

SUPPLEMENTAL MORTGAGE

INDENTURE made this 20TH day of SEPTEMBER, 1966, between NORTHERN PACIFIC RAILWAY COMPANY, a corporation organized and existing under the laws of the State of Wisconsin, hereinafter called the "Railway Company," party of the first part, and FIRST NATIONAL CITY BANK, a national banking association, incorporated and existing under the laws of the United States of America, as Trustee under the General Lien Mortgage hereinafter described, hereinafter called "Trustee," party of the second part;

WHEREAS, on the 10th day of November, 1896, the Railway Company did make, execute, and deliver a mortgage or deed of trust of its corporate railroad property and franchises known as its General Lien Mortgage unto The Farmers' Loan and Trust Company, as Trustee, (subject, however, to the prior and superior lien of the Prior Lien Mortgage of the Railway Company bearing even date therewith) which trust was duly accepted by said The Farmers' Loan and Trust Company by executing the said mortgage as party of the second part thereto, and

WHEREAS, by virtue and as the result of an agreement made pursuant to the laws of the State of New York, which became effective as of June 28, 1929, City Bank Farmers Trust Company, a corporation of the State of New York, was merged into The Farmers' Loan and Trust Company, and the name of The Farmers' Loan and Trust Company was changed to City Bank Farmers Trust Company, which agreement of merger and change of name was recognized as valid and effective by the Superintendent of Banking of the State of New York, pursuant