

and future holder of the bonds issued and to be issued under, and secured by, this indenture, and for the enforcement of the payment of said bonds and of the interest thereon, when payable, and the performance of, and compliance with, the covenants and conditions of this indenture, without preference, priority or destination as to lien or otherwise of any one bond over any other bond issued hereunder by reason of priority in the issue or negotiation thereof or by reason of the purpose of its issue, so that each and every bond issued or to be issued hereunder shall have the same right, lien and privilege under and by virtue of this indenture, and so that the principal and interest of each bond shall, subject to the terms hereof, be equally and proportionately secured hereby, as if all had been duly issued, sold and negotiated simultaneously with the execution and delivery hereof.

And it is hereby covenanted and declared that all such bonds are to be executed, and certified and delivered, and that the mortgaged premises are to be held by the Trustee, subject to the further covenants, conditions, uses and trusts hereinafter set forth; and it is covenanted between the parties hereto and for the benefit of the respective holders, from time to time, of bonds issued hereunder, as follows, viz:

#### ARTICLE FIRST.

##### EXECUTION AND REGISTRATIONS OF BONDS.

SECTION 1. The coupon and registered bonds to be issued under and secured by this indenture, together with the coupon bonds, shall respectively be substantially of the tenor and purport above recited, and shall be known as the Railroad Company's "First Lien and Refunding Mortgage Four Per Cent. Bonds." the coupon bonds may, at the election of the Railroad Company, be issued in the denominations of One Thousand Dollars (\$1,000) or Five hundred Dollars (\$500), or in the denominations of Two hundred Pounds sterling (£200) or One hundred Pounds sterling (£100).

All bonds payable in United States gold coin shall be payable, principal and interest, at the office or the agency of the Railroad Company in the City of New York. All bonds issued payable in sterling money shall be payable, principal and interest, at the office or agency of the Railroad Company in the City of London. The registered bonds shall be of the denomination of Five hundred Dollars, One thousand Dollars, and such multiples of One thousand Dollars, as the Board of Directors of the Railroad Company shall from time to time authorize. The coupon bonds of the denomination of \$500 shall be numbered consecutively from D1 upwards, and the coupon bonds of the denomination of \$1,000 shall be numbered consecutively from M1 upwards. The coupon bonds of the denomination of £200 shall be numbered consecutively from E1 upwards.

The coupon bonds shall bear date June 1, 1908, and the registered bonds shall be dated on the day of the issue thereof. At the option of the Railroad Company, from time to time, any of such bonds may, as herein provided, be executed, certified and delivered originally either as coupon bonds or registered bonds.

Section 2. Every registered bond shall bear thereon in substantially the following form, viz:

The within bond was issued in lieu or in exchange for coupon bonds numbered M \_\_\_\_\_ for \$1,000 each and coupon bonds numbered D \_\_\_\_\_ for \$500 each, none of which numbers is contemporaneously outstanding; and coupon bonds bearing the above said serial numbers will be issued in exchange for this bond upon its surrender and cancellation.

Whenever any bond shall be issued originally as a registered bond there shall be reserved by the Railroad Company an aggregate amount of coupon bonds equal to the amount of the coupon bonds so reserved on the registered bond issued in lieu thereof or in exchange therefor.

Section 3. All of the bonds issued hereunder shall from time to time be executed on behalf of the Railroad Company by its President or one of its Vice-Presidents, or other persons thereunto authorized by its Board of Directors, and its corporate seal shall be thereunto affixed and attested by its Secretary or one of its Assistant Secretaries or other persons thereunto authorized by its Board of Directors. The bonds shall then be delivered to the Trustee for certification by it, and the Trustee shall thereupon certify and deliver said bonds to the Railroad Company, or upon its order, as herein-after in Article Second hereof provided, and not otherwise.

Section 4. In case the officers who shall have signed or sealed any of said bonds shall cease to be such officers of the Railroad Company before the bonds so signed and sealed shall have been actually certified by the Trustee or delivered, or sold, such bonds may, nevertheless, be adopted by the Railroad Company, and upon the written request of the Railroad Company shall be certified and delivered, subject to the provisions of Article Second hereof, and may be sold by the Railroad Company as though the persons who signed such bonds had not ceased to be such officers.

Section 5. The coupons to be attached to coupon bonds shall be authenticated by the engraved fac-simile signature of Fredc. V.S. Crosby, the present Treasurer of the Railroad Company, and the Railroad Company may adopt and use for that purpose the engraved signature of the said Fredc. V.S. Crosby, notwithstanding the fact that he may have ceased to be such Treasurer at the time when such bonds shall be actually certified and delivered or sold. The first coupon shall be payable September 1, 1908, and shall represent interest to that date from June 1, 1908, and the last coupon shall be payable (if not previously redeemed) June 1, 1908, and shall represent interest to that date from March 1, 1908. The registered bonds shall bear interest only from the first day of March or September as the case may be, next preceding their respective dates of issue, unless any such bond be issued prior to September 1, 1908, in which case it shall bear interest from June 1, 1908, or unless said bond be dated March 1 or September 1, in which case it shall bear interest from date.

Section 6. Only such bonds as shall bear thereon endorsed the Trustee's certificate substantially in the form hereinbefore recited, executed by the Trustee, shall be secured by this indenture or entitled to any lien, right or benefit hereunder; and such certificate of the Trustee upon any such bond executed on behalf of the Railroad Company shall be conclusive evidence that the bond so certified has been duly issued