

extensions or branches or of the acquisition of new properties, or as dividends upon any stock of the Railway Company, whether preferred or common, now outstanding or hereafter issued, or the interest on any income bonds which may be issued by the Railway Company. It is understood and covenanted that if the Railway Company shall, as provided in Section 7 of Article One of said General Mortgage, acquire the Atlantic and Pacific Railroad, or the Colorado Midland Railroad, or the St. Louis and San Francisco Railroad, or the stocks and bonds of any railroad company owning either of said railroads, or if it shall acquire any other railroad, branch line or extension, by use of bonds reserved under said General Mortgage, or bonds reserved under this mortgage, then the railroad, branch line or extension so acquired shall be treated as part of the railway included in said system, the surplus net earnings of which, to be ascertained as above provided, shall be applied to the payment of interest on the bonds hereby secured. The Railway Company covenants that if, in any other case, it shall, after the date of this indenture, lease or acquire (whether directly or by ownership of stock, or stock and bonds) any of said railroads or any other railroad, branch or extension, a separate account shall be kept (1) in case of a lease, of all the receipts under such lease, on the one side, and of all expenditures and rentals paid, on the other side; and (2), in case of any such acquisition, of all the receipts of the Railway Company from the property acquired, on the one side, and, on the other side, of all expenditures made on account of the operation thereof, including maintenance, repairs, renewals and replacements, and on account of taxes, assessments and rentals, and on account of fixed charges incurred by reason of such acquisition, including all interest charges, payments under guarantees executed by the Railway Company or by any other Company in its system, on account thereof, and all prior charges subject to which such property was acquired, and other items like those which may be deducted in ascertaining the surplus net earnings of the Railway Company as above mentioned. And the Railway Company covenants that if it shall appear that the aggregate amount of all such expenditures in any fiscal year shall be in excess of the aggregate amount of such receipts in such fiscal year, plus twenty-five per cent. of the gross earnings upon the other lines in the system of the Railway Company derived from traffic interchanged between such railroad, branch or extension, leased or acquired, and the other lines in the system such gross earnings being calculated upon a division of the ratio on such traffic between such railroad,