etowah County, Alabama, in Mortgage Record 252, Page 585-632;

In the Office of the Judge of Probate of Tuscaloosa County, Alabama, in Mortgage Records 413, Page 3;

In the office of the Town Clerk of Hartford, Hartford County, Connecticut, in Hartford Land Records, Volume 725, Page 2, and filed as a Chattel Mortgage in said office on November 9, 1937, as No. 23012A;

In the office of the Recorder of Cook County, Illinois, in Book 33958, Page 1, and filed as a chattel Mortgage in said office on November 9, 1937, as No. B-964994 and as extended on December 16, 1940, as No. B-1263175;

In the office of the Recorder of Lake County, Indiana, in Book 480, Page 284, and filed as a Chattel Mortgage in said office on November 9, 1937, as No. 122139;

In the office of the Register of Deeds of Wayne County, Michigan, in Liber 3018 of Mortgages, Page 310, and filed as a Chattel Mortgage in said office on November 9, 1937, as No. 617694;

In the office of the Register of Queens County, New York, in Liber 4389 of Mortgages page 483;

In the office of the Recorder of Trumbull County, Ohio in Volume 237, Page 329, and filed as a Chattel Mortgage in said office on November 9, 1937, as No. 281266;

In the office of the Recorder of Stark County, Ohio, in Volume 1197, Page 441, and filed as a Chattel Mortgage in said office on November 9, 1937, as No. 55093;

In the Office of the Recorder of Cuyahoga County, Ohio, in Volume 4788, page 6, and filed as a Chattel Mortgage in said office on November 9, 1937, as No. 603789;

In the office of the Recorder of Deeds of Philadelphia County, Pennsylvania, in Mortgage Book DWH No. 182, Page 1;

In the office of the Recorder of Beaver County, Pennsylvania, in Mortgage Book Volume 332, Page 337; and

WHEREAS, pursuant to the terms of said General Mortgage dated September 1, 1935, the Corporation by Third Supplemental Indenture dated December 21, 1937, conveyed to Chemical Bank & Trust Company and Howard B. Smith, Trustees, and thereby subjected to said General Mortgage Certain premises, property, and rights situated in Allegany County, Maryland, which Third Supplemental Indenture is recorded as follows:

In the office of the Clerk of the Circuit Court for Allegany County, Maryland, in Mortgage Liber RJ No. 140, Folio 277; and

WHEREAS, pursuant to the terms of said General Mortgage dated September 1, 1935, the Corporation by Fourth Supplemental Indenture dated April 1, 1938, conveyed to Chemical Bank & Trust Company and Howard B. Smith, Trustees, and thereby subjected to said General Mortgage Certain premises, property and rights situated in Trumbull County, Ohio, and Monroe County, Michigan, which Fourth Supplemental Indenture is recorded as follows:

In the Office of the Register of Monroe County, Michigan, in Liber 179 of Mortgages, Page 196, and filed as a Chattel Mortgage in said office on April 22, 1938, in Book 7 of Chattels;

In the Office of the Recorder of Trumbull County, Ohio, in Volume 243, Page 1, and filed as a Chattel Mortgage in said office on April 22, 1938, as No. 281265; and

WHEREAS, pursuant to the terms of said General Mortgage dated September 1, 1935, the Corporation by Fifth Supplemental Indenture Dated October 2, 1939, conveyed to Chemical Bank & Trust Company and Howard B. Smith, Trustees and thereby subjected to said General Mortgage certain premises, property and rights, situated in Cuyahoga and Lorain Counties, Ohio; Kings and Queens Counties, New York; and Oakland County, Michigan; which Fifth Supplemental Indenture is recorded as follows:

In the office of the Register of Queens County, New York, in Liber 4592, Page 248, of Mortgages;

In the office of the Register of Kings County, New York, in Liber 8461, Pages 1-620, Block 2972B-2979A of Mortgages;

In the office of the Recorder of Lorain County Ohio, in Volume 261, Page 517 of Mortgage Records;

In the Office of the Recorder of Cuyahoga County, Ohio, in Volume 5002, Page 1;

In the Office of the Register of Oakland County, Michigan, in Liber 874, Page 468-86, of Mortgages, and filed as a Chattel Mortgage in said office on October 10, 1939, as No. 25583; and

WHEREAS, pursuant to the terms of said General Mortgage dated September 1, 1935, the Corporation by Sixth Supplemental Indenture dated November 5, 1943, conveyed to Chemical Bank & Trust Company and Howard B. Smith, Trustees, and thereby subjected to said General Mortgage certain premises, property and rights situated in Jefferson County, Alabama, which Sixth Supplemental Indenture is recorded as follows:

In the office of the Judge of Probate at Birmingham, Jefferson County, Alabama, in Mortgage Records, Volume 3448, Page 443 and filed as a Chattel Mortgage in said Office on November 22, 1943, in Mortgage Records, Volume 3448, Page 449; and

WHEREAS, said General Mortgage provides that in the creation of bonds of any series thereunder the Corporation may reserve the right to redeem all, or at the option of the Corporation, any part, of the bonds of such series, at any time or times prior to maturity and at such price or prices and on such terms as the Board of Directors of the Corporation may determine; and

WHEREAS, the resolution adopted by the Board of Directors of the Corporation on January 27, 1936, creating the Corporation's General Mortgage $4\frac{1}{2}\%$ Bonds, Series B, provides that the Corporation, may, at its election, redeem all of such Series B Bonds at any time after January 31, 1941; and

WHEREAS, the resolution adopted by the Board of Directors of the Corporation on November 9, 1936, creating the Corporation's General Mortgage $4\frac{1}{2}\%$ Bonds, Series C, provides that the Corporation may, at its election, redeem all of the Series C. Bonds at any time after October 31, 1941; and

WHEREAS, the Series B Bonds and the Series C Bonds are the only bonds now issued and outstanding under said General Mortgage; and

WHEREAS, said General Mortgage provides that, on deposit with the Corporate Trustee of the amount necessary to redeem all of the bonds outstanding and on delivery to the Corporate Trustee of proof satisfactory to the Corporate Trustee that arrangements have been made insuring to the satisfaction of the Corporate Trustee that notice of redemption will be published as provided in said General Mortgage and on payment to the Trustees of their costs, charges and expenses in relation thereto or otherwise under the General Mortgage, the Trustees shall, upon the request of the Corporation, cancel and satisfy said General Mortgage and cause the same to be released and discharged of record in all places where it shall have been recorded, and shall assign or cause to be assigned and shall deliver to the Corporation or upon its order all securities and moneys then held by the Corporate Trustee, except the moneys deposited with the Corporate Trustee for the redemption of the outstanding bonds; and

WHEREAS, the Corporation has deposited with the Corporate Trustee the amount necessary to pay and redeem all of the outstanding General Mortgage $4\frac{1}{2}\%$ bonds, Series B, and all of the outstanding General Mortgage $4\frac{1}{2}\%$ Bonds, Series C, not theretofore paid or redeemed or otherwise retired or cancelled, plus

an amount sufficient to pay all interest thereon not theretofore paid and maturing on or before the respective redemption dates thereof, and has delivered to the Corporate Trustee irrevocable authority, satisfactory to the Corporate Trustee, to call all of said outstanding General Mortgage 4½% Bonds, Series B and Series C, for redemption and to cause notices of such redemption to be published as provided in the General Mortgage; and:

WHEREAS, the Corporation has also paid or caused to be paid to the Trustees all of their costs, charges, and expenses in relation thereto or otherwise under the General Mortgage or has made provision satisfactory to the Trustees for the payment thereof; and

WHEREAS, the Corporation is now entitled to have the General Mortgage, the First Supplemental Indenture, the Second Supplemental Indenture, the Third Supplemental Indenture, the Fourth Supplemental Indenture, the Fifth Supplemental Indenture and the Sixth Supplemental Indenture released and cancelled;

NOW, THEREFORE, said Chemical Bank & Trust Company and Howard B. Smith, Trustees, for and in consideration of the premises and by virtue and in pursuance of the power and authority conferred upon them by said General Mortgage have this day remised, released, conveyed and assigned, and do by these presents remise, release, convey and assign, and do forever quit-claim unto the said Republic Steel Corporation, its successors and assigns, forever, all their right, title and interest as such Trustees in and to the land, property, premises, interests, rights and securities described in said General Mortgage dated September 1, 1935, and in said First Supplemental Indenture dated May 26, 1937, and in said Second Supplemental Indenture dated November 1, 1937, and in said Third Supplemental Indenture dated December 21, 1937, and in said Fourth Supplemental Indenture dated April 1, 1938, and in said Fifth Supplemental Indenture dated October 2, 1939, and in said Sixth Supplemental Indenture dated November 5, 1943.

TO HAVE AND TO HOLD the same with all the appurtenances hereunto belonging free and clear and discharged of and from all liens, encumbrances and claims under and by virtue of said General Mortgage, said First Supplemental Indenture, said Second Supplemental Indenture, said Third Supplemental Indenture, said Fourth Supplemental Indenture, said Fifth Supplemental Indenture and said Sixth Supplemental Indenture or any of them. The said Trustees certify and acknowledge that said General Mortgage dated September 1, 1935 (Including said six Supplemental Indentures), and the indebtedness secured thereby are fully paid and satisfied and that said General Mortgage, said First Supplemental Indenture, said Second Supplemental Indenture, said Third Supplemental Indenture, said Fourth Supplemental Indenture, said Fifth Supplemental Indenture, said Sixth Supplemental Indenture, and each of them, and the lien created thereby, are cancelled, released and discharged and do hereby consent that said General Mortgage, said First Supplemental Indenture, said Second Supplemental Indenture, said Third Supplemental Indenture, said Fourth Supplemental Indenture, said Fifth Supplemental Indenture, and said Sixth Supplemental Indenture, and each of them, may be discharged of record and said Trustees authorize and direct the respective recording officers of the jurisdictions in which said General Mortgage, said First Supplemental Indenture, said Second Supplemental Indenture, said Third Supplemental Indenture, said Fourth Supplemental Indenture, said Fifth Supplemental Indenture, and said Sixth Supplemental Indenture, are respectively recorded, to note the discharge of the same upon the record thereof.

Chemical Bank & Trust Company does hereby constitute and appoint H.C. Ottiwell to be its attorney for and in its name and as and for its corporate act and deed to acknowledge this instrument before any person having authority by law to take such acknowledgement to the intent that this instrument may be duly recorded.

IN WITNESS WHEREOF, said Chemical Bank & Trust Company, one of said Trustees, has caused this instrument to be signed in its corporate name, and on its behalf by its Corporate Trust Officer or one of its Trust Officers and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries, and the said Howard B. Smith, the other of said Trustees, has hereunto set his hand and seal all in the City of New York, Borough of Manhattan, State of New York, the day and year first above written.

Signed, sealed and delivered by Chemical Bank & Trust Company, Corporate Trustee, in the presence of:
L.A. Tillison
E.O. Stoothoff
Corporate Seal

CHEMICAL BANK & TRUST COMPANY,
as Corporate Trustee as aforesaid.
By H.C. Ottiwell, Trust Officer.
Attest: R.H. Sherman, Assistant Secretary

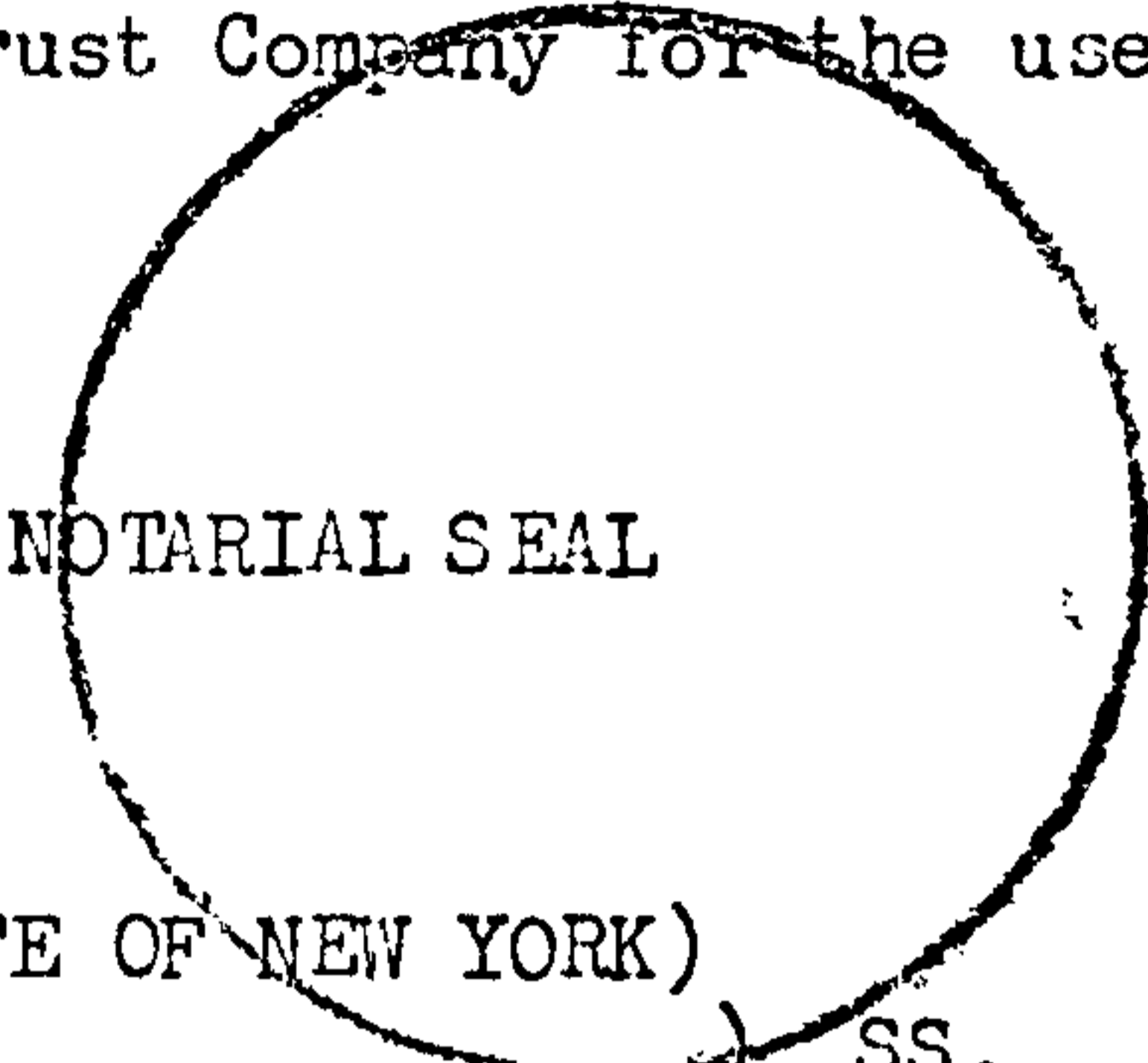
Signed, sealed and delivered by Howard B. Smith
Individual Trustee, in the presence of:
L.A. Tillison
E.O. Stoothoff

