C. B. & Q. R.R. Co.

To

Herman M. Langworthy, as
Individual Trustee

#2287

Fee $.90✓

Filed for record the 13th day of November, A. D. 1933 at 11:15 o'clock A. M.

Maggie Reese Hobbs, Recorder.

Appointment of Herman M. Langworthy, as Individual Trustee, in succession to Walter S. McLucas, successor Individual Trustee under Chicago, Burlington & Quincy Railroad Company's General Mortgage, dated March 2, 1908.

KNOW ALL MEN BY THESE PRESENTS THAT:

WHEREAS, Chicago, Burlington & Quincy Railroad Company did on the 2nd day of March, 1908, execute and deliver to Central Trust Company of New York (now Central Hanover Bank and Trust Company) and Oliver M. Spencer (Walter S. McLucas, Successor) as Trustees, its General Mortgage to secure an issue of bonds not exceeding the principal amount of $300,000,000; and

WHEREAS, said Oliver M. Spencer, Individual Trustee named in said General Mortgage died on June 5, 1924 and Walter S. McLucas was thereafter duly appointed as successor Individual Trustee to fill such vacancy; and

WHEREAS, said Walter S. McLucas, successor Individual Trustee under said Mortgage, has

removed his residence from the State of Missouri, is no longer an individual citizen of that State, and has therefore become incapable of acting as such Individual Trustee and no appointment of a successor Individual Trustee has been made by the owners of a majority in amount of the bonds secured by said General Mortgage so that there now exists a vacancy in the office of Individual Trustee thereunder; and

WHEREAS, by Section 4 of Article XI of said General Mortgage it is provided that, in case at any time there shall be a vacancy in the office of trustee thereunder, the Railroad Company, by an instrument executed by order of its Board of Directors, may appoint a trustee to fill such vacancy until a new trustee shall be appointed by the bondholders or as otherwise authorized by said Mortgage; and

WHEREAS, the Executive Committee of said Railroad Company (having under the By-Laws of said Railroad Company all the powers of the Board of Directors between the meetings of the said Board) at a meeting duly called and held on the 7th day of June, 1933, ordered and authorized the execution by its President or any Vice President of an instrument in writing appointing Herman M. Langworthy, a resident of Kansas City, in Jackson County, Missouri, to fill said vacancy in the office of the Individual Trustee under said General Mortgage and to serve as such trustee for the term aforesaid;

THIS INSTRUMENT WITNESSETH, That the Chicago, Burlington & Quincy Railroad Company, pursuant to said Section 4 of Article XI of said General Mortgage, hereby appoints and designates the said Herman M. Langworthy, a resident and citizen of Kansas City, in Jackson County, Missouri, as Individual Trustee in said General Mortgage, to fill the vacancy in the office of Individual Trustee created by the change of residence of said Walter S. McLucas, as aforesaid, and to act as such Individual Trustee under said General Mortgage until a new Trustee shall be appointed by the bondholders or as otherwise authorized by said Mortgage.

IN WITNESS WHEREOF, said Chicago, Burlington & Quincy Railroad Company has caused its corporate name to be hereunto subscribed by its President, and its Corporate Seal to be hereunto affixed and attested by its Secretary this 12th day of June, 1933.

(CORPORATE SEAL) CHICAGO, Burlington & Quincy Railroad Company,

Attest: By Ralph Budd
President.

C. I. Sturgis
Secretary.

Witnesses to signatures:
J. W. Cooper
B. A. Henry

STATE OF ILLINOIS)
) ss:
County of Cook)

Be it remembered, that, on this 12th day of June, 1933, before me, a Notary Public, in and for said County and State, personally appeared Ralph Budd, President of Chicago, Burlington & Quincy Railroad Company, a corporation organized and existing under the laws of the State of Illinois, personally known to me to be the same person whose name is subscribed to, and who executed, the foregoing instrument as such President; who, being by me duly sworn, did say that he is President of the said Chicago, Burlington & Quincy Railroad Company; that he knows the corporate seal of said Company; that the seal affixed to the foregoing instrument is the corporate seal of said Company; that it was affixed by order of the Executive Committee of said Company; that said instrument was signed and sealed in behalf of said corporation by like order as President of said Company; that the said Ralph Budd acknowledged said instrument and that it was the voluntary act and deed of said corporation, and that he, as such President, signed, sealed and delivered said instrument as the free and voluntary act and deed of said Company, and as his own free and voluntary act and deed as such President, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 12th day of June,

1933.

My Commission expires March 28, 1935.

NOTARIAL SEAL

A. D. McLane
Notary Public in and for said
County and State.