

Whereas, the Railway Company has, under date of May 15, 1907, entered into a contract with American Car & Foundry Company for the purchase of two thousand box cars, nine hundred gondola cars and one hundred side dump cars, and desires to pay therefor by the use of its bonds secured by the General Mortgage, or the proceeds thereof, and, pursuant to the provisions of Section 3 of Article One of the General Mortgage, to procure the authentication and delivery of the bonds secured by the General Mortgage, in face amount equal to the cost of said box cars, gondola cars and side dump cars; and

Whereas, the Railway Company has, under date of March 11, 1907, entered into a contract with American Locomotive Company for the purchase of fifteen mogul freight locomotives; and desires to pay therefor by the use of its bonds secured by the General Mortgage, or the proceeds thereof, and, pursuant to the provisions of Section 3 of Article One of the General Mortgage, to procure the authentication and delivery of the bonds secured by the General Mortgage, in face amount equal to the cost of said locomotives; and

Whereas, the Railway Company has acquired the said cars and locomotives and all thereof through its contracts with American Car & Foundry Company and with American Locomotive Company, heretofore recited, for use upon and in connection with and for the purposes of the lines of railway in said General Mortgage described; and

Whereas, the Railway Company is obligated by the General Mortgage to execute and deliver such conveyances or instruments of further assurance to the Trustees as may be necessary for the purpose of effectually subjecting to the lien and operation of the General Mortgage as a first lien said box cars, gondola cars, side dump cars and locomotives; and desires to effectively subject said cars and locomotives to the lien of the General Mortgage; and

Whereas, the Trustees have demanded the execution and delivery of this indenture as a condition precedent to the authentication and delivery of bonds secured by the General Mortgage of the Railway Company in face amount equal to the cost of said cars and locomotives, and in pursuance of the provisions of Section 3 of Article One of the General Mortgage;