

JOHNSON-COX COMPANY, PRINTERS, TACOMA— 42955

said Oregon-Washington Telephone Company, during said period of time, including, but not by way of limitation, betterments and extentions as follows: Right of way: Land and Buildings; Central Office Equipment; Station Equipment; Private Branch exchanges; Exchange Pole Lines; Exchange Aerial Cable; Exchange Aerial Wire; Exchange Underground Conduit; Exchange Underground Cable; Toll Pole Lines; Toll Aerial Wire; Toll Submarine Cable; Office Furniture and Fixtures; Stable and Garage Equipment; and Tools and Equipment.

TO HAVE AND TO HOLD all and singular the property above described unto the Trustee, its successor in trust and assigns forever, together with all rights of way, privileges, tenements, hereditaments and ap urtenances thereunto belonging or in anywise appertaining, and all machinery, equipment, appliances, poles, wires and other facilities of every kind now or hereafter used or acquired for use by Mortgagor. It is expressly agreed that all equipment, machinery, appliances, poles, structures or facilities thus used or acquired for use by Mortgagor, and all repairs, additions, removals and replacements in connection with Mortgagor's property or Mortgagor's business shall forthwith, without further conveyance or transfer, become subject to the lien hereof the same as if now owned by Mortgagor, or specifically described herein, but if requested by the Trustee Mortgagor will convey and mortgage the same to the Trustee by instrument satisfactory to the Trustee.

The conveyance and transfer hereby made is in trust, nevertheless, subject to all the terms and conditions provided herein and in that said indenture of trust made as of July 1, 1925, between Mortgagor and Trustee, as security for an aurothized issue of \$500,000 par value of Mortgagor's bonds, of which authorized issue the presnt authorized issue of \$60,000 is a part. All of the terms and provisions of the said indenture of Trust of July 1, 1925, are by reference incorporated in and expressly made a part of this instrument, and all of the covenants to be kept and performed by the Mortgagor in/said indenture of trust set forth are assumed by the Mortgagor herein as covenants to be kept by it, provided, if it should develope that there is a discrepancy or conflict between any one or more of the provisions of this instrument and the provisions of the said indenture of trust of July 1, 1925, the provisions of the said indenture of trust of July 1, 1925 shall control over the provisions of this instrument.

Title and Trust Company accepts the trust hereby created and agrees to perform the same.

Executed by the Mortgagor and Trustee in Six counterparts (each of which is and for all purposes shall be deemed an original) in the presence of witnesses, as of the day and year first above written.

Witnesses to signatures
of Officers of Mortgagor

(Corporate
seal affixed)

Oregon-Washington Telephone Company
By Minor Corman
President
Attest Z. O. Brooks
Secretary

Witnesses to signatures
of Officers of Trustee
& _____

(Corporate
seal affixed)

Title and Trust Company
By A. L. Grutze
Vice-President
Attest: Chas. P. Moulton
Secretary

STATE OF OREGON)
COUNTY OF MULTNOMAH) ss

On this 27th day of June, 1932, before me, the undersigned, a Notary Public in and for said county and state, appeared Minor Corman, to me personally known, who being duly sworn did say that he is the president of Oregon-Washington Telephone Company, the Mortgagor named in the foregoing instrument, and that the seal affixed to said instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors; and said Minor Corman