

and all of the bonds issued under said indenture may be declared and may become due and payable in the manner and with the effect provided in said indenture.

This bond is transferable by the registered holder hereof in person or by attorney duly authorized in writing, either at the office of the Railway Company in the City of St. Paul, State of Minnesota, or at its office or agency in the Borough of Manhattan, The City of New York, upon surrender and cancellation of this bond, and thereupon a new registered bond, without coupons, of the same series will be issued to the transferee in exchange therefor as provided in said indenture. This bond also, in the manner prescribed in said indenture, is exchangeable for coupon bonds of the same series for the same aggregate principal amount and bearing all unmatured coupons. For such transfer or exchange a charge may be made, as provided in said indenture.

No recourse shall be had for the payment of the principal of or the interest upon this bond, or for any claim based hereon, or otherwise in respect hereof or of said indenture and supplements, against any incorporator, stockholder, officer or director, past, present or future, of the Railway Company or of any successor corporation, whether by virtue of any constitution, statute or rule of law, or by the enforcement of any assessment or penalty or otherwise, all such liability being by the acceptance hereof, and as part of the consideration of the issue hereof, expressly released as provided in said indenture.

This bond shall not become obligatory for any purpose until it shall have been authenticated by the execution of the certificate hereon endorsed by The First National Bank of the City of New York as Trustee or its successor in trust under said indenture.

In Witness Whereof Great Northern Railway Company has caused this bond to be signed by its President, or a Vice President, and its corporate seal to be hereunto affixed and to be attested by its Secretary, or an Assistant Secretary, this       day of       , 19       .

Great Northern Railway Company,

By .....  
Vice President.

Attest:

.....  
Assistant Secretary.

(Form of Trustee's Certificate)

This Bond is one of the bonds described in the within mentioned indenture, and Supplemental Indenture dated as of January 1, 1946 providing for the issuance of General Mortgage Gold Bonds, Series R.

The First National Bank of the City of New York, Trustee,

By .....  
Authorized Officer.

Now therefore, 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 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 R Bonds or bearers of any of the coupons thereto appertaining as their respective interests may appear, as follows:

#### ARTICLE ONE

##### Issuance of Series R Bonds

The Series R Bonds, substantially in the forms hereinbefore described, shall be issued and authenticated under and in accordance with the provisions of the Mortgage in a principal amount at any one time outstanding, except as otherwise provided in Section 6 of Article Two of the Mortgage, of not to exceed \$25,000,000. The Series R Bonds will mature January 1, 1961, and will bear interest at the rate of  $2\frac{1}{4}\%$  per annum payable January 1 and July 1 in each year until the principal sum is paid and if in coupon form will