MORTGAGE RECORD U

SKAMANIA COUNTY, WASHINGTON

general telephone business on the public streets and grounds of the town of Mabton, Washington;

Certain perpetual rights of way and privileges for use of county roads and highways in Hood River County, Oregon, granted to the Home Telephone Company of Hood River, now the Oregon-Washington Telephone Company, by the county court of Wasco County (of which the present Hood River County was then a part) on August 8, 1907;

A certain twenty-year franchise granted to the Mount Hood Telephone Company by the city of Hood River, Oregon, dated April 16, 1906, and duly assigned to the Home Telephone Company of Hood River, now the Oregon-Washington Telephone Company, on February 22, 1908;

A certain thirty-year franchise granted to the Home Telephone Company of Hood River, now the Oregon-Washington Telephone Company, by the city of Hood River, Oregon, on October 18, 1909;

All of the property rights, easements, franchses and benefits acquired by the Oregon-Washington Telephone Company by virtue of a certain deed duly executed and delivered by the White Salmon Telephone Company to the Oregon-Was hington Telephone Company May 28, 1913;

All of the property rights, easements, franchises and benefits owned and acquired by the Oregon-Washington Telephone Company by virtue of a deed duly executed and given by the Goldendale Telegraph & Telephone Company on May 28, 1913;

PARCEL FOUR

All exchanges, switchboards, central offices, toll lines, connections, wires, poles conduits and equipment of every kind and character, wherever situated, owned br used, or hereafter owned or used in connection with the operation of the telephone business operated under any of the franchises, grants, rights or privileges enumerated in (Parcel Three hereof, including (but not by this enumeration excluding any other thereof) the exchanges operated by Mortgagor in Hood River, Odell and Parkdale, Oregon, and White Salmon, Goldendale and Trout Lake, Washington; also exchange lines in Dee, Oregon; Husum, Glenwood, Underwood and Maryhill, Washington; toll lines between Hood River and Parkdale, between Hood River and Odell, between White Salmon and Trout Lake and between White Salmon and Glenwood; exchanges located in the following towns in the state of Washington in addition to those hereinabove in this parcel mentioned; Wapato, Toppenish, Zillah, Granger, Mabton, Sunnyside and Outlook; also exchange lines operating in and into Parker, Donald and Buena and toll systems connecting the communities of White Swan, Donald, Parker, Buena, Toppenish, Zillah, Granger, Outlook, Sunnyside, Grandview, Mabton and Bickleton.

PARCEL FIVE

That certain contract between Mortgagor and the Pacific Telephone & Telegraph Company for long distance connections and interchange of service between said companies dated June 2, 1913, and expiring June 1, 1933, upon written notice of intention so to do, but to continue if not terminated June 1, 1933, until terminated upon six months notice by either party, as said contract was amended by Supplemental agreement of July 26, 1918, and further agreement of June 19, 1923.

Also any and all other contracts which may hereafter be made between the Mortgagor and Pacific Telephone & Telegraph Company or any other company for connections and service of any kind.

PARCEL SIX

Eighty per cent of the entire issued and outstanding capital stock of Sunnyside Telephone Company, a corporation organized and existing under the laws of the State of Washington.

PARCEL SEVEN

The foregoing enumeration of properties shall not in any degree limit the grant of this conveyance, but Mortgagor does hereby grant, convey, sell and assign to Trustee all property and equipment, real and personal, of every kind and character, wherever situated, now owned or used or hereafter to be acquired or used in connection with (Pg.10 the operation of the business of Mortgagor, together with all rents, tolls, issues, .incomes, earnings and profits of the Mortgagor, and all franchises, rights, licenses, consents, easements, privileges and immunities relating or pertaining to said property or any part thereof, and all property of whatsoever nature which Mortgagor now possesses owns or is entitled to or may hereafter own, become possessed of or entitled to, whether or not herein specified, referred to or described, including (but not by this enumeration excluding other property) all estates, rights, titles or interests, claims or demands in law as well as in equity, including any and all bonds and shares of stock of other corporations, all contracts which it has or may hereafter have, whether the same be covenants running with real property or not, all leases, rights, patents, patent rights, inventions, licenses, franchises, rights of way, easements, contracts and agreements, whether now owned or hereafter acquired by Mortgagor or in or under which Mortgagor has any right, title or privilege of any nature whatsoever.

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 appurtenances 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 in connection with its operations or business. It is expressly agreed that all equipment, machinery, appliances, poles,