

WHEREAS, in case any series of Bonds issued hereunder shall be redeemable before maturity either for the purpose of a sinking fund or at the option of the Company, a brief statement or statements of such reserved right of redemption is to be inserted in such Bonds, and in case any series of Bonds issued hereunder shall be convertible, a brief statement of the conversion provisions is to be inserted in such Bonds; and, in the foregoing respects or otherwise, the form of Bonds and of the coupons hereinbefore recited shall be changed so as appropriately to express the several provisions applicable to the Bonds in each series; and

WHEREAS, all other acts and things prescribed by law have been duly performed and complied with, and the Company has executed this Indenture and proposes to issue the Bonds hereby secured in the exercise of legal right, power and authority in it vested:

NOW, THEREFORE, THIS INDENTURE WITNESSETH:

That for and in consideration of the premises and of the acceptance and purchase of the Bonds by the holders thereof and of the sum of Ten Dollars (\$10) lawful money of the United States of America to the Company duly paid by the Trustees at the time of the delivery of this Indenture, the receipt whereof is hereby acknowledged, and in order to secure the payment of the principal of, premium, if any, and interest on all Bonds issued and to be issued under this Indenture according to their tenor and effect, and to secure the performance of all the covenants and conditions herein contained, and in order to charge with such payment and with such performance the railroads, railroad property and appurtenances, leaseholds, rights, privileges, franchises, bonds, profits, income and other properties as and to the extent hereinafter described, the Company has executed and delivered this Indenture and has granted, bargained, sold, aliened, remised, released, conveyed, confirmed, mortgaged, pledged, assigned, transferred and set over, and by these presents does grant, bargain, sell, alien, remise, release, convey, confirm, mortgage, pledge, assign, transfer and set over unto the