

**TWENTIETH SUPPLEMENTAL INDENTURE**, dated as of the 15th day of June, 1964, made and entered into by and between **DUKE POWER COMPANY** (formerly Duke Power Company of North Carolina), a corporation of the State of North Carolina, whose post office address is 422 South Church Street, Charlotte, North Carolina (hereinafter sometimes called "Duke-North Carolina"), party of the first part, and **MORGAN GUARANTY TRUST COMPANY OF NEW YORK** (formerly Guaranty Trust Company of New York), whose post office address is 23 Wall Street, New York, New York (hereinafter sometimes called the "Trustee"), party of the second part, as Trustee under the First and Refunding Mortgage dated December 1, 1927 (hereinafter called the "Mortgage" and, together with any indentures supplemental thereto, hereinafter sometimes called the "Indenture"), which Mortgage was executed and delivered by Duke Power Company, a New Jersey corporation (hereinafter sometimes called "Duke-New Jersey"), to Guaranty Trust Company of New York, Trustee, to secure the First and Refunding Mortgage Bonds of Duke-New Jersey, to be issued from time to time in series as provided in said Mortgage, reference to which said Mortgage is hereby made, this instrument (hereinafter sometimes called "Twentieth Supplemental Indenture") being supplemental thereto:

WHEREAS, the Mortgage was or is to be recorded in the official records of various counties in the States of North Carolina and South Carolina, which counties include or will include all counties in which this Twentieth Supplemental Indenture is to be recorded; and

WHEREAS, pursuant to the terms of the Mortgage, Duke-New Jersey has previously duly executed and delivered to the Trustee the following Supplemental Indentures, reference to which is hereby made, supplementing and modifying said Mortgage:

- Supplemental Indenture dated March 12, 1930
- Supplemental Indenture dated as of July 1, 1935
- Supplemental Indenture dated as of December 1, 1935
- Supplemental Indenture dated September 1, 1936
- Supplemental Indenture dated January 1, 1941
- Supplemental Indenture dated April 1, 1944
- Supplemental Indenture dated as of September 1, 1947
- Supplemental Indenture dated September 8, 1947