SOUTHERN PUBLIC UTILITIES COMPANY

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THE FARMERS' LOAN AND TRUST COMPANY

Trustee.

Supplemental Mortgage

Dated as of June 25, 1929.

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Supplemental to First and Refunding Mortgage dated as of July 1, 1913.

THIS SUPPLEMENTAL INDENTURE OF MORTGAGE (hereinafter sometimes called "Supplemental Mortgage") Made and Entered into as of the 25th day of June, A. D. 1929, by and between Southern Public Utilities Company, a corporation duly organized and existing under and by virtue of the laws of the State of Maine, duly authorized to do business in each of the States of North Carolina and South Carolina (hereinafter sometimes called "the Company"), party of the first part, and The Farmers' Loan and Trust Company, a corporation duly organized and existing under and by virtue of the laws of the State of New York (hereinafter sometimes called "the Trustee"), party of the second part, witnesseth:

Whereas, the Company did heretofore make, execute and deliver to the Trustee, a First and Refunding Mortgage, dated as of the first day of July, 1913, to secure a bonded indebtedness contemplated by the Company, consisting of a series of its First and Refunding Mortgage Five Per Cent. Thirty-Year Gold Bonds, limited to the aggregate amount of not exceeding Thirty Million (\$30,000,000.) Dollars at any one time outstanding; and,

Whereas, said mortgage was duly recorded in the office of the Register of Deeds for Catawba County, North Carolina, in Book 103 at page 243, and in the office of the Register of Deeds for Davidson County, North Carolina, in Book 57 at page 13, and in the office of the Register of Deeds for Davie County, North Carolina, in Book 14 at page 146, and in the office of the Register of Deeds for Forsyth County, North Carolina, in Book 84 at page 98, and in the office of the Register of Deeds for Gaston County, North Carolina, in Book 102 at page 226, and in the office of the Register of Deeds for Mecklenburg County, North Carolina, in Book 312 at page 411, and in the office of the Register of Deeds for Rowan County, North Carolina, in Book 42 at page 1, and in the office of the Register of Mesne Conveyances for Anderson County, South Carolina, in Book 106 at page 192, and

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in the office of the Register of Mesne Conveyances and Clerk of the Court of Common Pleas for Chester County, South Carolina, in Book 135 at page 9, and in the office of the Register of Mesne Conveyances for Greenville County, South Carolina, in Book 4 at page 438; and,

Whereas, by the terms of said mortgage aforesaid, it became the duty of the Company to maintain the lien of said mortgage dated as of July 1, 1913, upon all property thereafter acquired by the Company that constituted enlargements and extensions of and additions to the property described in said mortgage as aforesaid; and,

WHEREAS, by a supplemental mortgage dated October 2nd, 1914, the Company conveyed certain additional property unto the Trustee, which mortgage is recorded in the office of the Register of Deeds for Mecklenburg County, North Carolina, in Book 325, at page 648, and in the office of the Register of Mesne Conveyances for Anderson County, South Carolina, and in the office of the Register of Mesne Conveyances in and for Greenville County, South Carolina; and,

Whereas, by a supplemental mortgage dated December 29, 1916, the Company conveyed certain additional property unto the Trustee, which mortgage is recorded in the office of the Register of Mesne Conveyances for Greenville County, South Carolina, in Book 28 at page 115, and in the office of the Register of Mesne Conveyances and Clerk of the Court of Common Pleas for Pickens County, South Carolina, in Book HH, at page 122; and,

Whereas, by a supplemental mortgage dated June 28, 1920, the Company conveyed certain additional property unto the Trustee, which mortgage is recorded in the office of the Register of Deeds for Mecklenburg County, North Carolina, in Book 430 at page 257, and in the office of the Register of Deeds for Rockingham County, North Carolina, in Book 198 at page 519; and,

Whereas, by a supplemental mortgage dated November 30, 1923, the Company conveyed certain additional property unto the Trustee,