Howard B. Smith (L.S.)
Howard B. Smith,
As Individual Trustee as aforesaid

(CONNECTICUT, NEW YORK AND OHIO ACKNOWLEDGMENT\$)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

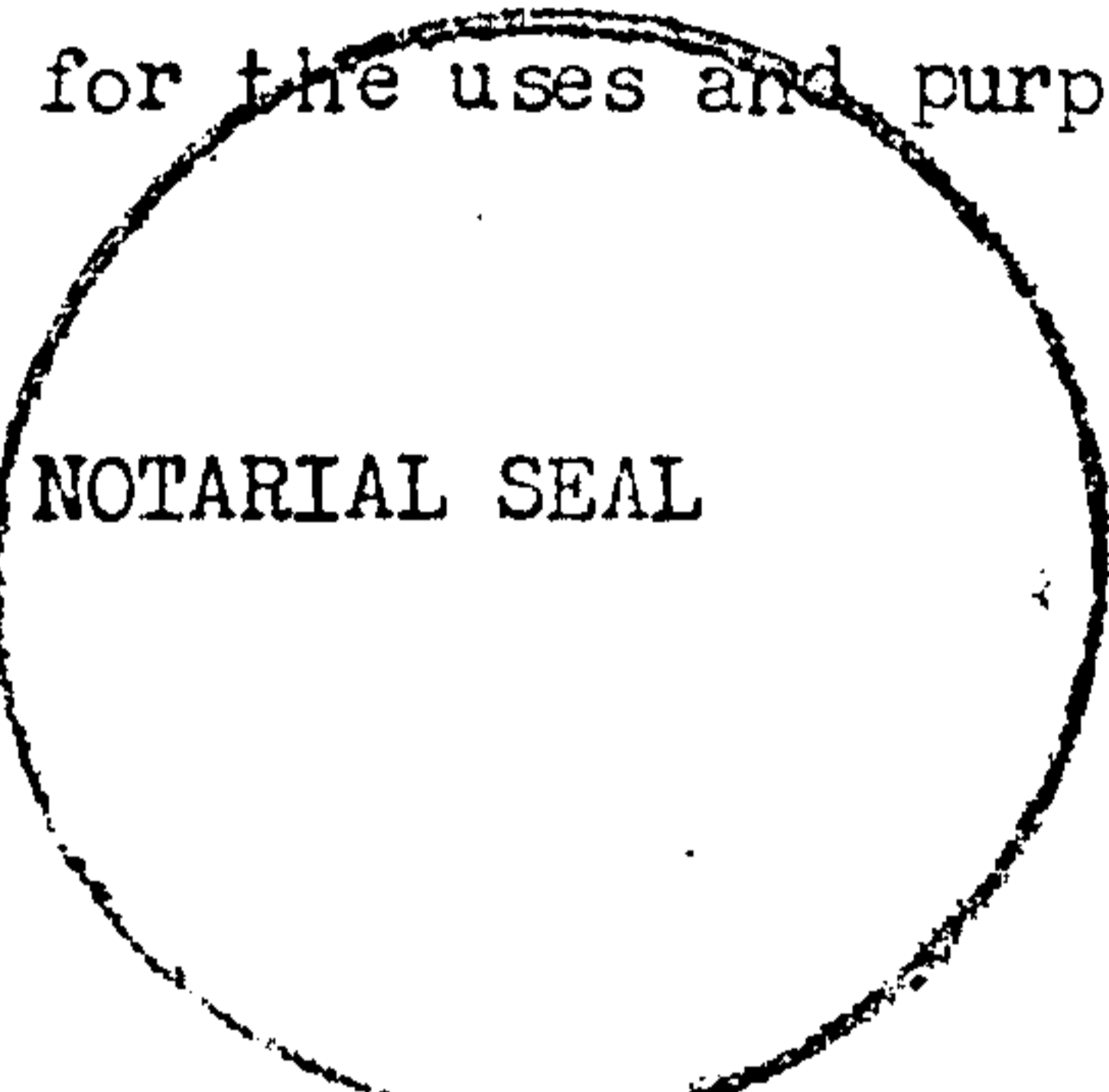
On the 5th day of May, in the year 1944, before me personally came H.C. OTTIWELL and R.H.SHERMAN to me known, who, being by me duly sworn, did severally depose and say that they reside at 1705 East 22Street, Brooklyn,N.Y., and 214-30 112th Road Queens Village, N.Y., respectively; that they are, respectively, the Trust Officer and Assistant Secretary of Chemical Bank & Trust Company, the corporation described in and which executed the above instrument as the Corporate Trustee therein named; that they know the seal of said Chemical Bank & Trust Company; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said Chemical Bank & Trust Company, and that they signed their names thereto by like order; and that the above instrument is the voluntary act and deed of said Chemical Bank & Trust Company for the uses and purposes therein mentioned.



Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, No. 3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co.Clerk's No.576, Reigster's No. 322-W-6
Suffolk County Commission Expires March 30,1946

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

On the 5th day of May, in the year 1944, before me personally came Howard B. Smith, to me personally known to be the person described in and who executed the above instrument as the Individual Trustee therein named, and acknowledged that he executed the same and that the above instrument is his voluntary act and deed for the uses and purposes therein mentioned.



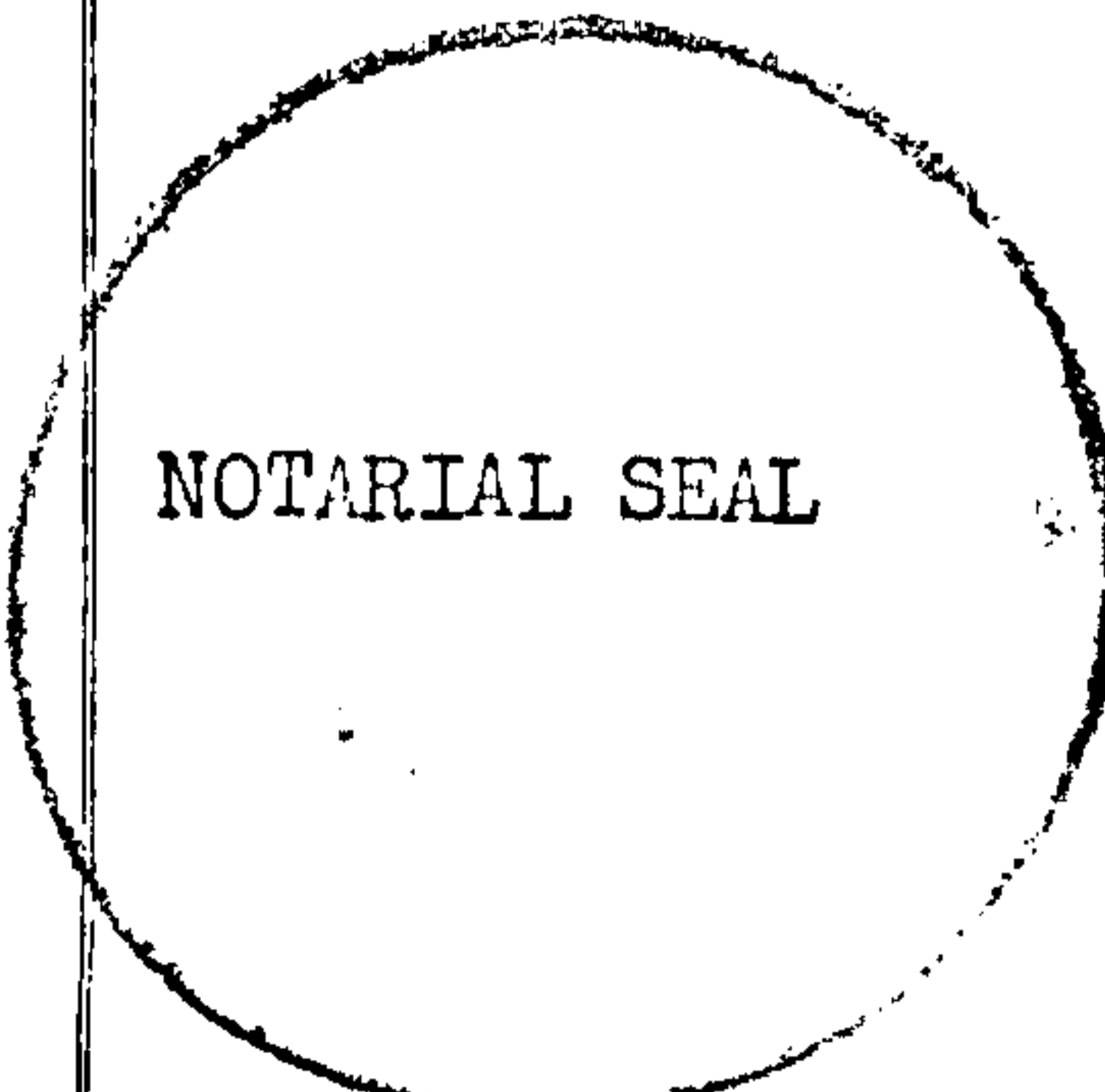
Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC,QUEENS COUNTY, No. 3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co.Clerk's No.576, Register's No. 322-W-6
Suffolk County Commission Expires March 30,1946

(ILLINOIS ACKNOWLEDGEMENTS)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I, a Notary Public in and for said County in the State aforesaid, do hereby certify that H.C. Ottiwell, personally known to me to be the Trust Officer of Chemical Bank & Trust Company, and R.H. Sherman, personally known to me to be the Assistant Secretary of said corporation, and personally known to me to be the same persons whose names are subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that as such Trust Officer and Assistant Secretary, they signed and delivered the said Instrument as Trust Officer and Assistant Secretary of said corporation, and caused the corporate seal of said corporation, to be affixed thereto, pursuant to authority given by the Board of Directors of said corporation as their free and voluntary act, and as the free and voluntarily act and deed of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal this 5th day of May, A.D. 1944.



Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC QUEENS COUNTY, NO. 3073
Certificate Filed in Quaens Co. Register's No.164-W-6
New York Co. Clerk's No. 576, Register's No. 322-W-6
Suffolk County Commission expires March 30, 1946

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I, a Notary Public in and for said County, in the State aforesaid, do hereby certify that HOWARD B. SMITH, personally known to me, and personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he signed, sealed, and delivered the said instrument as his free and voluntary act and deed, for the uses and purposes therein set forth.

Given under my hand and notarial seal this 5th day of May, A.D. 1944.

NOTARIAL SEAL

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, No. 3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co. Clerk's No.576, Register's No.322-W-6
Suffolk County Commission expires March 30, 1946

(ALABAMA ACKNOWLEDGEMENT)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I, Harold Williams, a Notary Public, in and for said County in said State, hereby certify that H.C. Ottiwell and R.H. Sherman, whose names as Trust Officer and Assistant Secretary, respectively of Chemical Bank & Trust Company, a corporation, are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that being informed of the contents of such instrument, they, as such officers and with full authority, executed the same voluntarily for and as the act of said corporation

Given under my hand and official seal this 5th day of May, 1944.

NOTARIAL SEAL

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO. 3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co. Clerk's No.576, Register's No. 322-W-6
Suffolk County Commission Expires March 30, 1946

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I, Harold Williams, a Notary Public in and for said County in said State, hereby certify that Howard B. Smith whose name is signed to the foregoing instrument as the Individual Trustee therein named, and who is known to me, acknowledged before me on this day that being informed of the contents of the instrument, he in his capacity as the Individual Trustee therein named executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 5th day of May, 1944.

NOTARIAL SEAL

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO. 3073
Certificates Filed in Queens Co. Register's No. 164-W-6
New York Co. Clerk's No. 576, Register's No. 322-W-6
Suffolk County Commission Expires March 30, 1946.

(INDIANA ACKNOWLEDGMENTS)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

Before me, Harold Williams, Notary Public in and for the County and State of New York this 5th day of May, 1944, H.C. Ottiwell and R.H. Sherman, the Trust Officer and Assistant Secretary, respectively of Chemical Bank & Trust Company, acknowledged the execution of the foregoing instrument, by and on behalf of Chemical Bank & Trust Company.

NOTARIAL SEAL

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY NO. 3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co. Clerk's No.576, Register's No.322-W-6
Suffolk County Commission Expires March 30, 1946

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

Before me, Harold Williams, Notary Public in and for the County and State of New York, this 5th day of May, 1944, Howard B. Smith, acknowledged the execution of the foregoing instrument as the Individual Trustee therein named.

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, No. 3073
Certificates Filed in Queens Co. Register No.164-W-6
New York Co. Clerk's No.576, Register's No. 322-W-6
Suffolk County Commission Expires March 30, 1946

(KENTUCKY ACKNOWLEDGMENTS)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

Personally appeared before me, a Notary Public within and for the county and state aforesaid, H.C. Ottiwell, Trust Officer of Chemical Bank & Trust Company, a corporation duly organized, incorporated and existing under and by the laws of the State of New York and R.H. Sherman, Assistant Secretary of said corporation, who are personally known to me to be such officers and who are personally known to me to be the same persons who executed as such officers the within instrument in writing, and such persons duly acknowledged the execution of the same to be the act and deed of said corporation.

Subscribed to in my presence this 5th day of May, 1944.

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO.3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co. Clerk's No.576, Register's No.322-W-6
Suffolk County Commission Expires March 30, 1946

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

On this 5th day of May, 1944, before me personally came and appeared Howard B. Smith, to me known and known to me to be the person described in and who executed the foregoing instrument and he duly acknowledged to me that he executed the same.

Subscribed to in my presence this 5th day of May, 1944.

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO.3073
Certificates Filed in Queens Co. Register's No. 164-W-6
New York Co. Clerk's No.576, Register's No. 322-W-6
Suffolk County Commission Expires March 30, 1946

(MICHIGAN AND MINNESOTA ACKNOWLEDGEMENTS)

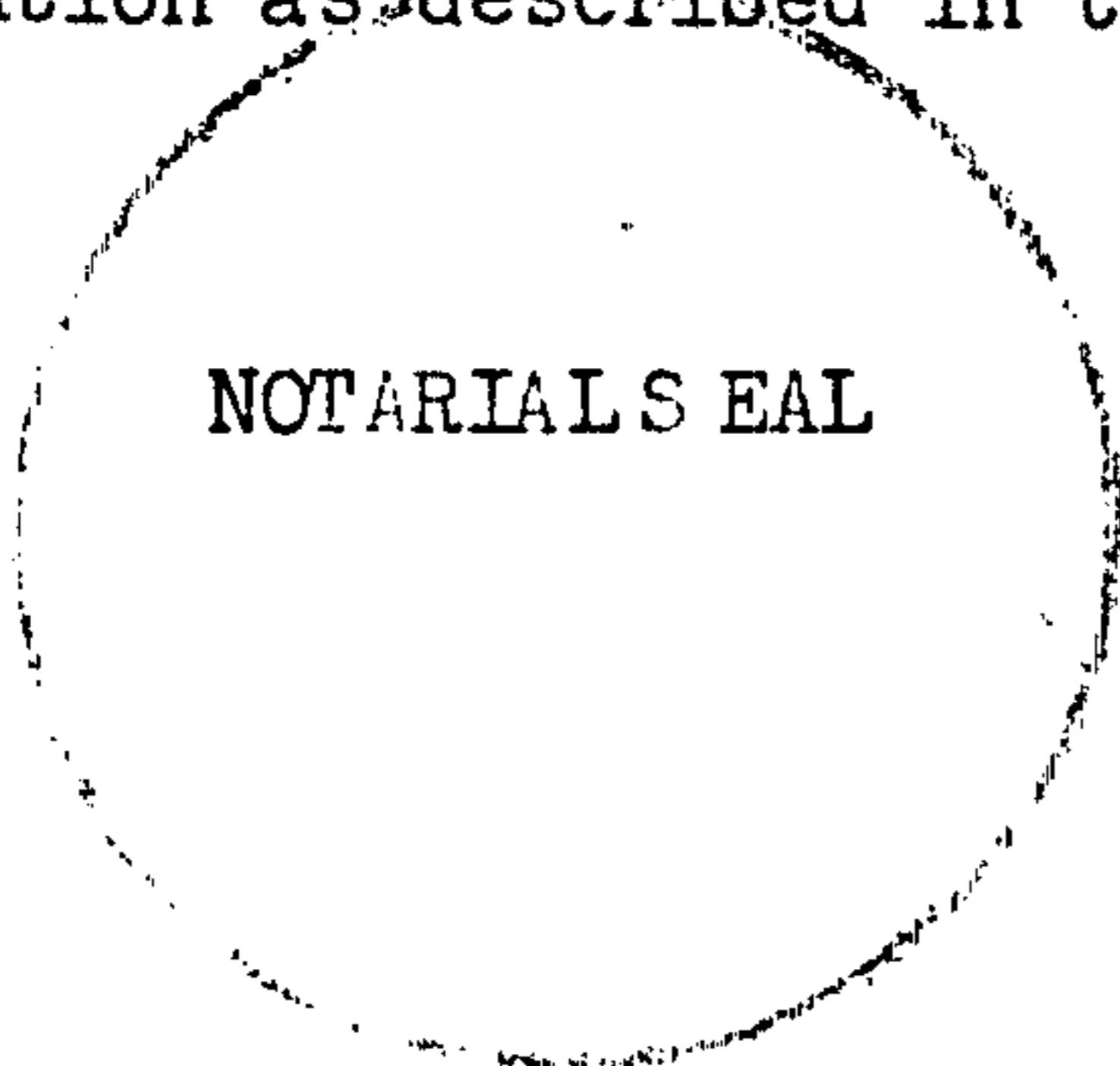
STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

On this 5th day of May, 1944, before me appeared H.C. Ottiwell, to me personally known, who, being by me duly sworn, did say that he is the Trust Officer of Chemical Bank & Trust Company, a corporation organized and existing under the laws of the State 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 and executed in behalf of said corporation by authority of its Board of Directors, and said H.C. Ottiwell acknowledged said instrument to be the free act and deed of said corporation, both individually and in its capacity as Corporate Trustee of the General Mortgage dated September 1, 1935, executed by Republic Steel Corporation as described in the foregoing instrument.

Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC QUEENS COUNTY, NO. 3073
Certificates Files in Queens Co. Register's No.164-W-6
New York Co. Clerk's No.576, Register's No.322-W-6
Suffolk County Commission Expires March 30, 1946

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

On this 5th day of May, 1944, before me personally appeared Howard B. Smith, to me known to be the person described in and who signed and sealed and executed the foregoing instrument as the Individual Trustee therein named, and acknowledged that he executed the same as his free act and deed, both individually and in his capacity as Individual Trustee of the General Mortgage dated September 1, 1935, executed by Republic Steel Corporation as described in the foregoing instrument.



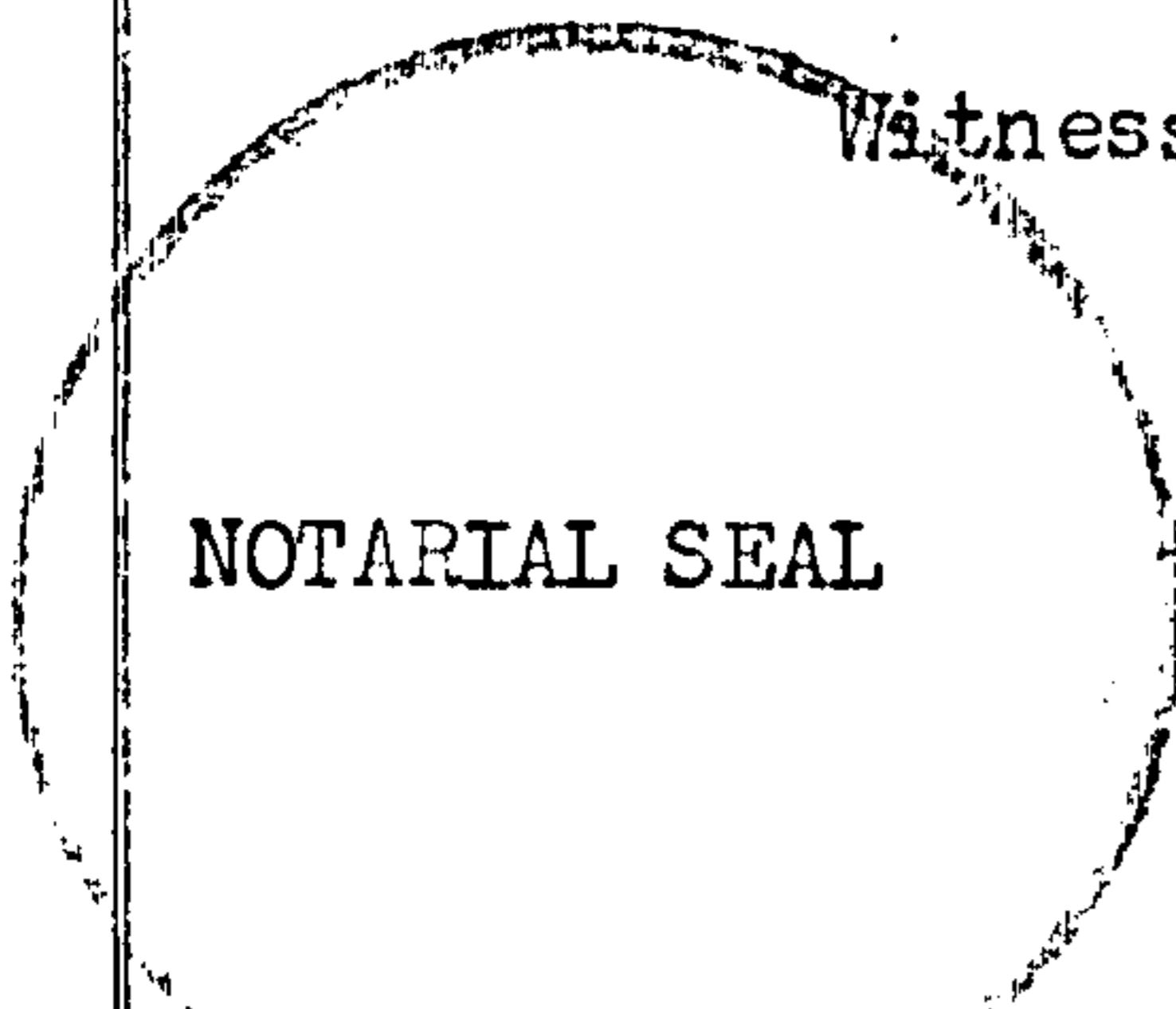
Harold Williams
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NOTARY PUBLIC, QUEENS COUNTY, NO.3073
Certificates Filed in Queens Co. Register's No.164-W-6
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Suffolk County Commission Expires March 30,1946

(PENNSYLVANIA AND MARYLAND ACKNOWLEDGEMENTS)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I hereby certify that on this 5th day of May, 1944 before me, the subscriber, notary public in and for the county and State of New York, personally appeared H.C. Ottiwell, the attorney for Chemical Bank & Trust Company and the attorney named in the foregoing instrument, and by virtue and in pursuance of the authority therein conferred upon him, acknowledged the said instrument to be the act of said Chemical Bank & Trust Company.

Witness my hand and official seal the day and year aforesaid.

