Reg. Fee paid in Shawnee County

SHAWNEE COUNTY KANS.
REGISTRATION FEE $ 8208.50
Debt $ .... No. 6
Paid 1 day of Nov 1954
Elburn M. Beal
Register of Deeds
By Elburn M. Beal
Deputy

EXECUTED IN 275 COUNTERPARTS
OF WHICH THIS IS NO. 172

THIRD SUPPLEMENTAL INDENTURE

CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY

TO

THE FIRST NATIONAL BANK OF CHICAGO

AND

JOSEPH C. WILLIAMS
TRUSTEES

DATED AS OF JANUARY 1, 1954

CREATING FIRST MORTGAGE 3% BONDS,
SERIES B, DUE JANUARY 1, 1984

SUPPLEMENTING AND AMENDING FIRST MORTGAGE
DATED AS OF JANUARY 1, 1950

TWENTIETH CENTURY PRESS, INC., CHICAGO 6

Book 107
NO. 53935
INDEXED
NUMERICAL INDEX

State of Kansas, Douglas County, ss.
Filed and Entered in Vol. ....
Page .... at 10:30 o'clock A. M.
NOV 2 - 1954
Register of Deeds
By .... Deputy

#11.50

#5671

DOUGLAS CO. KANSAS
FILED
NOV 2 - 1954
HAROLD A. BECK
Register of Deeds

THIS THIRD SUPPLEMENTAL INDENTURE, dated as of the first day of January, One Thousand Nine Hundred Fifty-four, between Chicago, Rock Island and Pacific Railroad Company, a Delaware corporation (hereinafter referred to as the "Company"), having its principal office in the City of Chicago, State of Illinois, party of the first part, and The First National Bank of Chicago, a national banking association (hereinafter referred to as the "Corporate Trustee"), having its office at 38 South Dearborn Street in the City of Chicago, State of Illinois, and Joseph C. Williams, of the City of Kansas City, State of Missouri (said Corporate Trustee and Joseph C. Williams being hereinafter together referred to as the "Trustees"), parties of the second part,

Witnesseth:

Whereas, the Company has executed and delivered to the Trustees an Indenture of Mortgage and Deed of Trust, dated as of January 1, 1950 (hereinafter referred to as the "Original Mortgage"), and a First Supplemental Indenture, dated as of November 1, 1952, and a Second Supplemental Indenture, dated as of January 1, 1954 (the Original Mortgage and the First and Second Supplemental Indentures being hereinafter referred to collectively as the "Mortgage"), to secure the Company's First Mortgage Bonds (hereinafter referred to as "Bonds"), issuable in series but not limited in aggregate principal amount except as otherwise provided in the Original Mortgage; and

Whereas, there have been authenticated and delivered under the Mortgage $55,000,000 in aggregate principal amount of the Company's First Mortgage 2⅞% Bonds, Series A, due January 1, 1980, of which $49,607,000 principal amount are Outstanding under the Mortgage; and

Whereas, the Company desires by this Third Supplemental Indenture to create a new series of Bonds to be issued there-