

From
Cities Service Gas Company
To
Central Union Trust Co., New York
and
Commerce Trust Co., Kansas City

MORTGAGE

State of Kansas, Douglas County, 38
Filed for record July 15, 1927
At 8:00 A. M.

John E. Wellman
Register of Deeds

Rec. No. *11*
Ex. No. *11*

THIS INSTRUMENT, dated as of the first day of May, 1927, by and between CITIES SERVICE GAS COMPANY, a corporation organized and existing under the laws of the State of Delaware (hereinafter called the Company), party of the first part, and CENTRAL UNION TRUST COMPANY OF NEW YORK, a corporation organized and existing under the laws of the State of New York, and COMMERCE TRUST COMPANY, a corporation of the State of Missouri, having its principal place of business in Kansas City, Mo. (hereinafter called respectively the "Central Company" and the "Commerce Company", and together the "Trustees"), parties of the second part:

WITNESSETH:

WHEREAS, the Company is duly authorized by law to borrow money for its lawful corporate purposes and to issue obligations for money so borrowed, and to mortgage and pledge its property for its lawful corporate purposes; and

WHEREAS, the Company has deemed it necessary to borrow money for its corporate purposes and to issue its bonds therefor, and to mortgage and pledge, in the form of this Indenture, its property hereinafter described to secure the payment of said bonds, and to that end has duly authorized and directed the issuance of its bonds as in this Indenture hereinafter provided and the mortgaging and pledging of its property hereinafter described to secure the payment of said bonds; and

WHEREAS, the bonds to be issued hereunder (hereinafter called the Bonds) are to be issued in series, those of each particular series to be substantially identical with one another in tenor, to bear interest at such rate or rates, to mature on such date or dates, and to contain such other specifications and provisions as are hereafter in this Indenture provided or permitted, and the Bonds of each series to be designated by such distinctive name as may, consistently with the provisions hereof, be deemed appropriate by the Board of Directors of the Company; and

WHEREAS, the Bonds of the initial series, to be known as the First Mortgage Pipeline 5 1/2% o/o Gold Bonds, Series of 1927, of the Company (hereinafter called the Bonds of the 1927 Series), the coupons to be annexed thereto, and the certificate of the Central Company to be made and thereon, are to be substantially in the forms following, respectively, with appropriate insertions, omissions and variations as in this Indenture provided, to wit:

(FORM OF COUPON BOND)

No. \$

UNITED STATES OF AMERICA
STATE OF DELAWARE
CITIES SERVICE GAS COMPANY
First Mortgage Pipeline 5 1/2% o/o Gold Bond
Series of 1927.
Due May 1, 1942.

CITIES SERVICE GAS COMPANY, a corporation of the State of Delaware (hereinafter called the Company, which term shall include any successor corporation as defined in the Indenture hereinafter referred to), for value received, hereby promises to pay to the bearer hereof, or, if this Bond be registered, to the registered owner hereof, on May 1, 1942 (unless before that date this Bond shall have been redeemed in accordance with the provisions hereof) at the principal office of Central Union Trust Company of New York, or its successor as trustee, in the Borough of Manhattan, The City and State of New York, Dollars in Gold Coin of the United States of America, of, or equal to, the standard of weight and fineness existing May 1, 1927, and to pay interest thereon from May 1, 1927, until this Bond is paid, at the rate of five and one-half per cent, (5 1/2%) per annum, semi-annually, on the first days of May and November in each year at the office or agency of the Company in the Borough of Manhattan, The City and State of New York, or at the option of the bearer, at the office of Halsey, Stuart & Co., Inc., or its successor, in the City of Chicago, State of Illinois, in like gold coin, but only in accordance with the terms of and on presentation and surrender of the interest coupons hereto attached as they severally mature, without deduction for any taxes, assessments or governmental charges (other than inheritance and succession taxes) which the Company or its agents or the Trustees may be required or permitted to pay thereon or to deduct or retain therefrom under any present or future law of the United States of America or of any state, county, municipality or other taxing authority therein, except such portion of any Federal income tax with respect to income derived from such interest as shall be in excess of two per cent. per annum of such interest. It is provided in said Indenture that the Company will reimburse to the bearer, or if this Bond be registered to the registered owner, hereof, any personal property taxes of the States of Pennsylvania, California and Connecticut, to the extent of four mills per annum in each of said States on each dollar of the taxable value hereof, and any securities tax of the State of Maryland to the extent of four and one-half mills per annum in said State on each dollar of the taxable value hereof, and any income tax of the State of Massachusetts to the extent of 6 o/o per annum on the income derived from the interest paid hereon, which may be paid by such bearer or registered owner who is a resident of such respective State and who is subject to the payment thereof by reason of the ownership hereof or the deriving of income herefrom, if application therefor be made, in the manner and upon the conditions provided in the Indenture hereinafter mentioned, within sixty days after the date of each payment of any such tax, but the Company shall in no event be liable to reimburse such bearer or registered owner for any interest accrued or penalty imposed and paid in addition to the amount of said tax apportionably assessed.

This Bond is one of a duly authorized issue of Bonds of the Company, all issued and to be issued in series, under and equally and ratably secured by a Mortgage and Indenture or Trust, dated as of May 1, 1927 (herein called the Indenture), duly executed and delivered by the Company to Central Union Trust Company of New York and Commerce Trust Company, as Trustees (herein called the Trustees), to which Indenture and all instruments supplemental thereto, reference is hereby made for a description of the property mortgaged and pledged, the nature and extent of the security, the rights of the bearer of registered owner hereof with respect thereto, and the terms, restrictions and conditions upon which the Bonds are issued and secured, to all of the terms and provisions of which said Indenture the bearer or registered owner hereof consents by acceptance hereof. This Bond is one of a series of said Bonds, such series being limited to an aggregate principal amount of \$25,000,000 and known as the First Mortgage Pipeline 5 1/2% o/o Gold Bonds, Series of 1927, of the Company.

This Series of Bonds is subject to redemption, at any time, upon sixty days' prior notice, in the manner provided in the Indenture, in whole, or in part by lot, at the option of the Company, on or before April 30, 1932, at one hundred three per cent. (103%) of the principal amount thereof and accrued interest to the date of redemption; thereafter and on or before April 30, 1937, at one hundred two per cent. (102%) of the principal amount thereof and accrued interest to the date of

See Release per Root & Blythe 5/3/42