

And the EMPIRE GAS AND PIPELINE COMPANY, a Maine corporation, one of the parties hereto of the second part, in consideration of the premises and to secure the payment of the principal and interest of said bonds to be issued as herein provided, and the performance by the parties of the first and second parts of the covenants and agreements contained in said bonds and in this Indenture, does hereby grant, bargain, sell, convey, assign, mortgage, pledge, transfer, set over and confirm unto THE EQUITABLE TRUST COMPANY OF NEW YORK, the party hereto of the third part, as Trustee, and to its successors and assigns forever, in trust, as herein provided, ALL AND singular the real and personal property of said Empire Gas and Pipeline Company now owned or hereafter acquired, including the following pipelines, together with the easements for constructing, maintaining, replacing and operating the same in the counties of Cowley and Sumner in the State of Kansas and in the County of Kay in the State of Oklahoma, and described as follows: A 16 inch main pipeline beginning at the 16 inch to 12 inch swedge at the point of connection of said 16 inch main pipe line to the 12 inch intake pipes of the Cambridge Compressor Station of the Empire Natural Gas Company in the NW $\frac{1}{4}$ Sec. 10, T. 31, S. R. 7 E. in Cowley County, Kansas, and running thence in a Southwesterly direction through Secs. 10, 9, 16, 17, 20, 19 and 30, T. 31, S. R. 7 E. Secs. 25, 36 and 35, T. 31, S. R. 6 E., Secs. 2, 3, 10, 9, 8, 17, 18 and 19, T. 32, S. R. 6 E., Secs. 24, 25, 26, 35 and 34, T. 32, S. R. 5 E., Secs. 3, 4, 9, 8, 17, 18 and 19, T. 33, S. R. 5 E., Secs. 24, 25, 26, 35, 34 and 33, T. 33, S. R. 4 E., Secs. 4, 5, 8, 7, and 18, T. 34, S. R. 4 E., Secs. 13, 24, 23, 26, 27, 34 and 33, T. 34, S. R. 3 E., Secs. 4, 5, 8 and 7, T. 35, S. R. 3 E. to a point on the line dividing Cowley and Sumner Counties, having a total length of 193,253 feet, of which 191,972 feet is 16 inch pipe and 1311 feet is double 10 inch pipe Arkansas River Crossing; thence from said point in a Southwesterly direction through Secs. 12, 13 and 14, T. 35, S. R. 2 E. to a point on the line dividing the States of Kansas and Oklahoma, a distance of 8,102 feet; thence a 16 inch pipeline from said point which is on the north line of the NW $\frac{1}{4}$ of Sec. 14, T. 29, N. R. 1 E. State of Oklahoma, in a Southwesterly direction through Secs. 14, 15, 22, 21, 28 and 29, T. 29, N. R. 1 E. to a point of connection with the field gatherin system, which point lies 55 feet North and 73 feet East of the Southwest corner of said Section 29, Kay County, Oklahoma;

And the EMPIRE GASOLINE COMPANY, a Delaware corporation, one of the parties hereto of the second part, in consideration of the premises, and to secure the payment of the principal and interest of said bonds to be issued as herein provided, and the performance by the parties of the first and second parts of the covenants and agreements contained in said bonds and in this Indenture does hereby grant, bargain, sell and convey assign, mortgage, pledge, transfer, set over and confirm unto THE EQUITABLE TRUST COMPANY OF NEW YORK, the party hereto of the third part, as Trustee, and to its successors and assigns forever, IN TRUST, as herein provided, ALL and singular the real and personal property of said Empire Gasoline Company now owned or hereafter acquired, including all leases, patents, processes, machinery, engines, buildings, appliances, appurtenances, tools, and other personal property used in the conduct of its business, and particularly in its refining plant at Independence, Montgomery County, Kansas, and also including the following real estate, together with all the buildings and improvements thereon:

(1) A parcel of land located in Bartlesville, Washington County, Oklahoma, described as follows: Beginning at the Southwest corner of the NW $\frac{1}{4}$ of Sec. 17, T. 29, N. R. 13 E. and running East 874 feet, thence North 66 degrees 5 minutes West 956 feet, thence South 579 feet to the point of beginning, containing 3.8 acres of land more or less.