

SECTION 2. This Thirty-ninth Supplemental Indenture is executed and shall be construed as an indenture supplemental to the Original Mortgage as supplemented and/or modified by the First to Thirty-eighth Supplemental Indentures, inclusive, and as restated by the Thirtieth Supplemental Indenture and shall form a part thereof.

SECTION 3. All recitations or recitals contained in this Thirty-ninth Supplemental Indenture, save only the recital herein set forth as to the due organization of the Corporate Trustee, are made by and on behalf of the Company only, and the Trustees, except as aforesaid, are in no way responsible therefor or for any statement herein contained. All of the provisions of the Mortgage with respect to the rights, privileges, immunities, powers and duties of the Trustees shall be applicable in respect hereof as fully and with like effect as if set forth herein in full, with such omissions, variations and insertions, if any, as may be appropriate to make the same conform to this Thirty-ninth Supplemental Indenture.

SECTION 4. Although this Thirty-ninth Supplemental Indenture is dated for convenience and purposes of reference as of September 15, 1961, the actual date or dates of the execution thereof by the Company and by the Trustees are as indicated by their respective acknowledgments hereto annexed.

SECTION 5. In order to facilitate the recording and filing of this Thirty-ninth Supplemental Indenture, the same may be executed in several counterparts, each of which shall be taken to be an original, and such counterparts shall together constitute but one and the same instrument.

SECTION 6. El Paso Natural Gas Company hereby acknowledges the receipt by it of an executed counterpart of this Thirty-ninth Supplemental Indenture, and the Trustees hereby acknowledge the receipt by them of an executed counterpart of this Thirty-ninth Supplemental Indenture.

IN WITNESS WHEREOF, EL PASO NATURAL GAS COMPANY has caused these presents to be signed by its President or a Vice President, and its