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and indenture of mortgage for the security of the bonds of the Company issued and to be issued thereunder have been complied with and/or have been done and performed;

Now, THEREFORE, in consideration of the premises and of the sum of One Dollar ($1) lawful money of the United States of America by each of the parties hereto to each of the others in hand paid and other valuable considerations duly paid by the Company to the Trustees at or before the execution and delivery of these presents, the receipt of which consideration is hereby severally acknowledged, the Company, for itself and its successors and assigns, does hereby agree with the Trustees and their successors in said trusts, for the benefit of those who hold or shall hold said bonds or any of them, as follows:

ARTICLE ONE.

Modifications of the Mortgage.

SECTION 1. The Granting Clauses of the Mortgage are hereby modified by changing clause (c) appearing under the heading "Excepted Property" in said Granting Clauses to read as follows:

"(c) all oil, by-product and petro-chemical properties, as defined in Section 1.13C hereof, and all metallic and mineral properties, as defined in Section 1.13C hereof;".

SECTION 2. Section 1.13C of the Mortgage is hereby modified by adding at the end of said Section two new paragraphs reading as follows:

"The term 'metallic and mineral properties' shall mean (i) all metals, minerals, and metallic or mineral ores, rocks, rare earths, substances or deposits of any kind or character (other than oil or gas) and rights or interests therein; (ii) all mines, plants and other property held or used in exploring for, producing, manufacturing, processing, treating, refining, storing, transporting, handling, marketing or distributing any such substances; (iii) all machinery, fixtures, equipment, tools, personal property and accessories held or used in connection with any of the foregoing; and (iv) all lands or interests therein and all leases, operating agreements, easements and rights of way which are acquired solely for and are used solely in connection with