

permits and ordinances of said Muskogee Gas and Electric Company howsoever conferred or acquired and whether now owned or hereafter acquired with respect to the construction, maintenance, repair and operation of said gas generating and gas storage plants and said gas distributing systems and each of them, and any additions thereto and extensions thereof **COMPARED**

All of the contracts, leases, claims, accounts, demands, choses in action, shares of stock, bonds, notes, books of account, contract rights and other obligations of all kinds now or hereafter belonging to said Muskogee Gas and Electric Company, and all other property, rights, privileges, franchises, licenses, easements and permits of any and every kind and description, real, personal and mixed of said Muskogee Gas and Electric Company, and whether now owned or hereafter acquired, wheresoever the same may be situated and not hereinbefore specified or referred to, with the tenements, hereditaments and appurtenances thereunto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof.

All of the property, real, personal and mixed, which said Muskogee Gas and Electric Company may hereafter acquire or to which it may hereafter become entitled, whether acquired pursuant to its present charter powers or pursuant to such powers as they may be enlarged, or hereafter exist, including (without in anywise limiting or impairing by the enumeration of the same, the scope and intent of the foregoing or any general description contained in this Indenture) shares of stock, bonds, notes and other evidences of indebtedness, rights, privileges, ordinances, concessions, easements, licenses, permits, liberties, immunities and franchises, it being intended that all property, real, personal and mixed of any and every kind and character which said Muskogee Gas and Electric Company now owns and all property which it may hereafter acquire shall be subject to the lien of this Indenture with like effect as though now owned by said Muskogee Gas and Electric Company, and as though expressly described herein and conveyed hereby by specific and apt description.

The lien of this Indenture upon all of the property of said Muskogee Gas and Electric Company hereinbefore mortgaged and pledged, is subject and subordinate, in so far as the same may by their terms attach thereto, to the respective liens of the following mortgages or deeds of trust, to-wit:

(1) Trust Indenture, dated as of February 1, 1921, from said Oklahoma Gas and Electric Company and said Muskogee Gas and Electric Company to Central Union Trust Company of New York, Trustee, securing an authorized issue of Thirty Million Dollars (\$30,000,000) principal amount of First and Refunding Mortgage Gold Bonds of the Oklahoma Company; and

(2) Trust Indenture, dated as of February 1, 1921, from said Oklahoma Gas and Electric Company and said Muskogee Gas and Electric Company to The New York Trust Company, Trustee, securing an authorized issue of Eleven Million Two Hundred Fifty Thousand Dollars (\$11,250,000) principal amount of General Mortgage Bonds, due February 1, 1931, of the Oklahoma Company.

THIS INDENTURE FURTHER WITNESSETH: That the Southern Oklahoma Power Company, in consideration of the premises and of the covenants herein to be kept and performed by the Oklahoma Gas and Electric Company and the extension to it by the Oklahoma Gas and Electric Company of the credit of said Oklahoma Gas and Electric Company, as aforesaid, and of One Dollar (\$1) to it duly paid by the Trustees at or before the ensealing and delivery of these presents, the receipt whereof is hereby acknowledged, and of other good and valuable considerations, and in order to secure the payment both of the principal and interest of the notes aforesaid according to their tenor and effect, and the performance of and compliance with the covenants and conditions in this Indenture contained on its part and on the part of the Oklahoma Company to be kept and performed, has granted, bargained, sold, warranted, released, conveyed, assigned, transferred, pledged, set over and confirmed, and by these presents does