

SAUL ROSENWORTH STATIONERY CO. KANSAS CITY MO. 64104

order of the president or a vice-president, or the treasurer or an assistant treasurer, of this Company; be dated as of May 1, 1928; mature May 1, 1938 be payable as to both principal and interest at the principal office of the Trustee under said Indenture, in gold coin of the United States of America of or equal to the standard of weight and fineness existing May 1, 1928; bear interest from May 1, 1928 until the principal thereof shall be fully paid, at the rate of seven per cent. (7%) per annum payable on the first days of May and November of each year, without deduction and with reimbursement for such taxes, be in such forms, and contain such provisions, if any, for registration transfer, denominations, exchange, redemption and/or regarding any other matter or matters, all as shall be set forth in the forms hereinafter authorized, of said Bonds and said Indenture; and

Resolved: that all of said Bonds, substantially in the forms hereinafter authorized, be executed in the name and behalf of this Company and under its corporate seal, by its president or one of its vice-presidents, and by its treasurer or one of its assistant treasurers, present or future for the time being in office, and that the coupons, if any, attached to said Bonds be authenticated by a facsimile signature of the present or any future treasurer of the Company; and,

Resolved: that the president or one of the vice presidents of this Company be and he hereby is authorized and directed, in the name and on behalf of this Company and as and for its corporate act and deed, to enter into and execute an Indenture of First Mortgage, to be dated as of May 1, 1928 with The United Trust Company, as Trustee, substantially in the form hereinafter authorized, mortgaging, transferring and assigning for the benefit and security of said Bonds all of the property therein described, whether the same is owned by the Company at the time of the delivery of said Indenture or is thereafter acquired, and to affix the corporate seal of this Company thereto; that the secretary of this Company be and he hereby is authorized and directed to attest such corporate seal so affixed; and that said officers be and they hereby are, and each of them singly hereby is, authorized and directed to acknowledge, deliver and accept said Indenture in as many counterparts as they or either of them shall deem advisable, and to cause the same to be filed and/or recorded, and refilled and/or re-recorded, as they or either of them shall deem advisable, necessary and effective; and

Resolved: that the United Trust Company of Abilene Kansas, be and it hereby is appointed to act as Trustee under the Indenture of First Mortgage authorized at this meeting to certify and deliver said Bonds issued and to be issued thereunder, to act as Registrar and agent of this Company in connection with the registration, transfer, exchange and payment of said Bonds of Series A, and otherwise to perform the acts and duties and be entitled to the powers, rights, authorities, benefits privileges, immunities and exemptions as shall be set forth in said Indenture; and

Resolved, That the forms of said Bonds, temporary Bonds and Indenture now before this meeting be, and the same are, and each of said forms is, hereby approved, subject to such changes insertions and omissions in each of said forms as may be approved by the president or one of the vice-presidents of this Company; and that the execution of said Bonds, temporary Bonds and Indenture by either of the above mentioned officers of this Company shall be conclusive evidence that each so executed is in or substantially in the form presented to and authorized at this meeting with changes insertions and omissions approved by the president or one of the vice-presidents of this Company; and

Resolved, that the officers of this Company be and they hereby are authorized and directed from time to time, as such officers and/or in the name and on behalf of this Company, and, when they deem it appropriate, under its corporate seal, to execute, acknowledge and deliver any and all such orders, certificates and other instruments and papers, and to do any and all such other acts and things as may be shown by their execution or performance thereof to be in their judgment necessary or proper in connection with the execution and delivery of said Bonds, temporary Bonds and Indenture, and the performance of any obligation of this Company thereunder or under any action taken or authorized at this meeting.

And I further certify that as appears from the records of said Company in my custody as Secretary thereof, L.C. Verckler is the President, Geo P. Taylor is the vice-president, H.W. Bohrer is the Treasurer, O.D. Small is the assistant Treasurer, and I am the Secretary of said Company; that the above and foregoing Indenture of First Mortgage to which this certificate is attached is substantially in the form submitted to and approved at each of said meetings; that the foregoing is a true and correct copy of the resolutions passed at each of said meetings as recorded in the records of said Company so in my custody, and that said resolutions remain in full force and effect, without alteration.

In Witness Whereof, I have hereunto subscribed my name as such secretary and have caused the corporate seal of said Company to be hereunto affixed this 20th day of June, 1928.

Corp Seal

M.C. Beammer
Secretary of The American
Telephone Company

Westmoreland Kansas.
June 22, 1928.

This is to certify that The American Telephone Company of Abilene Kansas has this day paid an amount of \$1,100.00 as a registration fee for the recording of a mortgage in the principal amount of \$400,000.00 and that the within mortgage may be recorded in the other counties in which the Company has property without the payment of any additional taxes.

Dellno Shaw.
Register of Deeds
Pottawatomie County.