

2

which Six Million, three hundred seventy thousand dollars (\$6,370,000) are presently outstanding; and

Witness, the Company heretofore executed and delivered its Fifth Supplemental Indenture dated December 1, 1934 (the Indenture hereinafter referred to as the "Fifth Indenture") and its Sixth Supplemental Indenture dated December 1, 1934 (the "Sixth Indenture") for the issuance thereunder of the Company's First Mortgage Bonds, 2 3/4 % Series Due 1954, in the aggregate principal amount of Thirty-two Million five hundred thousand dollars (\$32,500,000), of which Twenty-one Million five hundred and seventy-five thousand dollars (\$21,575,000) are presently outstanding; and

Witness, the Company is entitled at this time to have authenticated copies of the same made and to have the same recorded and of property additions not subject to an unpaid prior lien, upon compliance with the provisions of Article III of the Original Indenture, as amended; and

Witness, the Company desires by this Seventh Supplemental Indenture to provide for the creation of a new series of bonds under the Original Indenture to be designated "First Mortgage Bonds, 2 3/4 % Series Due 1954" (hereinafter referred to as the "Seventh Series"); and to provide for the issuance of such bonds in such amounts and on such terms as determined by the Board of Directors of the Company of the Bonds of any particular series may be expressed in and provided by the execution of an appropriate supplemental indenture; and

Witness, the Company in the exercise of the powers and authority conferred upon and reserved to it under the provisions of the Original Indenture and Indentures supplemental thereto, and pursuant to appropriate resolutions of its Board of Directors, hereby resolves and authorizes its duly authorized officers and agents to execute and deliver the Supplemental Indenture in the form herof for the purposes herein provided; and

Witness, all conditions and requirements necessary to make this Seventh Supplemental Indenture a valid, binding and legal instrument have been done, performed and fulfilled, and the execution and delivery hereof have been in all respects duly authorized;

3

Now, therefore, THIS FUGITIVE WITNESSETH:

That, in consideration of the premises and of the mutual covenants hereinafter made between the Company and the bondholders thereof, and of other valuable considerations, the receipt whereof is hereby acknowledged, and in order further to secure the payment of the bonds hereinafter to be issued, the Company hereby agrees to execute and deliver supplemental thereto (hereinafter sometimes collectively called "the Indenture") according to their tenor, purport and effect, and to declare certain terms and conditions upon and subject to which the bonds hereinafter to be issued shall be made, and to execute and deliver this Supplemental Indenture and by these presents grants, warrants, sells, warrants, alien, releases, conveys, assigns, transfers, mortgages, pledges, sets over and ratifies and confirms unto Harris, the bondholders of the Original Indenture, and to the successors in trust under the Indenture, forever, all and singular the premises in trust for the bondholders of the Original Indenture and the successors in trust thereof (in addition to all other properties heretofore specifically subjected to the lien of the Indenture and not heretofore released from the lien thereof), that is to say:

FIRST.

All and singular the rents, real estate, chattels, real, personal, securities, and leaseholds and other interests in real estate of the Company heretofore enumerated, or which, subject to the provisions of the Original Indenture, the Company may hereafter acquire, including the right to acquire, together with all improvements of any type located thereon:

PARCELS OF REAL ESTATE.

The following described parcels of real estate, all of which are located in the State of Kansas in the respective counties hereinafter specified:

DENISON COUNTY

1. *Adeline Park, N. of Lawrence, Mo., Lots eleven, twelve, thirteen, fourteen, fifteen and sixteen (11, 12, 13, 14, 15 and 16) in Block five (5) of J. M. Fisher's Addition to Adeline.*