Seal of the Circuit Court for Allegany County this 6th day of December A.D. 1858.

H. Resley Clerk of Circuit Court for Allegany County.

Printed Copy of Plaintiffs Exhibit C.

At the request of the Hoffman Steam Coal Company, of Allegany County, this deed was recorded August 21, 1858.

This deed made this twenty sixth day of August, in the year of our Lord Eighteen hundred and fifty eight by Allen M. Sherman and Martha P. Sherman his wife, of Orange County, in the State of New York and William B. Dean of the City of New York, in the State aforesaid, to the Hoffman Steam Coal Company, of Allegany County, a corporation created under the authority of an act of the General Assembly of Maryland, entitled "An Act to authorize the formation of Corporations for mining purposes, passed at January Session, 1852. Chapter 320):

Witnesseth, that Whereas the said Allen M. Sherman and the said William B. Dean became subscribers for and took four thousand and nine hundred and ninety shares of the Capital Stock of said Company, on the express agreement and understanding that the price of said shares should be paid for by the conveyance of certain lands: And the said Allen M. Sherman and Martha P. Sherman his wife, and said William B. Dean, being ready and willing to convey, grant, assign and transfer their interests and Estate in the property hereinafter mentioned, in accordance with the tenor of the said subscription:

Now therefore, this indenture Witnesseth, that the said Allen M. Sherman and Martha P. Sherman his wife, and the said William B. Dean, in consideration of the premises, and in consideration also of the undertaking and agreement of the said The Hoffman Steam Coal Company, of Allegany County, to deliver without any unnecessary delay, the certificates for said number of shares of its Capital Stock, whenever and as soon as the said certificates shall have been prepared for delivery, and in the further consideration of the covenants hereinafter Expressed to be performed by and on the part of the said The Hoffman Steam Coal Company, of Allegany County: and in further consideration of one dollar to them in hand paid, the receipt whereof is hereby acknowledged do grant, bargain and sell, convey, assign and transfer to the said The Hoffman Steam Coal Company, of Allegany County, and its assigns, all the right, title interest and Estate, legal or Equitable, in possession, remainder or reversion of them, the said Allen M. Sherman and Martha P. Sherman his wife, and of the said William B. Dean, and each of them, of, in and to all that piece or parcel of land and premises with the appurtenances, lying in Allegany County aforesaid, containing the quantity of twelve hundred and fifteen acres of land more or less, which was conveyed to the said Allen M. Sherman and the said William B. Dean, by the Cumberland Coal and Iron Company, by deed dated the first day of October, in the year Eighteen hundred and fifty seven, and which is recorded in Liber H.R. No. 16. folio 234 &c one of the land records in the office of the Clerk of the Circuit Court for Allegany County aforesaid, and in which said deed the names of the several tracts or

portions of which, the piece and parcel of land hereby intended to be conveyed is composed, and the courses and distances of the lines thereof, are fully stated, as upon reference to the same will appear: together with all the rights, members and appurtenances therewith appertaining, and all Easements and hereditaments therewith rightfully had, used or Exercised, or rightfully claimable or Exercisable under any of the grants or covenants of the said deed. Together also with the benefit and advantage of all covenants contained in said deed, so far as the same are capable of assignment, it being the intention of the parties hereto to grant, bargain and sell, convey and assign and transfer to the said The Hoffman Steam Coal Company, of Allegany County, all the Estate, property, right, Easements, hereditaments and covenants acquired by or accruing to the use of the said Allen M. Sherman and the said William B. Dean, under and by force of the said deed and the covenants therein contained, in the same right and plight, and in like manner and to the same Extent as the same were held & were vested in or belonged to the said Allen M. Sherman and Martha P. Sherman his wife, and said William B. Dean, and immediately before the Execution and delivery of these presents.

Subject, nevertheless, to the lien thereon, reserved by the Cumberland Coal and Iron Company, for the payment of the interest in the meantime, and for payment at maturity of the principal of the one hundred and twelve bonds of the said Cumberland Coal and Iron Company, particularly described in said deed; it being the meaning and intention of the parties to these presents, that the said The Hoffman Steam Coal Company of Allegany County shall take the said land, with the lien thereon for payment, henceforth of the interest on said bonds, and for payment when the same shall become payable, of the principal of said one hundred and twelve bonds; and further, that the said the Hoffman Steam Coal Company shall pay the said interest hereafter to become due, when due as the same shall become payable; and also pay the principal of said bonds in exoneration of all liability on the part of the said Allen M. Sherman and said William B. Dean for payment of the same.

And the said The Hoffman Steam Coal Company of Allegany County accepts and receives this deed upon the Express understanding and agreement that said Company shall and will without any default, actually pay & provide in the hands of the said Allen M. Sherman and William B. Dean, to be applied by them, the means to pay the interest of said one hundred and twelve bonds at the respective periods when such interest shall become payable; and will pay or provide, in due time, in the hands of the said Allen M. Sherman and said William B. Dean the means to pay the principal of said bonds at the time, when the same, according to the tenor of the Endorsement thereon, shall become payable, in Exoneration of all liability on the part of the said Allen M. Sherman and the said William B. Dean, and in performance and fulfilment of said undertaking and agreement, in that behalf of the said Allen M. Sherman and the said William B. Dean with the Cumberland Coal and Iron Company aforesaid.

In Witness Whereof, the said Allen M. Sherman, said Martha P. Sherman his wife, and said William B. Dean have hereunto Subscribed their names and affixed their Seals the day and year first above written.

A. M. Sherman (Seal)