Book 118

COUNTERPART No. 221

REGISTRATION FEE $ 8262.75
$ 3305120 No. 93
26 Mar 1958
By Elkanin M Real

Fifth Supplemental Indenture

CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY

TO

THE FIRST NATIONAL BANK OF CHICAGO

AND

JOSEPH C. WILLIAMS
TRUSTEES

Dated as of February 1, 1958

Creating First Mortgage 5½% Bonds, Series C, Due February 1, 1983

Supplementing and Amending First Mortgage Dated as of January 1, 1950

NO. 65403
INDEXED
NUMERICAL INDEX

State of Kansas, Douglas County, ss.
Filed and Entered in Vol. 118
Page ___ at 10:10 o'clock A M
MAR 27 1958
Register of Deeds
Deputy

#13.00

This Fifth Supplemental Indenture, dated as of the first day of February, One Thousand Nine Hundred Fifty-Eight, 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, and a Third Supplemental Indenture, dated as of January 1, 1954, and a Fourth Supplemental Indenture, dated as of January 1, 1957 (the Original Mortgage and the First, Second, Third and Fourth 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 $46,598,000 principal amount are Outstanding under the Mortgage; and

WHEREAS, there have been authenticated and delivered under the Mortgage $16,000,000 in aggregate principal amount of the Company's First Mortgage 3% Bonds, Series B, Due January 1, 1984, created

Reg. No. Shawnee County 931
Fee Paid $8,262.75 Shawnee County