

MORTGAGE OF REAL ESTATE

consideration of the premises and of One Dollar (\$1) to it duly paid by the Trustee at or before the enrolling and delivery of these presents, the receipt whereof is hereby acknowledged, and in order to secure the payment of both the principal of and interest and premium, if any, on the bonds from time to time issued hereunder, according to their tenor and effect and the performance of all the provisions hereof (including any instruments supplemental hereto and any modification made as in this Indenture provided) and of said bonds, hath granted, bargained, sold, released, conveyed assigned, transferred, mortgaged, pledged, set over and confirmed, and by these presents doth grant, bargain, sell, release, convey, assign, transfer, mortgage, pledge, set over and confirm (subject, however, to Excepted, Encumbrances as defined in Section 6 hereof) unto Irving Trust Company and Frederick G. Herbst, as Trustees, and to their successor or successors in said trust, and to said Trustees and their successors and assigns forever, all the following described properties of the Company:

All electric generating plants, stations, transmission lines, and electric distribution systems including permanent improvements, extensions or additions to or about such electrical plant, stations, transmission lines and distribution systems of the Company; all dams, power houses, power sites, buildings, generators, reservoirs, pipe lines, flumes, structures and works; all substations, transformers, switchboards, towers, poles, wires, insulators, and other appliances and equipment, and the Company's rights or interests in the land upon which the same are situated, and all other property, real or personal, forming a part of or appertaining to, or used, occupied or enjoyed in connection with the said generating plants, stations, transmission lines, and distribution systems; together with all rights of way, easement, permits privileges, franchises and rights for or related to the construction, maintenance, or operation thereof, through, over, under or upon any public streets or highways, or the public lands of the United States, or of any State of other lands; and all water appropriations and water rights, permits and privileges; including but not limited to, the following described property:

FIRST

A-THE TILLERY HYDRO ELECTRIC GENERATING STATION situated on Yadkin-Pee Dee River in Montgomery, Anson, Richmond and Stanly Counties, North Carolina, including the dam, reservoir, races, diversions, power houses, buildings, structures, machinery, equipment, appliances, supplies, franchises, licenses, permits and consents with respect thereto, and all of Company's lands, water rights, flowage or flooding rights, rights-of-way and easements; including, but not limited to, all such property acquired for or in connection with said generating station by and under the following deeds and condemnation proceedings, which are hereby referred to for more particular descriptions of said lands and rights to wit:

(1) Deed dated August 8, 1923 from Carolina Power Company to Carolina Power & Light Company which deed is recorded in the office of Register of Deeds of Montgomery County, North Carolina, in Book 74, page 141, and in Stanly County, North Carolina, in Book 69, page 177.

(2) Deed dated October 23, 1925 from Wm. H. Parker, Jr. to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina, in Book 77, page 44.

(3) Deed dated October 26, 1925 from Hattie F. Beachum, et al. to Carolina Power Company which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina, in Book 77, page 134.

(4) Deed dated October 26, 1925 from Thomas H. Parker to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina, in Book 77, page 46.

(5) Deed dated October 29, 1925 from E. J. Lanier to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina, in Book 77, page 42.

(6) Deed dated November 12, 1925 from J. H. Boysworth and wife, Dora E. Boysworth, to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina, in Book 77, page 80.

(7) Deed dated November 18, 1925 from T. P. Kirk and wife, M. J. Kirk, to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina, in Book 77, page 78.

(8) Deed dated November 24, 1925 from T. P. Kirk and wife, M. J. Kirk to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina, in Book 77, page 111.

(9) Deed dated December 10, 1925, from Mrs. John Morgan et al to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina in Book 77, page 168.

(10) Deed dated December 11, 1925 from J. H. Boysworth and wife, Dora E. Boysworth, to Carolina Power Company, which deed is recorded in the office of Register of Deeds of Stanly County, North Carolina in Book 77, page 125.