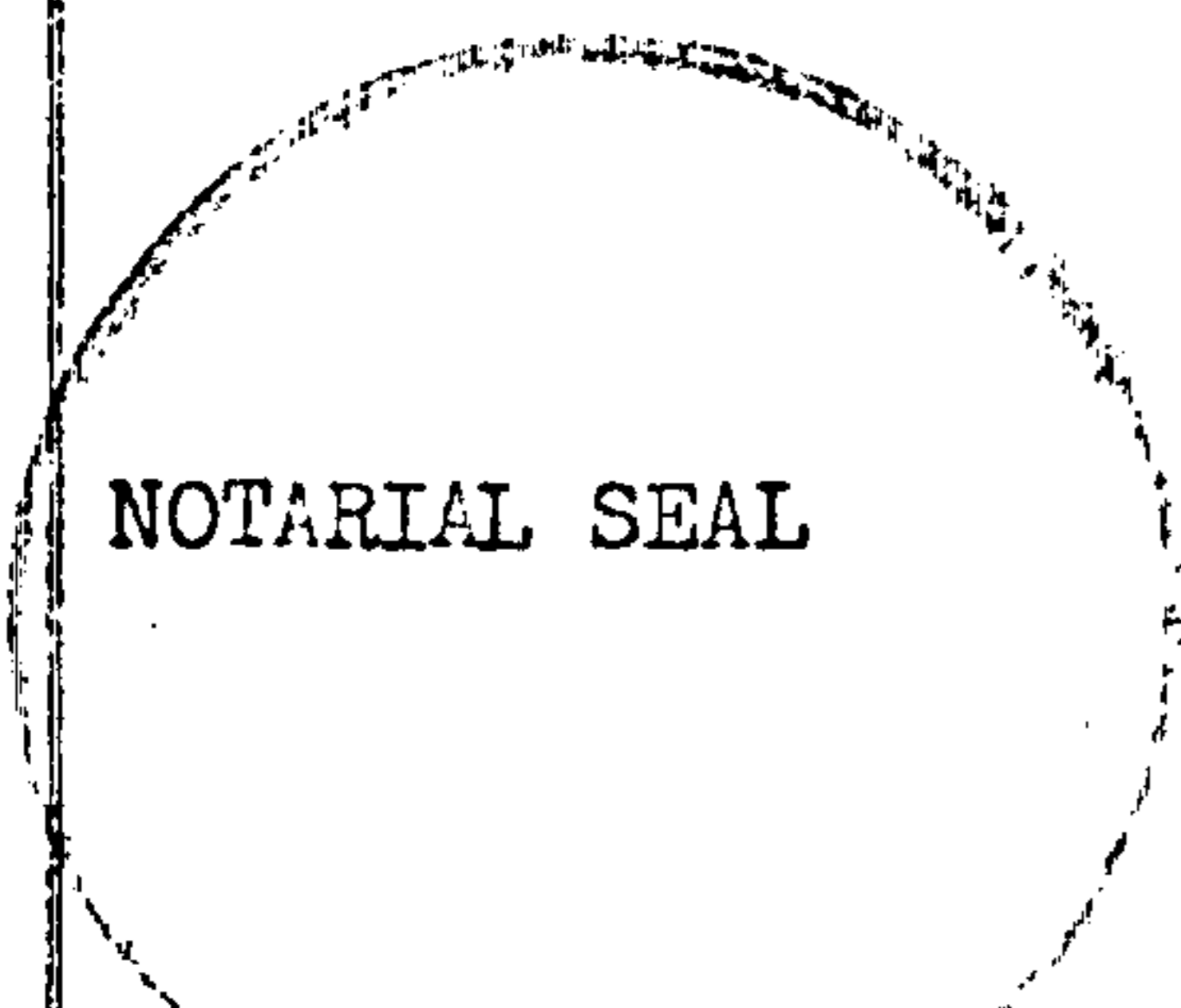


Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO.3073
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New York Co. Clerk's No.576, Register's No.322-W-6
Suffolk County Commission Expires March 30,1946

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I hereby certify that on this 5th day of May, 1944, before me, the subscriber, notary public in and for the county and state of New York, personally appeared Howard B. Smith the person named as Individual Trustee in the foregoing instrument, and acknowledged the said instrument to be his act and deed.

Witness my hand and official seal the day and year aforesaid.



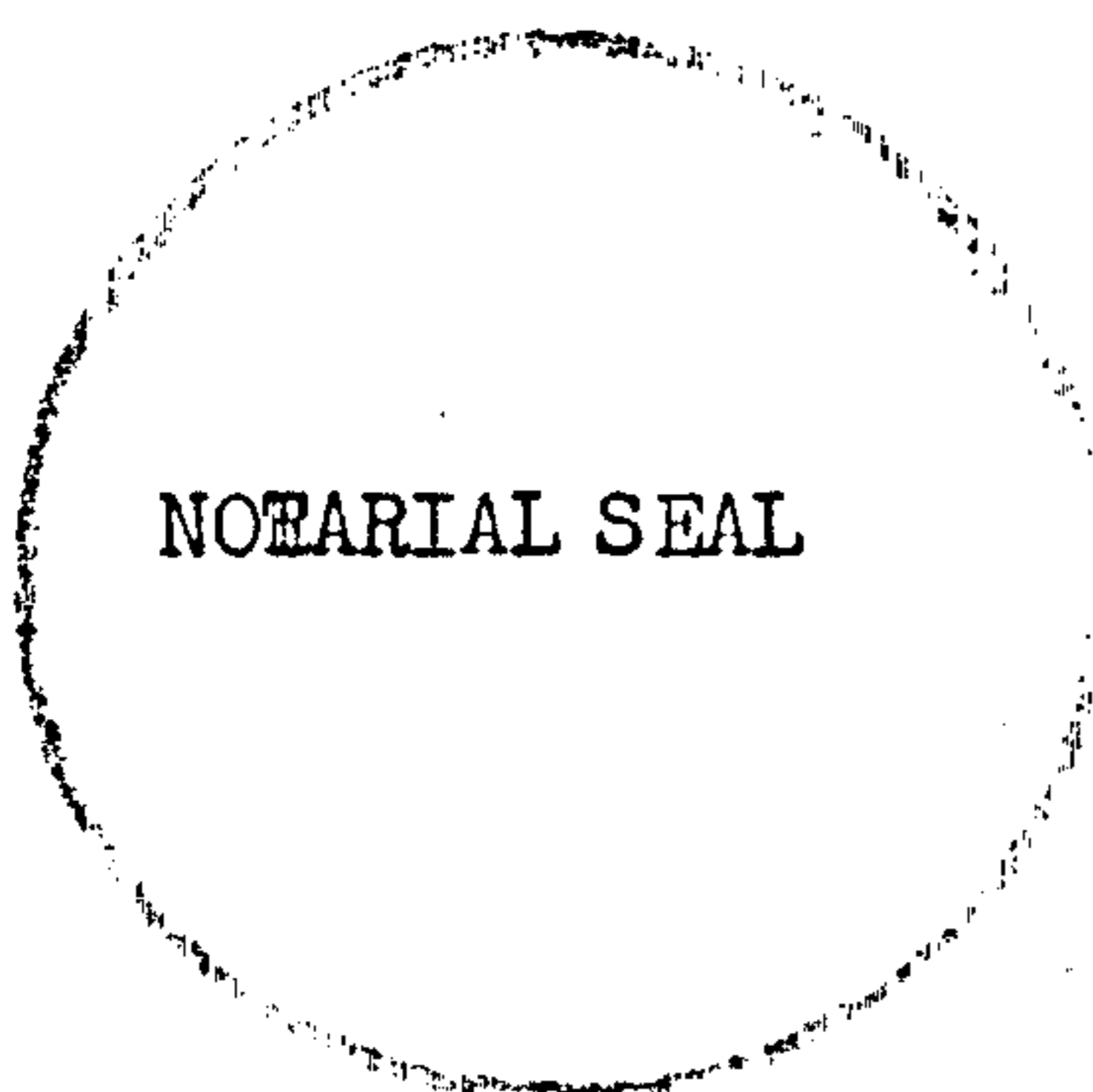
Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO.3073
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New York Co. Clerk's No.576, Register's No.322-W-6
Suffolk County Commission Expires March30,1946

(WEST VIRGINIA ACKNOWLEDGEMENTS)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

I, a notary public of said county do hereby certify that H.C. Ottiwell, who signed the writing hereto annexed bearing date the 5th day of May, 1944, for Chemical Bank & Trust Company has this day in my said county, before me, acknowledged the said writing to be the act and deed of said corporation.

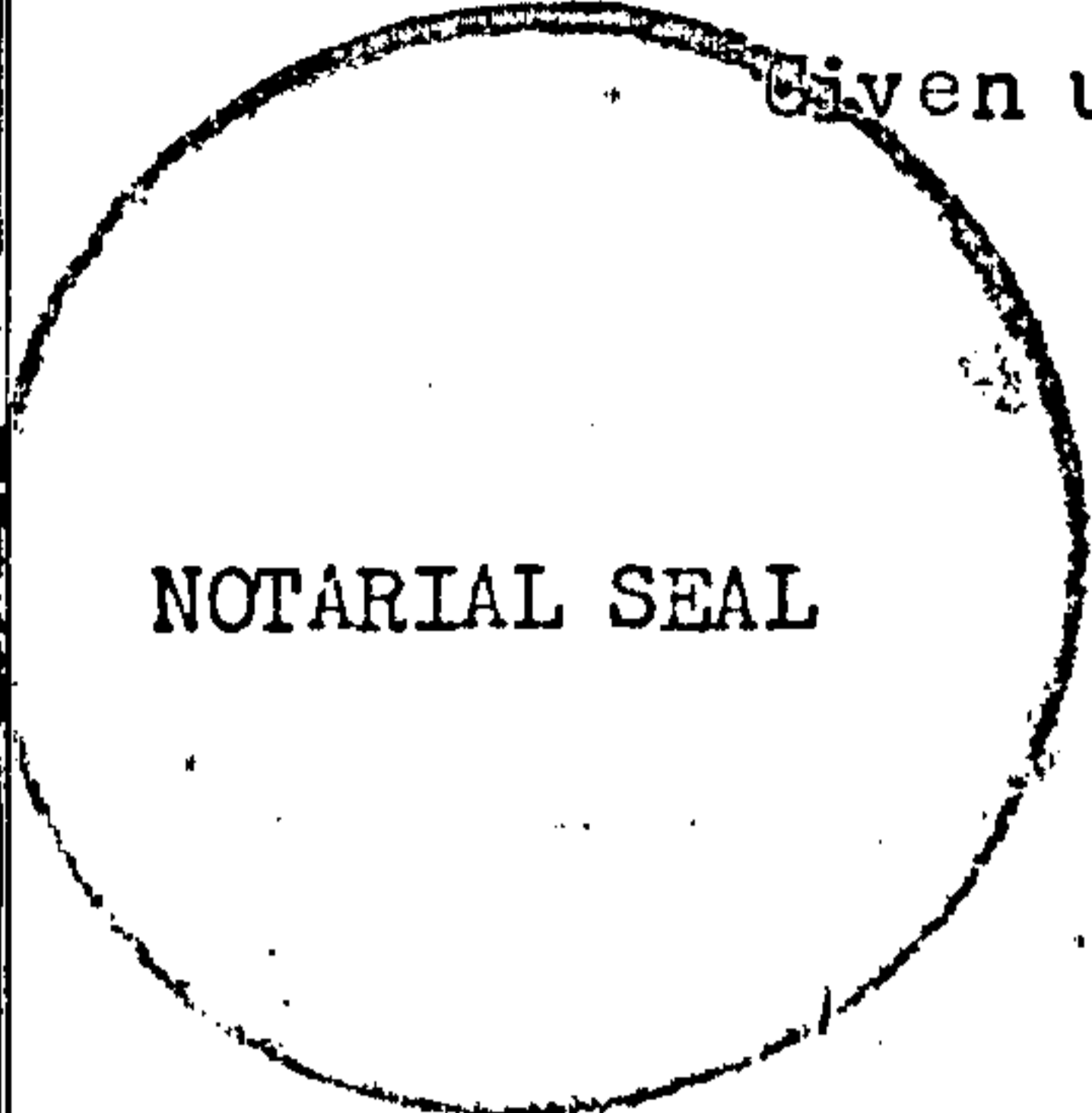
Given under my hand and official seal this 5th day of May, 1944.



Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, No. 3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co. Clerk's No.576, Register's No.322-W-6
Suffolk County Commission Expires March 30, 1946

STATE OF NEW YORK)
COUNTY OF NEW YORK)

I, Harold Williams, a notary public, of said County, do hereby certify that Howard B. Smith whose name is signed to the writing hereto annexed bearing date on the 5th day of May, 1944, has this day acknowledged the same before me, in my said county.

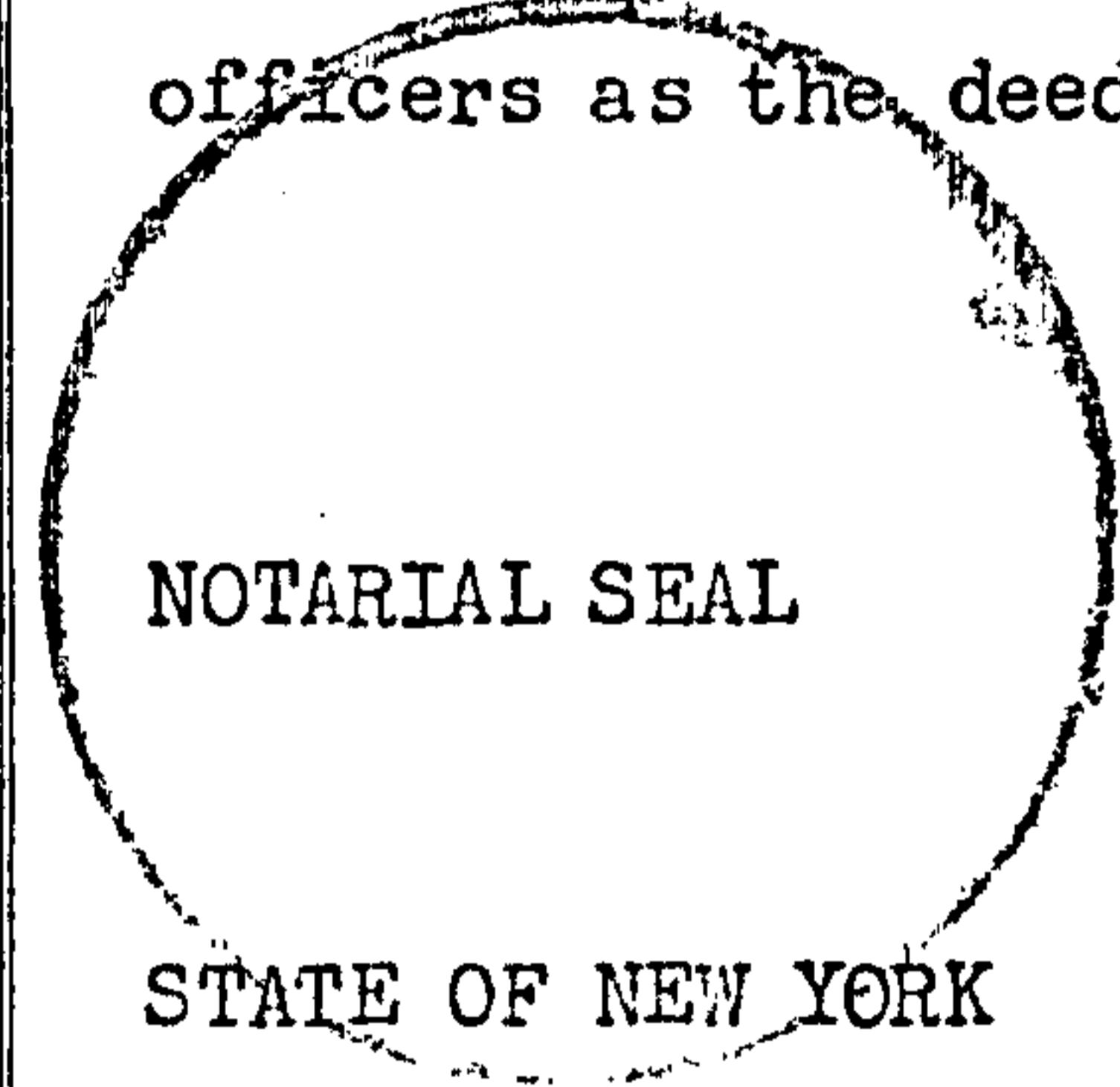


Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO.3073
Certificates Filed in Queens Co. Register's No.164-W-6.
New York Co. Clerk's No.576; Register's No.322-W-6
Suffolk County Commission Expires March 30, 1946

(WISONSIN ACKNOWLEDGMENTS)

