

SECOND SUPPLEMENTAL INDENTURE, dated as of July 1, 1956, by and between PACIFIC NORTHWEST PIPELINE CORPORATION, a corporation organized and existing under the laws of the State of Delaware, having its executive office at M & M Building, Houston, Harris County, Texas (hereinafter called the "*Company*"), party of the first part, and J. P. MORGAN & Co. INCORPORATED, a corporation duly organized and existing under the laws of the State of New York, having its principal office at No. 23 Wall Street, New York, New York (hereinafter called the "*Trustee*"), and ROBERT P. HOWE, residing at No. 2 Beekman Place, New York, New York (hereinafter called the "*Individual Trustee*"), as Trustees under the Mortgage and Deed of Trust referred to below, parties of the second part;

WHEREAS, in order to secure First Mortgage Pipe Line Bonds of the Company, issuable in series, the Company has heretofore made, executed and delivered to the Trustees its certain Mortgage and Deed of Trust dated as of October 1, 1955 (hereinafter sometimes called the "*Original Indenture*"); and

WHEREAS, a First Supplemental Indenture dated as of March 1, 1956 (herein called the "*First Supplemental Indenture*") supplementing and amending the Original Indenture has heretofore been executed and delivered between the Company and said Trustees (the Original Indenture, as so supplemented and amended by the First Supplemental Indenture, being herein sometimes called the "*Indenture*"); and

WHEREAS, there have heretofore been issued under the Indenture and are outstanding at the date of execution hereof \$93,200,000 principal amount of First Mortgage Pipe Line Bonds, 4 $\frac{1}{4}$ % Series due October 1, 1975 (herein called "*Bonds of the 1975 Series*"); and

WHEREAS, there have been authorized under the Indenture \$35,000,000 principal amount of First Mortgage Pipe Line Bonds, 4 $\frac{3}{8}$ % Series due October 1, 1977 (herein called "*Bonds of the 1977 Series*"), and \$20,000,000 principal amount thereof have heretofore been issued and are outstanding at the date of execution hereof; and