

SECTION 2. All recitations or recitals contained in this Fifty-fourth Supplemental Indenture, save only the recital as to the due organization of the Corporate Trustee set forth in the first paragraph of this Fifty-fourth Supplemental Indenture, 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 Fifty-fourth Supplemental Indenture.

SECTION 3. Although this Fifty-fourth Supplemental Indenture is dated for convenience and purposes of reference as of May 1, 1966, 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 4. In order to facilitate the recording and filing of this Fifty-fourth 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 5. El Paso Natural Gas Company hereby acknowledges the receipt by it of an executed counterpart of this Fifty-fourth Supplemental Indenture, and the Trustees hereby acknowledge the receipt by them of an executed counterpart of this Fifty-fourth Supplemental Indenture.

IN WITNESS WHEREOF, EL PASO NATURAL GAS COMPANY has caused these presents to be executed by its President or a Senior Vice President, and its corporate seal to be hereunto affixed, and the same to be attested by the signature of its Secretary or an Assistant Secretary, and MANUFACTURERS HANOVER TRUST COMPANY has caused these presents to be executed by its President or a Vice President or an Assistant Vice President or other duly authorized officer, and its corporate seal to be hereunto affixed, and the same to be attested by the