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This is a Mortgage of Chattels as well as of Real Property

PACIFIC POWER & LIGHT COMPANY

TO

MORGAN GUARANTY TRUST COMPANY OF NEW YORK

(formerly Guaranty Trust Company of New York)

AND:

WESLEY L. BAKER (successor to Oliver R. Brooks).

As Trustees under Pacific Power & Light Company's Mortgage and Deed of Trust, Dated as of July 1, 1947

Nineteenth Supplemental Indenture

Dated as of December 15, 1967