

WHEREAS, all conditions and requirements necessary to authorize the execution, acknowledgment and delivery of this Thirty-second Supplemental Indenture and to make the Mortgage, as supplemented by this Thirty-second Supplemental Indenture, a valid and binding agreement and indenture of mortgage for the security of bonds of the Company issued and to be issued thereunder have been complied with and/or have been done and performed;

Now, THEREFORE, in order further to secure equally and ratably the payment of the principal of and premium (if any) and interest on the bonds issued under the Mortgage, as supplemented and modified from time to time, and secured thereby and hereby at any time outstanding, according to their tenor and effect, and the performance of all of the covenants and conditions therein and herein and in said bonds contained, and for the purpose of confirming and perfecting the lien of the Mortgage on the properties of the Company hereinafter described, said El Paso Natural Gas Company, for and in consideration of the premises and the acceptance of said bonds by the holders thereof and of the sum of One Dollar (\$1) and other valuable considerations to it duly paid by the Trustees at or before the execution and delivery of these presents, the receipt whereof is hereby acknowledged, has executed and delivered these presents, and has granted, bargained, sold, conveyed, transferred, pledged, assigned, remised, released, mortgaged, set over and confirmed, and by these presents does grant, bargain, sell, convey, transfer, pledge, assign, remise, release, mortgage, set over and confirm, unto said Manufacturers Trust Company and said A. F. Keuthen, as Trustees, and their successors in the trusts created by the Mortgage, as supplemented hereby, and their assigns, for the uses and purposes created by the Mortgage, the properties hereinafter described, to wit:

DIVISION A.

Mortgaged Properties

All of the tracts or parcels of land and rights and interests therein, all main pipe lines, branch pipe lines, gathering pipe lines, pipe line suspension bridges, compressor stations, pumping stations, gas treat-