

**QUITCLAIM**  
**KNOW ALL MEN BY THESE PRESENTS**

THAT, The State of New Hampshire, whose mailing address is Department of Transportation, 1 Hazen Drive, PO Box 483, Concord, NH 03302-0483, pursuant to vote of the Governor and Council on August 10, 1994, and in accordance with the provisions of New Hampshire Revised Statutes Annotated 228:31, for considerations received, to it in hand before the delivery hereof, from the City of Claremont whose mailing address is 58 Tremont Square, City Hall, Claremont, NH 03743, has remised, released and forever QUITCLAIMED, and by these presents, does remise, release and forever quitclaim unto said City of Claremont, its successors, and assigns forever:

Any and all interest the State of New Hampshire has in a portion of the abandoned Claremont Concord Branch railroad right-of-way, formerly owned by the Claremont Railway Company, in the City of Claremont and acquired for the Claremont STP-TE-X-000S(081), 11911 project, bounded and described as follows:

All of the right, title and interest in the former Claremont Railway Company, in and to all real estate or rights-of-way, including all bridges on or within said right-of-way in the City of Claremont, County of Sullivan, State of New Hampshire, beginning at Engineering Station 2784+90 as shown on Railroad Valuation Map V33.1/53, on file in the records of the New Hampshire Department of Transportation's Bureau of Rail & Transit, and running in a westerly direction along Washington Street, across the Sugar River to the westerly side of Pleasant Street, as now traveled, to Engineering Station 2887+37 as shown on Railroad Valuation Map V33.1/55. and containing 14.11 acres, more or less.

Meaning and intending to convey all the railroad right-of-way conveyed to the State of New Hampshire by the Claremont Railway Company by a deed recorded in the Sullivan County Registry of Deed in Book 1125, Pages 348 and 349 on July 29, 1997.

As a further condition of this instrument, the City of Claremont agrees to the following:

1.) If at any time the railroad right-of-way herein conveyed, or any portion thereof, is proposed to be sold or otherwise conveyed, the City of Claremont hereby agrees that it will submit said sale or conveyance to the Commissioner of the New Hampshire Department of Transportation, whose address is John O. Morton Building, 1 Hazen Drive, PO Box 483, Concord, NH 03302-0483 and the Federal Highway Administration (FHWA) New Hampshire Division, whose address is 279 Pleasant Street, Concord, NH 03301-2509, for approval of the sale of that portion or those portions proposed to be conveyed. The New Hampshire Department of Transportation shall have 120 days, from being notified, to exercise the right of first refusal upon that portion or those portions to be sold or conveyed and the right to meet any subsequent bona fide offer by a third party.

2.) If the sale or conveyance of all or a portion of the railroad right-of-way occurs as outlined in 1.) above, the City of Claremont agrees to reimburse the FHWA the amount of eighty (80%) percent of the current market value of that portion or those portions proposed to be conveyed.