

and convened after notice given and published for the time and in the form and manner prescribed by law, and by resolutions adopted by its Board of Directors at a meeting of said Board duly called and convened in the manner prescribed by its by-laws, the Railroad Company determined that all the railroads of the Railroad Company, with their franchises and appurtenances (including equipment), subject, and that should become subject, to the lien of the Railroad Company's said First Mortgage, should be subjected to the lien and provisions of the said First Lien and Refunding Mortgage (subject, however, to, but only to said First Mortgage), and approved the form of this indenture, and authorized and directed its execution and delivery to the party of the second part, as Trustee, and authorized the issue and sale from time to time, subject to the terms, conditions and restrictions of the said First Lien and Refunding Mortgage, of the said additional \$150,000,000 of bonds, as therein provided.

Now, Therefore, This Indenture Witnesseth, That in consideration of the premises and of the purchase and acceptance of the said bonds by the holders thereof, and of One Dollar to it paid by the Trustee, the receipt whereof is hereby acknowledged, the Railroad Company hath granted, bargained, sold, aliened, remised, released, conveyed, assigned, transferred, set over and confirmed, and by these presents doth grant, bargain, sell, alien, remise, release, convey, assign, transfer, set over and confirm unto the party of the second part, and its successors and assigns forever, all and singular the following described properties, privileges and franchises, namely: The following railroads, with their franchises and appurtenances, now owned and in operation by the Railroad Company, aggregating about 2,090.10 miles, namely:

- (1) A line beginning at Council Bluffs, in the State of Iowa, and running thence in a westerly direction through the States of Iowa, Nebraska, Colorado, Wyoming and Utah, to a point five miles west of the city of Ogden, in the State of Utah, a distance of 1,011.47 miles.
- (2) A line beginning at Kansas City, in the State of Missouri, and running thence in a westerly direction through the States of Kansas and Colorado to Denver, in the State of Colorado, a distance of 639.52 miles.
- (3) A line beginning at Denver, in the State of Colorado, and running thence in a northerly direction through the States of Colorado and Wyoming to Cheyenne, in the State of Wyoming, a distance of 104.15 miles.
- (4) A line beginning at Lawrence, in the State of Kansas, and running thence in a northeasterly direction to Leavenworth, in the said State, a distance of 31.63 miles.
- (5) A line beginning at Junction City, in the State of Kansas, and running thence in a northerly and northwesterly direction to Concordia, in said State, a distance of 70.56 miles.
- (6) A line beginning at Lawrenceburg, in the State of Kansas, and running thence in a northerly direction to Belleville, in said State, a distance of 17.15 miles.
- (7) A line beginning at Solomon, in the State of Kansas, and running thence in a northerly direction to Beloit, in said State, a distance of 56.97 miles.
- (8) A line beginning at Salina, in the State of Kansas, and running thence in a south-