

DOUGLAS COUNTY

and interest of all of the Bonds aforesaid at any time outstanding and the performance of the premises, covenants and agreements herein and in said Bonds contained has granted, bargained, sold, aliened, conveyed, assigned, transferred, set over, released, pledged and confirmed and by these presents does grant, bargain, sell, alien, convey, assign, transfer, set over and release, pledge and confirm unto said Commerce Trust Company of Kansas City, Missouri, and Dale W. McMeal of Johnson County, Kansas, Trustees, and to its, his or their successors in the trust hereby created, and assigns forever, the following described railroads, property, rights, franchises and privileges, to-wit:

All of the following described property lying, being and situate in the County of Wyandotte and State of Kansas, to-wit:

All of the lots numbered Eight (8) and Nine (9) in Block Two (2) in Orchard Place, an addition to Bonner Springs, according to the recorded plat of said Orchard Place, as the same appears on record in the office of the Register of Deeds of Wyandotte County, Kansas.

Also a tract of land contiguous thereto described as follows: Commencing at the southwest corner of said Lot numbered Nine (9) in said Orchard Place, running thence northwesterly along the westerly line of said Orchard Place to the northwest corner of said Lot Eight (8), being a point on the south line of Second Street in Orchard Place in Bonner Springs, aforesaid, as originally platted and filed, running thence westerly along the south line of said Second Street produced for a distance of three hundred (300) feet; thence southeasterly to a point on the northerly line of Front Street produced, in said Bonner Springs, said point being one hundred and fifty (150) feet from the point of beginning; thence northeasterly to the point of beginning, being the land upon which is located the car barns in the City of Bonner Springs.

Also the following described tract in said County of Wyandotte, beginning at the intersection of the south line of the right of way of the Kansas City, Kaw Valley & Western Railroad as at present located with the north line of the Kaw Valley Macadam Road in Section Twenty-one (21), Township Eleven (11), Range Twenty-three (23) and running thence westerly seventy-five (75) feet to a point; thence south one hundred and twenty-six and sixty-one hundredths (126.61) feet to a point on the north line of said Kaw Valley Macadam Road as at present located; thence northeasterly to the point of beginning, being the ground upon which is located the Substation on the lands formerly of Joseph Gilliford as now existing and in operation.

All the railroads and rights-of-way of the Kansas City, Kaw Valley & Western Railroad Company located and situated in the Counties of Wyandotte, Leavenworth and Douglas, in the State of Kansas as now located, described as follows:

Commencing at the connection of the railroad of the Kansas City, Kaw Valley & Western Railroad Company with the lines of the Kansas City Public Service Company in City Park in Kansas City, Wyandotte County, Kansas, at or near the western city limits of said Kansas City; thence running in a general westerly and southwesterly direction through the said County of Wyandotte and through the town of Edwardsville on a strip of land parallel, to and adjacent to, Winter Street in said Town of Edwardsville, and thence in a general westerly direction to the city of Bonner Springs; thence through said City of Bonner Springs, and on and along Front Street in said City of Bonner Springs to an intersection with Second Street in said City; thence northerly to the northerly city limits of said Bonner Springs as said road is now constructed and in operation.

All of the railroads and rights of way of the Kansas City, Kaw Valley & Western Railroad Company running from a connection with the present lines in the City of Bonner Springs and in a general westerly and southwesterly direction through the Counties of Wyandotte, Leavenworth and Douglas to the City of North Lawrence, and across the Kansas River and into the City of Lawrence in said Douglas County aforesaid.

Also all railroads of the Kansas City, Kaw Valley & Western Railroad Company and all branches and extensions thereof as the same are now located or may have been acquired by said Trustees of said railroad.

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, now owned by said Railroad Company or acquired, owned or constructed during the term of the proceeding aforesaid in connection with said Railroad by the Trustees aforesaid.

Also all motors, cars, busses, self-propelled or otherwise, and other 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 tools, implements, fuel and materials for constructing, operating, repairing or replacing the said railroads, or any part thereof, or any of its equipment or appurtenances, whether originally owned or acquired or whether acquired by the Trustees during their term of office.

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

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

And also all 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 said railroad, plants, property and premises, and all and every part and parcel thereof, with the appurtenances thereto attached which the company now owns or which it hereafter acquires.

It is the purpose to include in this conveyance all property, real, personal and mixed, of every kind, nature and description, whatsoever and wheresoever situated, now owned or hereafter acquired by the Company, except moneys, bills receivable, accounts receivable, stocks, bonds, securities, supplies and accessories, all of which are expressly reserved and excepted by the Company from the lien of this Mortgage for the sole purpose of permitting the free operation and conduct of the regular business of the Company; provided, however, and it is expressly agreed by the parties hereto, that in the event of the entry and possession of the property herein conveyed, by the Trustee, or its successors in the trust hereby created, or by a Receiver, by virtue of any of the provisions of this Indenture, all of said property hereinbefore excepted by the Company shall thereupon become and be subject to the lien of this mortgage, and shall, on written demand, be immediately surrendered and delivered to the Trustee or to such Receiver.

All of the foregoing property, rights, franchises and privileges mentioned and described herein, constituting, and is hereinafter referred to as, the "Trust Estate" having been conveyed to the Company by deed dated the first day of September, 1941, executed by J. Z. Miller, Jr., and O. Q. Claflin, Trustees of the Property of The Kansas City, Kaw Valley & Western Railroad Company, Debtor, in the proceeding in bankruptcy aforesaid, to which deed reference is hereby made as if fully rewritten herein.

TO HAVE AND TO HOLD the above described railroads, property, rights, franchises and privileges, with the appurtenances thereunto belonging, or in any wise appertaining, unto the said Trustee, its, his or their successors in the trust hereby created, and assigns, forever, for its, his and their own use, BUT IN TRUST NEVERTHELESS, for the equal and 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 favor of any one Bond or coupon over any other Bond or coupon by reason of priority in the time of issue, sale or negotiation 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: