

For release in
Book 97 page 504

EXECUTED IN 260 COUNTERPARTS
OF WHICH THIS IS NO. 141

FIRST MORTGAGE

CHICAGO, ROCK ISLAND AND PACIFIC
RAILROAD COMPANY

THE FIRST NATIONAL BANK OF CHICAGO

REGISTRATION FEE \$45.75

JOSEPH C. WILLIAMS

TRUSTEES

STATE OF KANSAS, Kansas County, ss.
FILED JAN 13 1948 10:10 AM

Official Seal

DATED AS OF JANUARY 11, 1948

NO. 34457

INDEXED

NUMERICAL INDEX

STATE OF KANSAS, Kansas County, ss.
Filed and Entered in Vol. 12
Page 141 of 141

JAN 27 1948

Official Seal

778.13

This Indenture of Mortgage and Deed of Trust, dated as of the first day of January, One Thousand Nine Hundred Forty-eight (hereinafter referred to as the "Mortgage"), between CHICAGO, ROCK ISLAND AND PACIFIC RAILROAD COMPANY, a Delaware corporation (hereinafter referred to as the "Company"), having its principal office in the City of Chicago, State of Illinois, party of the first part, and THE FIRST NATIONAL BANK OF CHICAGO, a national banking association having its office at 38 South Dearborn Street in the City of Chicago, State of Illinois, and JOSEPH C. WILLIAMS, of the City of Kansas City, State of Missouri (hereinafter together referred to as the "Trustees"), parties of the second part,

WITNESSETH:

WHEREAS, the Company is a corporation organized and existing under the laws of the State of Delaware; and

WHEREAS, the Company was organized in order to carry out a certain plan of reorganization certified by order of the Interstate Commerce Commission dated May 1, 1944, in proceedings entitled "Chicago, Rock Island and Pacific Railway Company Reorganization, Finance Docket No. 10028," and confirmed by order of the District Court of the United States for the Northern District of Illinois, Eastern Division, entered May 23, 1947, in proceedings for the reorganization of a railroad under Section 77 of the Bankruptcy Act, entitled "In the Matter of The Chicago, Rock Island and Pacific Railway Company, Debtor, No. 53209" (said plan as so confirmed being hereinafter referred to as the "Plan" and the debtor in said proceedings being hereinafter referred to as the "Debtor"), and said order of confirmation has become final in all respects; and

WHEREAS, pursuant to the Plan and the order of the Court directing consummation of the Plan, the Company now owns