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Section 5.2. The Trustee assumes no duties, responsibilities or liabilities by reason of this First Supplemental Indenture other than as set forth in the Indenture, and this First Supplemental Indenture is executed and accepted by the Trustee subject to all the terms and conditions of its acceptance of the trust under the Indenture, as fully as if said terms and conditions were herein set forth at length.

Section 5.3. Except as otherwise expressly provided herein, the terms used in this First Supplemental Indenture shall have the meanings assigned thereto in the Indenture.

Section 5.4. As amended and modified by this First Supplemental Indenture, the Original Indenture is in all respects ratified and confirmed and the Original Indenture and this First Supplemental Indenture shall be read, taken and construed as one and the same instrument.

Section 5.5. This First Supplemental Indenture may be simultaneously executed in any number of counterparts, and all such counterparts executed and delivered, each as an original, shall constitute but one and the same instrument.

Its Witness: Whereas Grexley Gas Company, party of the first part, has caused this First Supplemental Indenture to be signed in its corporate name by its President or a Vice President and its corporate seal to be hereunto affixed and attested by its Secretary or an Assistant Secretary and The Central Bank and Trust Company, party of the second part, in evidence of its acceptance of the trust hereby created, has caused this First Supplemental Indenture to be signed in its corporate name by one of its Vice Presidents or Assistant Vice Presidents and its corporate seal to be hereunto affixed and

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attested by one of its Assistant Trust Officers, all as of the day and year first above written.

GREXLEY GAS COMPANY,

By Howard S. Lanning
Vice President,

Attest:

John W. Lanning
Asst. Secretary.

Witness:

Philip E. Carter

John W. Lanning

THE CENTRAL BANK AND TRUST COMPANY,

By E. J. Martin
Vice President.

Attest:

James E. Lanning
Assistant Trust Officer.

Witness:

Charles Paul Gallagher

Henry A. Dick