

SKAMANIA COUNTY, WASHINGTON

YAKIMA BINDERY & PTC. CO. 187997

(FORM OF TRUSTEE'S CERTIFICATE)

This Bond is one of the bonds described in the within mentioned indenture, and Supplemental Indenture dated as of July 1, 1944.

THE FIRST NATIONAL BANK OF THE CITY OF NEW YORK,
Trustee,

By _____
Authorized Officer.

The Railway Company desires by this Supplemental Indenture to subject to the lien of the Mortgage all its right, title and interest in and to all locomotives, cars and other rolling stock now owned by it (not heretofore subject to such lien) and which may hereafter be acquired by it for use upon or in connection with the lines of railroad which may at any time be subject to the lien of the Mortgage, all interests which it now has in all locomotives, cars and other rolling stock subject to equipment trusts, conditional sale agreements and like arrangements, and all interests which it may hereafter acquire in all locomotives, cars and other rolling stock subject as aforesaid and acquired for such use; to make provision with respect to certain limitations, more specifically hereinafter set forth, upon the right of the Railway Company to issue bonds under the Mortgage; and to make provision with respect to the Series K, L and M Bonds.

In consideration of the premises and the sum of Ten Dollars (\$10) paid by the Trustee to the Railway Company, receipt whereof is hereby acknowledged, the Railway Company has granted, bargained, sold, released, conveyed, assigned, transferred, pledged and set over, and by these presents does grant, bargain, sell, release, convey, assign, transfer, pledge and set over unto the Trustee and to its successors in the trust and assigns forever, all locomotives, cars and other rolling stock now owned by it and not on the date hereof subject to the lien of the Mortgage, all its right, title and interest in and to all locomotives, cars and other rolling stock which are leased to or possessed by the Railway Company under any equipment trust agreement and lease, or conditional sale agreement or lease, or any chattel mortgage, all locomotives, cars and other rolling stock which may hereafter be acquired and owned by the Railway Company for use upon or in connection with its lines of railroad which may at any time be subject to the lien of the Mortgage, and all right, title and interest which may hereafter be acquired by it in and to all locomotives, cars and other rolling stock which shall be leased to or possessed by the Railway Company for such use under any equipment trust agreement and lease, or conditional sale agreement or lease, or any chattel mortgage;

TO HAVE AND TO HOLD the property hereby conveyed unto the Trustee and its successors in the trust created by the Mortgage and assigns forever, IN TRUST NEVERTHELESS for the use and purposes of and subject to all the provisions, conditions and obligations of and in the Mortgage and subject to the prior lien, to the extent thereof, of the Railway Company's First and Refunding Gold Bond Mortgage dated May 1, 1911 and to all the terms and conditions thereof and to the obligations of the Railway Company thereunder, and to any equipment trust agreement and lease, or conditional sale agreement or lease, or any chattel mortgage under which the Railway Company now or hereafter shall lease or possess said locomotives, cars or other rolling stock;

And the Trustee hereby accepts the above conveyance subject to prior liens and for the purposes and upon the trusts all as aforesaid;

And, upon the considerations hereinbefore set forth, the parties hereto do hereby agree for the common and equal use, benefit and security of all and singular the person or persons, firm or firms, body or bodies politic and corporate who shall from time to time be bearers or registered holders of the Series K, L and M Bonds or bearers of any of the coupons thereto appertaining as their respective interests may appear as follows: