

incurred by it and to complete and equip its said railway, heretofore determined to issue its bonds of the par value of \$1,000 each to the amount of \$10,000,000, the same to have forty years to run, bearing interest at the rate of five per cent. per annum, payable semi-annually, and to be secured by a first mortgage or deed of trust upon all of its property, rights and franchises; and

Whereas, in pursuance of such determination the Board of Directors of said Railway Company, at a meeting duly called and held at its office in said City of Kansas City on the 14th day of March, 1908, at which all of the members of the Board were present, passed and unanimously adopted the following resolutions, to-wit:

"Resolved, first, that The Kansas City and Kansas Southwestern Railway Company execute and issue its coupon bonds to the amount of \$10,000,000, in the denomination of \$1,000 each, having forty years to run, bearing interest at the rate of five per cent. per annum, payable semi-annually, in the City of New York, both principal and interest being payable in gold coin of the United States of the present standard of weight and fineness, said bonds to be numbered from No. 1 to No. 10,000, both numbers inclusive; that the President and Secretary of said Railway Company be and they are hereby authorized and directed to cause to be prepared and to execute the said bonds in the corporate name of this Company, and to sign said bonds and affix the seal of the Company thereto; and the Treasurer of this Company is hereby authorized to sign each interest coupon attached to said bonds, but such signing of said coupons may be evidenced by the facsimile of the signature of the said Treasurer to be engraved thereon instead.

Second, that in order to secure the payment of said bonds and the interest coupons attached thereto, the said Railway Company make, execute and deliver a good and sufficient mortgage or deed of trust, conveying to ..... as Trustee, or to such other Trustee as may be hereafter designated by this Board, its corporate franchises and all of its property, real, personal, and mixed, and all of its property of whatsoever character which it now owns or which it may hereafter acquire, in trust, such conveyance to be the form herewith submitted to the Board and which is hereby approved, the same to be a first lien on all of said property, rights and franchises; that the Secretary of this Company be and he is hereby authorized to affix the corporate seal of this Company to said mortgage or deed of trust, and to attest the same by his signature, and the President of this Company is hereby authorized to subscribe the corporate name of this Company to said mortgage or deed of trust, and his own proper signature thereto as President, and to deliver the same to such Trustee and said President and said Secretary are hereby authorized to appear before the clerk of any court of record, commissioner of deeds, notary public, or other officer using a public seal, and having the right to take acknowledgments of such instruments, and then and there to acknowledge the execution of said mortgage or deed of trust to be the act and deed of this Company"; and

Whereas, at a meeting of the stockholders of said Railway Company duly called and held at the Company's office in said Kansas City, on the 14th day of March, 1908, the