

EXECUTED IN
COUNTERPARTS
OF WHICH THIS IS NO. 1

REGISTRATION FEE \$5.00
By *Joseph C. Williams*
Trustee

Sixth Supplemental Indenture

CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD
COMPANY

TO

THE FIRST NATIONAL BANK OF CHICAGO

AND

JOSEPH C. WILLIAMS
TRUSTEES

Dated as of July 1, 1938

Creating First Mortgage 5% Bonds,
Series D, Due July 1, 1953

Supplementing and Amending First Mortgage
Dated as of January 1, 1930

La Salle Street, Room 2133 W. Chicago 9, Illinois U.S. Mortgage 7-123

This Sixth Supplemental Indenture, dated as of the first day of July, one thousand nine hundred and thirty 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, and THE FIRST NATIONAL BANK OF CHICAGO, a national banking association (hereinafter referred to as the "Corporate Trustee"), having its office at 28 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, 1930 (hereinafter referred to as the "Original Mortgage"), and a First Supplemental Indenture, dated as of November 1, 1932, and a Second Supplemental Indenture, dated as of January 1, 1934, and a Third Supplemental Indenture, dated as of January 1, 1935, and a Fourth Supplemental Indenture, dated as of January 1, 1937, and a Fifth Supplemental Indenture, dated as of February 1, 1938 (the "Original Mortgage" and the First, Second, Third, Fourth and Fifth 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;

Whereas, there have been authorized and delivered under the Mortgage \$5,000,000 in aggregate principal amount of the Company's First Mortgage 5% Bonds, Series A, due January 1, 1950, of which \$4,672,000 principal amount are outstanding under the Mortgage; \$16,900,000 in aggregate principal amount of the Company's First Mortgage 3% Bonds, Series B, due January 1, 1951, all of which have