

STATE OF NEW YORK, )  
 )  
County of New York. )

20 1980  
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THIS INDENTURE, made this 25th day of March, 1980, by  
and between

THE CHASE MANHATTAN BANK (National Association), a national banking  
association, created and existing under and by virtue of the laws of the  
UNITED STATES OF AMERICA, herein acting as Trustee under First and General  
Mortgage of Southern Railway Company, The Atlanta and Charlotte Air Line  
Railway Company, Georgia Southern and Florida Railway Company and Southern  
Railway-Carolina Division to The Chase Manhattan Bank, Trustee, dated June 1,  
1963 (recorded among other places in the Office of the Register of Mesne  
Conveyances for Greenville County, South Carolina, on July 25,  
1963, in Real Estate Mortgage Book 152, Page 24): - - - - -

hereinafter for convenience styled TRUSTEE, party of the first part; and  
SOUTHERN RAILWAY COMPANY, a corporation organized and existing under  
and by virtue of the laws of the State of Virginia, hereinafter for convenience  
styled RAILWAY COMPANY, party of the second part;

W I T N E S S E T H: That

WHEREAS, on or about the 1st day of June, 1963, Southern Railway  
Company, together with The Atlanta and Charlotte Air Line Railway Company,  
Georgia Southern and Florida Railway Company and Southern Railway-Carolina  
Division did make, execute and deliver to The Chase Manhattan Bank, as  
Trustee, a mortgage or deed of trust known as FIRST AND GENERAL MORTGAGE,  
bearing date on that day, whereby certain lines of railway and other property  
then owned and thereafter to be acquired, including the property hereinafter  
specifically described, were conveyed to said Trustee, in trust, to secure the  
payment of the principal and interest of and upon bonds issued and to be issued  
under said mortgage; and

WHEREAS, The Chase Manhattan Bank was converted into a national  
banking association under the name The Chase Manhattan Bank (National  
Association), effective September 23, 1965, which conversion was without ef-  
fect on the continuity of the business, including the business of acting as  
corporate trustee, and the corporate existence of The Chase Manhattan Bank;  
and

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