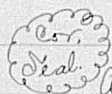


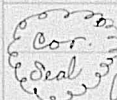
free from any charge or lien prior to said General Mortgage; and in case it shall be found that the railroad and property formerly of the party of the first part, shall not have been duly vested in the Atchison Company and subjected to the lien of said General Mortgage free from any charge or lien prior thereto except other bonds remaining pledged with said Union Trust Company as aforesaid, then the indebtedness, obligation, lien and rights represented by said destroyed bonds and coupons, and by said mortgage of the party of the first part shall continue in full force and effect against such prior charge or lien, if any there be, as though such bonds and coupons had not been destroyed, and as though said mortgage had not been satisfied of record. In witness whereof, on the day and year first above written, the parties of the first, third and fourth parts respectively, have caused these presents to be signed by their Presidents or Vice-Presidents, respectively, and their corporate seals to be hereto affixed and attested by their Secretaries or Assistant Secretaries, respectively, and the party of the second part has set his hand and seal hereto.



Attest:

E. Hilder, Secretary.

Kansas City, Topeka and Western Railroad Company
by, E. D. Keuma
Vice-President.



Attest:

E. Hilder, Secretary.

The Atchison, Topeka and Santa Fe Railway Company
by, E. P. Ripley,
President.



Attest: J. V. B. Thayer,

Secretary.

Union Trust Company of New York,
by, A. H. Kelley,
Vice-President.



Witness: Geo. E. Perrin

Francis H. Peabody (S.S.)

State of Illinois } S.S.

County of Cook } I do certify that on this 8th day of December A.D. 1901, in the county and State aforesaid, before me Frederick J. Miller, a Notary Public in and for the county and State aforesaid, residing in the county aforesaid, personally came E. D. Keuma, whose name is signed to the foregoing instrument as Vice-President of Kansas City, Topeka and Western Railroad Company, a corporation, one of the parties to the foregoing instrument, with whom I am personally acquainted and who is personally known to me, and known by me to be the Vice-President of said corporation, and to be the same person whose name is subscribed to and who executed the foregoing instrument as such Vice-President for said corporation, and he for himself and on behalf of said corporation duly acknowledged the execution of the foregoing instrument and that he signed, sealed and executed said instrument freely and voluntarily, and that said instrument is his free and voluntary act and deed as such Vice-President and the free and voluntary act of the said corporation for the uses and purposes therein set forth. And the said E. D. Keuma, being by me duly sworn, did depose