

This Indenture, made this 26th day of October, A. D. 1914, between the Union Pacific Railroad Company (hereinafter called the "Railroad Company"), a corporation organized and existing under and by virtue of the laws of the State of Utah, party of the first part, and the Equitable Trust Company of New York (hereinafter called the "Trustee") a corporation organized and existing under and by virtue of the laws of the State of New York, party of the second part:

Whereas, heretofore and under date of June 1, 1908, the Railroad Company executed its First Lien and Refunding Mortgage to the Trustee to secure an issue of bonds for an aggregate principal sum not to exceed \$200,000,000, at any one time outstanding; and thereafter executed to the Trustee three Supplemental indentures under date of October 15, 1908, June 23, 1909 and April 22, 1910, respectively; and

Whereas, it is provided by the said Mortgage that said bonds to the aggregate amount of \$50,000,000, shall be certified and delivered by the Trustee from time to time to the Railroad Company, to reimburse the railroad company for the expenditures made by it after the date thereof, for some one or more of the purposes set forth in Section 4 of Article Second of said Mortgage; and

Whereas, the Railroad Company has expended the sum of \$31,848,900.51 for purposes set forth in said Section 4 of Article Second of said Mortgage; and

Whereas, the Railroad Company has requested the Trustee to certify and deliver to it, to reimburse it for expenditures made on account thereof, \$31,848,900.51 face value, of said bonds, being a portion of the \$50,000,000, of bonds reserved to be issued under said Section 4 of Article Second of the said Mortgage and there being unissued of said \$50,000,000, of bonds so reserved an amount in excess of said amount of bonds requested by the Railroad company; and

Whereas, it is provided by the said Mortgage that in order to procure the certification and delivery by the Trustee of bonds for the purpose of reimbursing the Railroad Company, as aforesaid, there shall be delivered to the Trustee the instruments therein specified, and that in case the expenditures certified to the Trustee as therein provided, shall have been made for the construction or acquisition of additional railroads or branches or extensions or main track, or for the acquisition of real property or for the purchase of rolling stock or other equipments then in actual use by the railroad company there shall be delivered to the trustee a Supplemental Indenture, duly executed by the railroad company to the Trustee, specifically subjecting such railroads branches or extensions, or main track or real property, or rolling stock or equipments as the case may be, to the lien of the said Mortgage, and that at any and all times the Railroad Company will execute and deliver to the Trustee any and all such further assurances or conveyances of the property certified to have been constructed or acquired as aforesaid, as the Trustee shall reasonably direct or require for the purpose of and expressly and specifically subjecting the same to the lien of said Mortgage; and

Whereas, the Trustee has directed and required the execution and delivery of this indenture:

Now, Therefore, This Indenture Witnesseth, that the Railroad Company in accordance with the terms and provisions of the said mortgage, and in consideration of the premises and of One Dollar to it paid by the Trustee, and in order to secure the payment of the principal and interest of all the bonds issued under and secured by the said mortgage, according to the true intent and meaning thereof, 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 Trustee and its successors and assigns forever, all and singular, the following described railroads, branches and extensions, main track, real property, and rolling stock and equipment;

Railroads, Branches and Extensions.

1. An extension of the branch line of railroad from O'Fallons to Lutherville described in paragraph designated (11) of the granting clauses of said Mortgage, from Lutherville, Garden County, to Northport, Morrill County, about 51.32 miles, and an extension thereof from said Northport to Gering, Scott Bluff County, about 30.64 miles and a further extension from Gering to a point about 4 miles east of Mitchell, Scott Bluff County, about 10 miles, of which about 8.43 miles are completed, all in the State of Nebraska.
2. A branch line of railroad extending from Rock Springs up Killpecker Creek about 21.73 miles of which about 8.69 miles, including a spur to Reliance Mine of Union Pacific Coal Co., are completed and a spur to Lion Coal Company's mine about 2.53 miles all in Sweetwater County, Wyoming.
3. An extension on the branch line of railroad from Menoken to Onaga, described in paragraph designated (19) of the granting clauses of said mortgage, from said Onaga, Pottawatomie County, to a junction with St. Joseph and Grand Island railway at Garden, east of Marysville, Marshall County, all in the state of Kansas about 32.32 miles.
4. A line of railroad extending from a point 795 feet north of the crossing of the Chicago, Burlington & Quincy Railroad with a line of railroad of the party of the first part known as Northern District main line at Sand Creek, Adams County, to St. Vrain, Weld County, at a point 347 feet north of a crossing with a line of railroad of the party of the first part, known as the Boulder Branch, all in the State of Colorado, about 17.39 miles.
5. A line of railroad extending from a point 2506 feet South of Grand Junction with a line of railroad of the party of the first part known as the Northern District main line, at a point 1793 feet south of the depot of the party of the first part at LaSalle in Weld County, Colorado, about 25.09 miles.
5. A branch line of railroad extending from Greeley Junction to Briggsdale, all in Weld County, Colorado, about 26-17 miles.
6. A branch line of railroad of said line of railroad last above described extending from Cloverly to Hungerford, all in Weld County, Colorado, about 14.15 miles.
7. A branch line of railroad extending from Dent, Weld County, to Fort Collins, Larimer County, all in the State of Colorado, about 25.24 miles.
8. An extension from Callaway, Custer County, to Stapleton, Logan County, all in the State of Nebraska, about 36.87 miles.

For release see Book 55 page 347