

Seal of the said Court and County the 28 day of Aug 1891.



Sionard A. Siegenich

Clerk

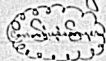
State of New York

City and County of New York } ss.

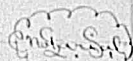
Be it Remembered that on this twenty seventh day of August A.D. 1891, before me, Chas Edgar Mills a Commissioner for Kansas in New York & a Notary Public for New York State and County, personally appeared Joseph S. Brown 2nd Vice President and Fred S. Eldridge Secretary to me known to be the identical persons described in and whose names are affixed to the foregoing instrument, as Second Vice President and Secretary of the Knickerbocker Trust Company, and they acknowledged the same to be their voluntary act and deed, and the voluntary act and deed of said Company.

And the said Joseph S. Brown and Fred S. Eldridge being by me duly sworn did each depose and say, that he, the said Joseph S. Brown is the 2nd Vice President of the said Knickerbocker Trust Company, and that he, the said Fred S. Eldridge is the Secretary of the same Company; that the seal affixed to the foregoing instrument is the corporate seal of said Company, that it was affixed thereto by order of the Board of Directors of said Company, and that they signed their names thereto by like order as the 2nd Vice President and Secretary of said Company respectively.

Witness my hand and official seal, the day and year last above written.



Charles Edgar Mills



Commissioner for Kansas in New York

& Notary Public for N.Y. Co. in N.Y.

This Indenture, made this first day of October, in the year of our Lord one thousand eight hundred and eighty nine, between the Kansas Water and Light Company, a corporation duly organized and existing under and in pursuance of the laws of the State of Kansas, party of the first part, and the American Loan and Trust Company of New York, a corporation duly organized and existing under and in pursuance of the laws of the State of New York, as Trustee, hereinafter called the Trustee, party of the second part: Witnesseth:

Whereas, The said party of the first part is authorized to construct, maintain, and operate water works, in the City of Paola, in the City of Lawrence, and in other cities in the State of Kansas, for the purpose of supplying the said cities and the citizens of said cities and the vicinity with water; and also for the purpose of erecting and maintaining the necessary buildings, plant, machinery, fixtures and appurtenances of every sort for supplying the inhabitants of the said cities and vicinity with water, and also for supplying the said cities with gas, electric lights and electricity for other purposes, and carrying on the business incidental thereto; and the said company is the owner and holder of a grant from the said City of Paola and the City of Lawrence, of the franchise and privilege of constructing and operating such water works, gas and electric light plant, and the said company in virtue of the powers, rights and privileges