

**DISPOSAL FROM THE
STATE OF NEW HAMPSHIRE
TO
CITY OF ROCHESTER**

**ROCHESTER
STRAFFORD COUNTY REGISTRY**

QUITCLAIM DEED

KNOW ALL MEN BY THESE PRESENTS THAT The State of New Hampshire, whose mailing address is the Department of Transportation, Hazen Drive, P.O. Box 483, Concord, NH 03302-0483, pursuant to RSA 4:40 and RSA 228:67, for considerations paid to it in hand before the delivery hereof, well and truly paid by City of Rochester, a Municipal Corporation whose mailing address is 31 Wakefield Street, Rochester, New Hampshire, 03867, has remised, released and forever QUITCLAIMED, and by these presents, does remise, release and forever quitclaim unto said City of Rochester, its successors, and assigns forever:

Certain parcels of land situated in the City of Rochester, County of Strafford, State of New Hampshire, bounded and described as follows:

Gonic Branch: Five (5) parcels of land within the railroad right-of-way beginning at approximately centerline engineering station 4920+ 80 as shown on plans for federal valuation section V6, map 94 in Rochester, New Hampshire; thence running in a generally northeasterly direction through Rochester to the point of termination at center line engineering station 2770+00 as shown on said valuation section V6, map 96, all within Strafford County, New Hampshire.

Said strip of land formerly known as the Gonic Branch of the Boston and Maine Railroad includes the entire width of said portion of said rail line and any and all appurtenances thereto and all fixtures attached or affixed thereon except as hereinbefore excepted. Said strip of land runs generally in a northeasterly direction and is more particularly defined as shown outlined within cross hatched areas on federal valuation plans on file with the City of Rochester, 31 Wakefield Street, Rochester, NH 03867-1917 and the State of New Hampshire, Department of Transportation, Bureau of Rail & Transit, 7 Hazen Drive, P.O. Box 483, Concord, New Hampshire 03302-0483.

Lakeport Branch: beginning at approximately center line engineering station 343+69.5 as shown on plans for federal valuation section 4.2, map 9 in Rochester, New Hampshire; thence continuing in a generally northerly direction through said Rochester to the point of termination at center line engineering station 512+90 in Rochester as shown on plans for federal valuation section 4.2, map 10, all within Strafford County, New Hampshire.

Said railroad right-of-way is the Lakeport Branch, so called, and extends for approximately 1.48 contiguous miles and includes the entire width of said portion of said railroad right-of-way including all fixtures attached or affixed thereon. Said strip of land runs generally in a northeasterly direction and is more particularly defined as shown outlined within cross hatched areas on federal valuation plans on file with the City of Rochester, 31 Wakefield Street, Rochester, NH 03867-1917 and the State of New Hampshire, Department of Transportation, Bureau of Rail & Transit, 7 Hazen Drive, P.O. Box 483, Concord, New Hampshire 03302-0483.

Containing fourteen and twenty-one hundredths (14.21) acres, more or less.

Meaning and intending to convey a portion of that railroad corridor conveyed by the Boston & Maine Corporation to the State of New Hampshire by Release Deed, and recorded in the Strafford County Registry of Deeds on September 16, 1994, in Book 1768, Pages 195-198.

Excepting and Reserving, any easements that may cross said property that may be of record, and whether shown on the above-mentioned plan or not.

The Grantor reserves the right to restore railroad service upon the property should it be required.

The Grantor may install underground utilities upon the property if their design is consistent with railroad engineering requirements. The Grantee may install such utilities without meeting railroad engineering requirements provided that said utilities will be removed at Grantee's sole expense should railroad service resume upon the property.

Should the Grantee wish to dispose of the property, it must first be offered to the Grantor. Eighty percent of any proceeds from such sale shall be returned to the Grantor.

Proceeds from any lease, license, or other use of the property must be dedicated to maintenance, repairs, or improvements to the property.

The grantees for themselves, their personal representatives, successors in interest, and assigns, as a part of the consideration hereof, do hereby covenant and agree as a covenant running with the land that (1) no person on the grounds of race, color, or national origin shall be excluded from participation in, be denied the benefits of, or be otherwise subject to discrimination in the use of said facilities, (2) that in the construction of any improvements on, over or under such land and the furnishing of services thereon, no person on the grounds of race, color, or national origin shall be excluded from the participation in, be denied the benefits of, or be otherwise subjected to discrimination, and (3) that the grantees shall use the premises in compliance with all other requirements imposed by or pursuant to Title 49, Code of Federal Regulations, Department of Transportation, Subtitle A, Office of the Secretary, Part 21, Nondiscrimination in Federally-Assisted Programs of the Department of Transportation effectuation of Title VI of the Civil Rights Act of 1964, and as said Regulations may be amended.

TO HAVE AND TO HOLD said premises, with all the privileges and appurtenances thereunto belonging to the said grantee, its successors and assigns forever.

IN WITNESS WHEREOF, The State of New Hampshire has caused its name to be set and its seal to be hereunto affixed by the Commissioner of the New Hampshire Department of Transportation, duly authorized and executed this 29 day of November, 20 06.

Signed, Sealed and Delivered
in the presence of

Michelle Drown
Witness

STATE OF NEW HAMPSHIRE
Carol A. Murray
Commissioner, Department of Transportation

THE STATE OF NEW HAMPSHIRE
COUNTY OF MERRIMACK

On this 29 day of November, 20 06, before me, Diane Hartford the undersigned officer, personally appeared the Commissioner of the Department of Transportation, and that as such Commissioner, being authorized so to do, executed the forgoing instrument for the purposes therein contained, by signing the name of the State of New Hampshire as the Commissioner of the Department of Transportation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Diane Hartford
NOTARY PUBLIC
DIANE L. HARTFORD
Notary Public
My Commission Expires June 23, 2009

Approved by Long Range Capital Planning and Utilization Committee on October 11, 2006.
Approved by Governor and Executive Council on DEC 12 2006, 20 __, Item # ____.

[Signature]

DEPUTY SECRETARY OF STATE