

ing and legal obligations of the Company and to make this Mortgage a valid mortgage to secure the payment of the Notes, have been performed, and the execution and delivery of this Mortgage and the issuance of the Notes, as in this Mortgage provided, have been in all respects duly authorized:

Now, Therefore, This Mortgage Witnesseth: That the Company, in consideration of the premises and of the acceptance by the Trustees of the trusts hereby created and of the purchase and acceptance of the Notes by the payees and holders thereof and of One Dollar (\$1) to it duly paid by the Trustees at or before the ensuing and delivery of these presents, the receipt whereof is hereby acknowledged, and in order to secure the payment of both the principal of and interest and premium, if any, on the Notes from time to time issued hereunder, according to their tenor and effect, and the performance and observance of all the provisions hereof, and of the Notes, has granted, given, bargained, sold, warranted, released, conveyed, assigned, transferred, mortgaged, set over and confirmed, and by these presents does grant, give, bargain, sell, warrant, release, convey, assign, transfer, mortgage, set over and confirm unto the Trustees, as Trustees (in the case of the Trustee, only to the extent of its legal qualification and capacity under the laws of any particular jurisdiction to receive and hold property for the purposes hereunder), and to their respective successors in the trust hereby created and assigns forever, all the real properties described in Schedule A attached hereto, said real properties, and the property, rights, privileges and franchises incident to this granting clause set forth or referred to, together with the interests in the Assigned Lease and the Ground Lease hereinafter defined in these Granting Clauses, and all property which is by its said provisions of this Mortgage required to be subjected to the lien hereof, and any additional property that may, from time to time hereafter, by delivery or by writing of any kind be subjected to the lien hereof, by the Company or by anyone in its behalf being collectively termed the "Trust Estate"). Any one or more of the tracts or parcels of

the real property described in Schedule A, with the buildings and improvements thereon erected and the building service equipment therein, constituting a substantially contiguous property is sometimes hereafter referred to as a "Property". Any Property consisting of one or more tracts or parcels subject to a Ground Lease or Ground Leases and of one or more tracts or parcels held by the Company in fee simple is herein sometimes referred to as a "Combination Property". Any Property, all or any part of which is subject to a Ground Lease or Ground Leases, is herein sometimes referred to as a "Leasehold Property". Any Property entirely held in fee simple is hereafter sometimes referred to as a "Fee Property."

Together with any and all buildings, structures and improvements now or at any time hereafter constructed or placed upon the real property described in Schedule A or any part thereof and all right, title and interest of the Company in and to any and all strips and gores of land, and in, to and under the streets, sidewalks and alleys adjoining said real property or adjacent thereto, and in and to all and singular the tenements, hereditaments, privileges, easements, rights-of-way or use, servitudes, licenses, franchises and appurtenances therunto belonging or in any wise appertaining.

Together also with all building service machinery, apparatus, equipment, fittings and fixtures of every kind and nature whatsoever, now or hereafter owned by the Company or used or procured for use in connection with the operation and maintenance of the buildings on the said real property or any part thereof, including, but without limiting the generality of the foregoing, all engines, furnaces, boilers, stokers, pipes, pumps, heaters, tanks, dynamos, motors, generators, switchboards, electrical equipment, heating, plumbing, lifting and ventilating apparatus, air cooling and air conditioning apparatus, gas and electric fixtures, elevators, escalators and radiators, and all other building service equipment used or procured for use in connection with the operation and maintenance of said buildings, all