

stockholders and the Board of Directors of the Company; and the Company has requested and does hereby request the Trustee to join with the Company in the execution and delivery of this First Supplemental Indenture; and

Whereas, since the execution of the Original Indenture, the Company has made extensions, developments, additions and improvements to its plants, transmission and distribution lines and systems, and for the better assuring, assigning, conveying and confirming unto the Trustee of all the properties so acquired since the execution of the Original Indenture, the Company desires to execute, acknowledge and deliver further conveyance and mortgage thereto;

Now, Therefore, in consideration of the premises and of the sum of One Dollar (\$1.00) duly paid by the Trustee to the Company and of good and valuable considerations, the receipt whereof is hereby acknowledged, and for the purpose of further securing the due and punctual payment of the principal and interest on all bonds that shall be issued under said Indenture and which shall at any time be outstanding thereunder;

(1) The Company has executed and delivered this First Supplemental Indenture and has granted, bargained, sold, aliened, released, conveyed, assigned, transferred, mortgaged, pledged, set over and confirmed, and by these presents does grant, bargain, sell, alien, release, convey, assign, transfer, mortgage, pledge, set over, and confirm unto The City National Bank and Trust Company of Kansas City, as Trustee, and to its successors in the trust, and to its assigns forever, all and singular the following described properties:

(a) All the following described real estate situate in the State of Kansas, to-wit:

In Osage County:

The West Half of lots 11 and 12 in Block 11 in the Second Ward of Portia, Kansas according to the recorded plat thereof.

(b) All extensions, developments, additions, and improvements to the electric generating plants and transmission lines and systems of the Company, including particularly the telephone central office equipment and appurtenant property constructed in the telephone plants and systems of the Company in the municipalities or communities of Dighton, Hillsboro, Portia, Hill City, Hamlin and Oswego, in the State of Kansas, and all and every extension and betterment to the Company's telephone utility systems, with all rights, privileges, franchises and easements, hereditaments and appurtenances appertaining to the aforesaid properties or any part thereof, acquired or constructed since the execution of the Original Indenture,

EXCEPTING EXCEPTING AND EXCEPTING, HOWEVER, from the Indenture and from the lien and operation thereof all properties of the classes, character and kind excepted from the lien and operation of the Original Indenture by the terms and provisions thereof, to the same extent and in the same manner as therein excluded;

To HAVE AND TO HOLD all said properties, real, personal and mixed, mortgaged, pledged or conveyed by the Company, its assigns, or intended so to be, unto the Trustee and its successors in the trust and their assigns forever, subject, however, to the exceptions, reservations and matters recited in the Indenture, in trust, upon the terms and trusts set forth in the Indenture; and

(2) The Company, for itself and its successors, does hereby enter into the agreements, and does hereby covenant with the Trustee and its successors in said trust, for