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

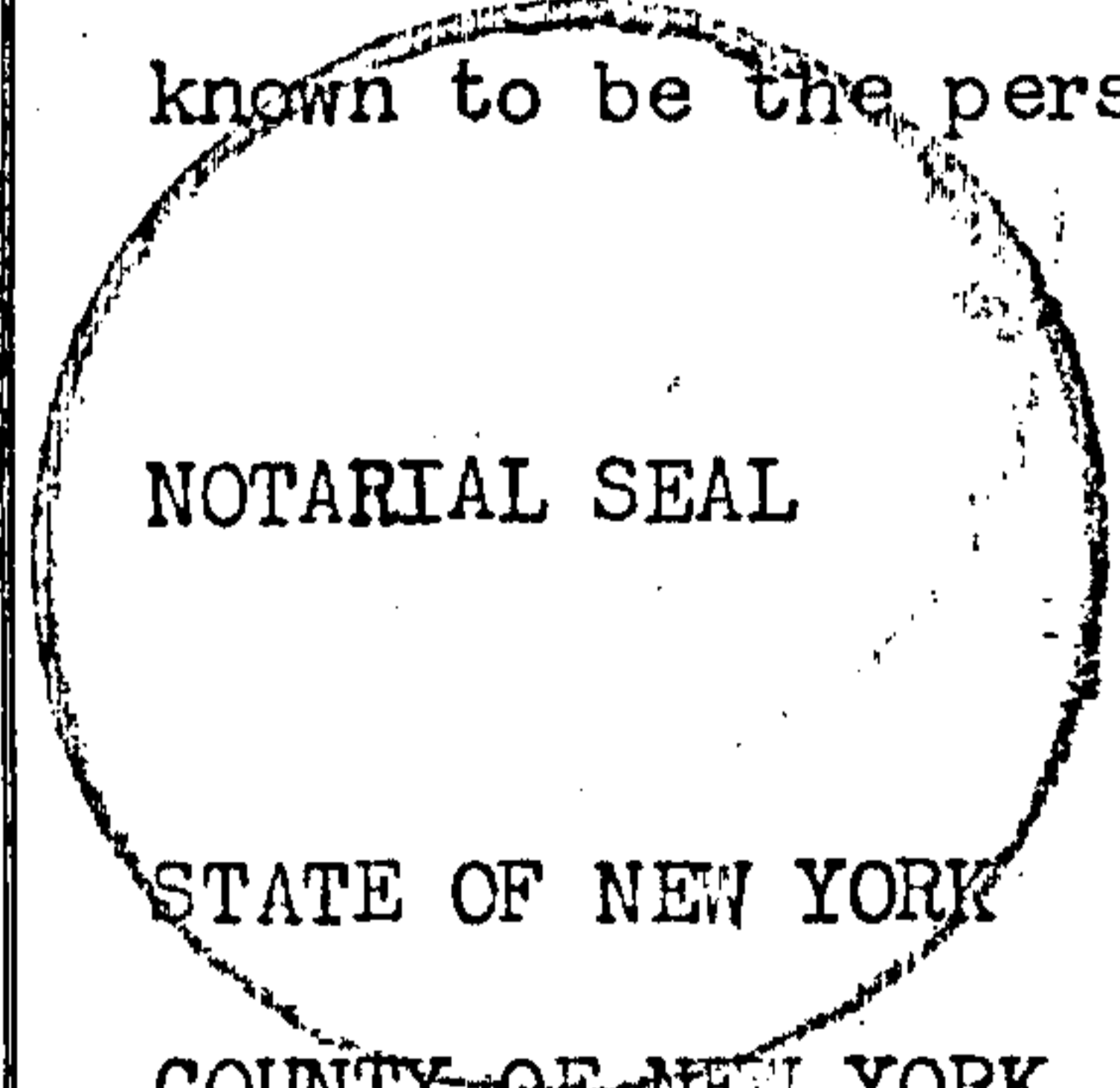
Personally came before me this 5th day of May, 1944, H.C. Ottiwell, Trust Officer, and R.H. Sherman, Assistant Secretary of Chemical Bank & Trust Company to me known to be such Trust Officer and Assistant Secretary of said corporation and acknowledged that they executed the foregoing instrument as such officers as the deed of said corporation, by its authority.



Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, NO.3073
Certificates Filed in Queens Co. Register's No.164-W-6
New York Co. Clerk's No. 576, Register's No.322-W-6
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STATE OF NEW YORK)
COUNTY OF NEW YORK) SS.

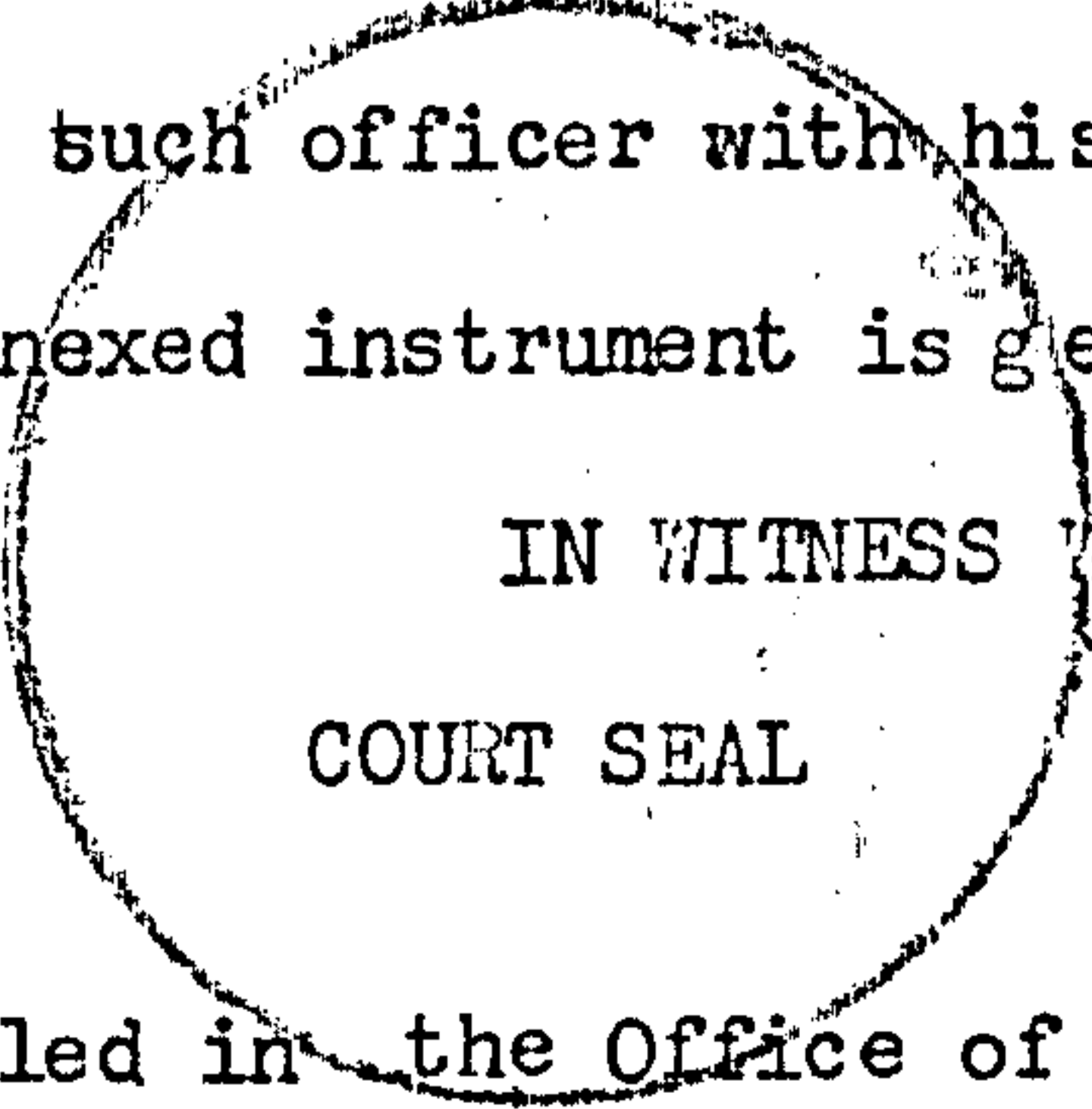
Personally came before me this 5th day of May, 1944, the above named Howard B. Smith to me known to be the person who executed the foregoing instrument, and acknowledged the same.



Harold Williams
HAROLD WILLIAMS
NOTARY PUBLIC, QUEENS COUNTY, No. 3073
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STATE OF NEW YORK)
COUNTY OF NEW YORK,) SS.: NO.49915

I ARCHIBALD R. WATSON, County Clerk and Clerk of the Supreme Court, New York County, the same being a Court of Record having by law a seal, DO HEREBY CERTIFY that HAROLD WILLIAMS whose name is subscribed to the annexed deposition, certificates of acknowledgment or proof, was at the time of taking the same, a NOTARY PUBLIC acting in and for said County, duly commissioned and sworn, and qualified to act as such; That he has filed in the Clerk's office of the County of New York a certified copy of his appointment and qualification as a Notary Public for the County of QUEENS with his autograph signature; that as such Notary Public he was duly authorized by the laws of the State of New York to protest notes, to take and certify depositions, to administer oaths and affirmations, to take affidavits and certify the acknowledgment or proof of deeds and other written instruments for lands, tenements and hereditaments, to be read in evidence or recorded in this State. And further, that I am well acquainted with the handwriting of such Notary Public, or have compared the signature of such officer with his autograph signature filed in my office, and believe that the signature to the said annexed instrument is genuine.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 5th day of May, 1944.

Archibald R. Watson
County Clerk and Clerk of the Supreme Court, New York County.

Filed in the Office of the Probate Judge the 9th day of May, 1944 at two o'clock P.M. and recorded in the Deed Record 118 on page 354 on this the 10th day of May, 1944.

NO TAX DUE ON THIS INSTRUMENT
L.C. Walker,
Judge of Probate