

In Witness Whereof the said Robert S. Lovett and the said William Mahl have signed their names hereto as Vice President and Comptroller respectively of the said Union Pacific Railroad Company, and have affixed hereto the corporate seal of said Company the 21st day of June, 1909.

R.S. Lovett, Vice President of Union Pacific Railroad Company.

(SEAL)

Wm. Mahl, Comptroller of Union Pacific Railroad Company.

To The Equitable Trust Company, of New York, Trustee of First Lien and refunding Mortgage, dated June 1, 1908 executed to it by The Union Pacific Railroad Company,

The Undersigned, R.L. Huntley, Chief Engineer, and H.J. Stirling, Auditor, of the said Union Pacific Railroad Company, hereby certify pursuant to the provisions of section 4 of Article Second of said First Lien and Refunding Mortgage, that the said Union Pacific Railroad Company has expended, since the date of the execution and delivery of said Mortgage, the sum of seven Million, six hundred eight thousand two hundred fifty eight dollars and eighty-eight cents (\$7,608,258.88) for the construction after the date of the said mortgage, of additional lines of railroad connecting with, and of extensions and branches of the lines of railroad subject to the lien of said mortgage; the acquisition after said date, by purchase, of additional lines of railroad connecting with the lines of railroad subject to the lien of said Mortgage; the construction, after said date, of additional main track required in double tracking a portion of the lines of railroad subject to said mortgage; and the construction, after said date, of tunnels and bridges, and the reduction of grades and curvatures upon the lines of railroad subject to said mortgage; the purchase and improvement of additional real estate for use in connection with the operation or maintenance of the lines of railroad subject to said mortgage; the construction, purchase or acquisition of terminals, yards, shops, depots, warehouses and other structures useful or convenient in the operation or maintenance of the said lines of railroad; and the construction or purchase of other additions to, and improvements and betterments of and upon the said lines of railroad; being more particularly described as follows, namely:

(OVER)