

Know All Men By These Presents: That

WHEREAS, on or about the 28th day of June, 1902, Southern Railway-Carolina Division, a corporation of the State of South Carolina, did make, execute and deliver to New York Security and Trust Company (now named Chemical Bank New York Trust Company), as Trustee, a mortgage or deed of trust known as its GENERAL MORTGAGE, bearing that date whereby it did convey to said Trustee its lines of railroad and other properties therein described, in trust, to secure the payment of the principal and interest of and upon bonds issued and to be issued thereunder; and

WHEREAS, thereafter Southern Railway-Carolina Division did make, execute and deliver to said Trustee a First Supplement to said Mortgage dated December 31, 1902; whereby certain additional property was subjected to the lien of said Mortgage; and

WHEREAS, thereafter Southern Railway-Carolina Division did make, execute and deliver to said Trustee a Second Supplement to said Mortgage dated January 15, 1903, whereby certain properties were excepted from the lien of said Mortgage; and

WHEREAS, the principal amount of the bonds authorized to be issued under and secured by said General Mortgage was \$18,000,000, of which authorized amount bonds in the principal amount of \$5,000,000 were issued and are now outstanding; and

WHEREAS, Southern Railway-Carolina Division has cancelled and/or has paid or caused to be paid the principal of and interest on all of the bonds issued under and secured by said Mortgage, and has done or caused to be done everything necessary to secure and have executed by said