

acquired running from and connecting with the presents lines in the City of Bonner Springs in a general Westerly and Southwesterly direction through the Counties of Wyandotte, Leavenworth, Douglas and Shawnee through the City of North Lawrence and across the Kansas River into and through the City of Lawrence, in Douglas County aforesaid and thence to and into the City of Topeka in Shawnee County aforesaid.

And being all in a line of approximately Seventy (70) miles of railroad and right of way together with any and all lines of railroad and rights of way, branch lines, extensions and additions in the Counties of Jefferson and Johnson in said State of Kansas now acquired or hereafter to be acquired or built.

Also all other railroads of the Company, and all branches thereof, as the same now are or may hereafter be constructed or acquired.

And also all corporate property, real and personal, all rights of way, licenses, easements, depot grounds and other lands, all tracks, bridges, viaducts, culverts, trestles, fences and other structures, depots, buildings and improvements, all power plants, power houses, substations, engine houses, car barns, freight houses, waiting rooms, and all machine and other shops, whether now or hereafter held, owned, constructed or acquired for use in connection with said railroads or any railroads hereafter acquired.

And also all motors, cars and rolling stock, all iron and steel rails, switches, turnouts, turntables, ties, chains, bars, and all machinery, engines, boilers, dynamos, generators, electrical equipment and apparatus, poles, wires, lamps and trolleys, and all tools, implements, fuel and materials for constructing, operations, repairing or replacing the said railroads, or any part thereof, or any of its equipment or appurtenances, whether now held or hereafter acquired, all of which things are hereby declared to be appurtenances and fixtures of said railroads.

And also all other property, real personal or mixed, of the Company, and also all property, real, personal or mixed, railroads, fixtures, chattels, rights, franchises and privileges of whatsoever nature or description, hereafter acquired by the Company.

And also all corporate rights, powers, privileges and franchises incident or necessary to the ownership, maintenance, use and operation of the said railroads and the property aforesaid, whether now held or hereafter acquired by the Company.

And all and singular the tenements, hereditaments and appurtenances belonging or in anywise appertaining to the said railroads, and to the said property or any part thereof, and to the said franchises, and the revenues, remainders, revenues, tolls, rents, issues and profits thereof.

And also the estate, right, title interest, property, possession, claim and demand whatsoever, as well in law as in equity, of said Company, in and to the above described railroads, plants, property, and premises, and of every part and parcel thereof, with the appurtenances, it being hereby intended to convey and mortgage all property of any sort or nature, whether real, personal or mixed, which the Company now owns or which it may hereafter acquire.

All the foregoing property, rights, franchises and privileges mentioned and described constitute and is hereinafter referred to as the "trust estate".

To Have and To Hold the above described railroads, property, rights, franchises and privileges, with appurtenances and ~~privileges~~, with appurtenances thereunto belonging or in any wise appertaining, unto the said Trustees, their successors in the trust hereby created and assigns forever, for its, his and their own use, but in trust nevertheless for the equal pro rata benefit and security of any and all persons and parties, and their respective successors, executors, administrators and assigns, who may at any time hold any of the bonds to be issued hereunder, without any discrimination, preference or priority in any favor of any one bond over any other by reason of priority in time of issue thereof, or otherwise, and with the powers, and upon the terms, conditions and covenants hereinafter expressed and declared of and concerning the same, that is to say:

Article I.

The aggregate face amount of all the bonds which may be issued under this indenture shall never exceed in United States gold coin the principal sum of Two Million Five Hundred Thousand Dollars (\$2,500,000.00). No one of the bonds of the Company shall be deemed issued or be valid or secured by this mortgage until the same shall have been authenticated by the Corporate Trustee, or its successor in the trust hereby created, by the execution of the certificate endorsed thereon.

Upon the filing of this mortgage for record in the respective counties in the State of Kansas in which the railways and property of the Company are situated, bonds of the issue hereby secured or intended, to be may be signed and sealed by the Company and delivered by it to the Corporate Trustee for the authentication and delivery to the Treasurer of the Company, or on his order as follows:

(a) When the Company shall have constructed and placed in complete ^{commercial} operation its line of railway from Kansas City, Kansas, to Bonner Springs, Kansas, approximately sixteen miles in length, the Corporate Trustee shall certify and deliver to the Treasurer of this Company an amount of bonds not exceeding Twenty Thousand Dollars (\$20,000) par value of bonds per mile of completed railway from Kansas City to Bonner Springs, Kansas.

(b) When the Company shall have constructed and placed in complete commercial operation its line of railway from Bonner Springs, Kansas, to Lawrence, Kansas, approximately twenty-three (23) miles in length, the corporate Trustee shall certify and deliver to the Treasurer of the Company an amount of bonds not exceeding Twenty Thousand Dollars (\$20,000) par value of bonds per mile of completed railway from Bonner Springs to Lawrence, Kansas.

(c) When the Company shall have constructed and placed in complete commercial operation its line of railway from Lawrence, Kansas, to Topeka, Kansas, approximately twenty-six (26) miles in length, the Corporate Trustee shall certify and deliver to the Treasurer of the Company an amount of bonds not exceeding Twenty Thousand Dollars (\$20,000) par value of bonds per mile of completed railway from Lawrence to Topeka, Kansas.