REGISTRATION FEE $24705.75
D. 9553.60 No. 23101
[illegible] Feb 1950
Ellum M. Beal
Register of Deeds
SHAWNEE CO., KANS.

EXECUTED IN 253 COUNTERPARTS
OF WHICH THIS IS NO. [illegible]

FIRST MORTGAGE

CHICAGO, ROCK ISLAND AND PACIFIC
RAILROAD COMPANY

TO

THE FIRST NATIONAL BANK OF CHICAGO

AND

JOSEPH C. WILLIAMS
TRUSTEES

DATED AS OF JANUARY 1, 1950

THE TWENTIETH CENTURY PRESS, INC., CHICAGO

NO. 39962
INDEXED
NUMERICAL INDEX

State of Kansas, Douglas County, ss.
Filed and Entered in Vol. 97
Page 360 at 2:10 o'clock P. M.
FEB - 2 1950
Harold A. Beck
Register of Deeds
By ...., Deputy

This Indenture of Mortgage and Deed of Trust, dated as of the first day of January, One Thousand Nine Hundred Fifty (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, in order to provide funds for its lawful corporate purposes, the Company has duly determined to issue its First Mortgage Bonds, not limited in aggregate principal amount except as hereinafter provided, to be secured by the Mortgage on the real and personal property of the Company hereinafter described or referred to as being or to become subject to the lien hereof, such Bonds to be issued in one or more series from time to time, the Bonds of each series to be issued originally either as coupon Bonds with or without the privilege of registration as to principal or as registered Bonds without coupons, or both, and all such Bonds to be authenticated by the certificate of the Corporate Trustee, all as hereinafter provided; and

Whereas, the Bonds of Series A, the interest coupons to be attached to the coupon Bonds of Series A, and the Corporate Trustee's certificate of authentication to be endorsed on the Bonds of all series, are to be substantially in the following forms, respectively: