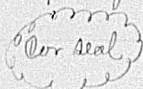


paramount to the lien of these presents upon the hereby mortgaged premises and funds for its expenses, Counsel fees and compensation incurred in the performance of the said trust powers and duties (4) The Trustee shall be under no obligation or duty to perform any act hereunder or to defend any suit in respect hereof unless fully indemnified to its satisfaction. The Trustee shall not be bound to recognize any person as a bondholder until his bonds are submitted to the Trustee for inspection, if required, and his title satisfactorily established, if disputed. (5) The exclusive right of action hereunder shall be vested in the Trustee until the refusal or omission of the Trustee so to act, and no bondholder shall have a right to enforce these presents until after demand upon the Trustee accompanied by a tender of indemnity satisfactory to it as aforesaid, and a refusal or omission as aforesaid by the Trustee to act in accordance with said demand. Be witnesses whereof. The Lawrence Railway Company, party hereto of the first part has caused these presents to be subscribed in its corporate name by its President and its corporate seal to be affixed hereto, attested by its Secretary, and the Trustee, the party of the second part, has caused these presents to be subscribed in its corporate name by its President and its corporate seal to be affixed hereto, attested by its Secretary, in duplicate, on the day and year first above written.

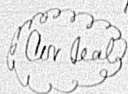
 (Cor seal)

Lawrence Railway Company  
By Frank Kereus, President

Attest

W.D. Ewing Secretary

Colonial Trust Company  
By John E. Bone President

 (Cor seal)

Attest J.W. Pappin Secretary

State of Kansas,  
County of Douglas, ss

On this 28th day of October A.D. 1898 before me Edith E. Hayes a Notary Public within and for said County and State personally appeared Frank Kereus to me personally known to be the identical person whose name is subscribed to the foregoing instrument and being by me first duly sworn did say that he is the President of the said Lawrence Railway Company, that the seal affixed to said instrument is the corporate seal of said Company and that said instrument