

foregoing instrument and duly acknowledged the execution of the same.

In Witness Whereof, I have hereunto set my hand and affixed my official seal on the day and year last above written.

(SEAL) Henry H. Flather, Notary Public.

My Commission expires Dec. 10 1906.

Recorded Jan. 13 A.D. 1909 at 3.25 P.M.

Thyde L. Lawrence
Register of Deeds.

This Indenture, made and entered into on the first day of December, 1908, by and between The Kansas City And Kansas Southwestern Railway Company, a corporation organized and existing under the laws of the State of Kansas, herein after referred to as the Railway Company, party of the first part, and the Carnegie Trust Company, a corporation organized and existing under the laws of the State of New York, herein after referred to as the Trust Company, or Trustee, party of the second part, Witnesseth:

Whereas, said The Kansas City and Kansas Southwestern Railway Company was incorporated and organized for the purpose of constructing, equipping, owning and operating a standard gauge railroad, using steam, electricity or such other power as the Company may deem best; and

Whereas, the charter of said Railway Company authorizes the construction of such railway from the City of Independence, Kansas, to the City of Lawrence, Kansas, and from the City of Kansas City, Kansas, to the City of Topeka, Kansas; and

Whereas, in pursuance of the authority granted to the Railway Company by its charter, said Railway Company has commenced the work of construction of its said railway, and has procured private rights-of-way and municipal franchises for the same, and has graded portions of the road provided for in its charter, between said points, and is now engaged in surveying and locating its line along other portions of its proposed lines, and in procuring rights-of-way therefor, by means of all of which said Railway Company has expended a large sum of money and has created and is about to create financial obligations for the payment of which additional money is required; and

Whereas, said party of the first part has power and authority under its said charter to borrow money for the purpose of constructing and equipping its said line of railroad and to this end to execute and issue its bonds therefor in such form as its Board of Directors may determine, and to pledge its property, rights and franchises of every kind by a mortgage or deed of trust thereon to secure the payment of said bonds; and

Whereas, said party of the first part, in order to make provision for procuring the capital required to discharge such indebtedness heretofore