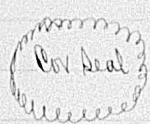


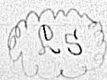
Whereupon such new Trustees shall become vested with all the property, rights, duties and trusts of a Trustee hereunder, with like effect as if named as Trustee herein, and without any further act, deed or conveyance; but the Trustee ceasing to act shall, nevertheless, on the written request of the new Trustees, execute an instrument transferring to such new Trustees upon the trusts herein expressed all the property, privileges and rights hereunder of the Trustee so resigning or removed. It is understood and agreed that the word "Trustee" as used in this instrument shall be held and construed to mean the party of the second part, or its successor or successors for the time being in the trust hereby created, and that the words "Railway Company" shall be held and construed as including the lawful successors and assigns of said Railway Company, being the owners for the time being of the premises hereby mortgaged and conveyed. The party of the second part signifies its acceptance of the trusts hereby created by joining in the execution of this indenture. In Witness Whereof Said The Kansas City, Lawrence & Topeka Railway Company and said Colonial Trust Company have caused these presents to be signed by their respective presidents and attested by their respective Secretaries, and their corporate seals to be hereunto attached the day and year first above written.

 The Kansas City, Lawrence & Topeka Railway Company
 By H. G. Pert President
 Attest C. M. Atkinson Secretary

 Colonial Trust Company
 By John E. Bone President
 Attest E. L. Judson Secretary

State of Missouri }
 County of Jackson } ss

On this 27th day of January 1900 before me appeared H. G. Pert, to me personally known, who, being by me duly sworn, did say that he is the President of The Kansas City, Lawrence & Topeka Railway Company a Corporation, and that the seal affixed to said instrument is the corporate seal of said Corporation, and that said instrument was signed and sealed in behalf of said Corporation by authority of its Board of Directors, and said H. G. Pert acknowledged said instrument to be the free act and deed of said Corporation. In Witness Whereof, I have hereunto set my hand and affixed my Notarial seal at my office in Kansas City the day and year first above written. My term expires December 13th 1903.

 R. S.

Nathaniel R. Ferguson
 Notary Public in and for
 Jackson County Missouri