

**THIRTY-FIRST SUPPLEMENTAL INDENTURE**, dated December 31, 1959, by and between EL PASO NATURAL GAS COMPANY, a corporation duly organized and existing under the laws of the State of Delaware (hereinafter sometimes called the Company), party of the first part, and MANUFACTURERS TRUST COMPANY, a trust company duly organized and existing under the laws of the State of New York, as Corporate Trustee under the Mortgage hereinafter mentioned, and A. F. KEUTHEN as successor Individual Trustee under said Mortgage (said Manufacturers Trust Company as Trustee as aforesaid being hereinafter sometimes called the Corporate Trustee, said A. F. Keuthen being hereinafter sometimes called the Individual Trustee, and said Corporate Trustee and said Individual Trustee, the address of each of whom is 55 Broad Street, New York, New York, being hereinafter sometimes together called the Trustees), parties of the second part:

WITNESSETH THAT:

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 (or to Manufacturers Trust Company, as Corporate Trustee, and to Frederick E. Lober, the predecessor of A. F. Keuthen as Individual Trustee) its certain Indenture of Mortgage dated as of June 1, 1946 (hereinafter sometimes called the Original Mortgage) and thirty indentures supplemental thereto, including a Thirtieth Supplemental Indenture dated December 31, 1959 which, among other things, restates the terms and provisions of the Original Mortgage as modified by previous supplemental indentures, so that said restatement, together with the property descriptions contained in the Original Mortgage and previous supplemental indentures, now evidences the Original Mortgage as heretofore supplemented and modified (hereinafter sometimes called the Mortgage); and

WHEREAS, there have heretofore been issued under the Original Mortgage as from time to time supplemented and modified, and there are outstanding on the effective date hereof, First Mortgage Pipe Line Bonds of thirteen several series in the following respective principal amounts: