S

S

O-

as to the properties so acquired and actually subject to such respective prior liens at said dates of acquisition and as to any properties thereafter acquired or constructed by the Company as accessions, additions, replacements and betterments to such after-acquired properties and required by the terms of such prior liens to be made subject thereto.

This supplemental indenture may be executed in several counterparts, each of which shall be an original, and all collectively but one instrument.

IN WITNESS WHEREOF, Duke Power Company, the party of the first part hereto, has caused this supplemental indenture to be signed in its name by one of its Senior Vice Presidents and its corporate seal to be hereunto affixed, and the same to be attested by one of its Assistant Secretaries, and Morgan Guaranty Trust Company of New York, the party of the second part hereto, in token of its acceptance of the trust hereby created, has caused this supplemental indenture to be signed in its name by one of its Vice Presidents and its corporate seal to be hereunto affixed, and the same to be attested by one of its Assistant Secretaries, all as of the day and year first above written.

DUKE POWER COMPANY

W. H. Grige Senior Vice President

ATTEST:

Dorothea B. Stroupe

Assistant Secretary

MORGAN GUARANTY TRUST COMPANY

OF NEW YORK

By by Mr. 2-Conchi W. J. McGoldrick

Vice President

ATTEST:

Thomas R. Bowen **Assistant Secretary**