

(This instrument contains after-acquired property provisions.)

**TWELFTH SUPPLEMENTAL INDENTURE**, dated January 1, 1964, made by and between **TRANSCONTINENTAL GAS PIPE LINE CORPORATION** (hereinafter called the "Company"), a corporation duly organized and existing under the laws of the State of Delaware, party of the first part, and **THE CHASE MANHATTAN BANK** (hereinafter called the "Trustee"), a corporation duly organized and existing under the laws of the State of New York having its principal office at 1 Chase Manhattan Plaza, New York, N. Y., successor Trustee under the Mortgage and Deed of Trust hereinafter mentioned, and **ARTHUR F. HENNING**, whose address is 533 Howard Street, Westwood, New Jersey, as successor Individual Trustee under said Mortgage and Deed of Trust (said The Chase Manhattan Bank as Trustee and said Arthur F. Henning as Individual Trustee being hereinafter sometimes called the "Trustees"), parties of the second part;

**WHEREAS**, in order to secure First Mortgage Pipe Line Bonds of the Company, issuable in series, the Company has heretofore made, executed and delivered to The Chase National Bank of the City of New York as Trustee and Carl E. Buckley as Individual Trustee its certain Mortgage and Deed of Trust dated May 15, 1949 (hereinafter sometimes called the "Original Indenture"); and

**WHEREAS**, three supplemental indentures, dated April 15, 1950, December 1, 1951 and December 1, 1954, respectively, supplementing and modifying the Original Indenture have heretofore been executed and delivered between the Company and said The Chase National Bank of the City of New York and Carl E. Buckley; and

**WHEREAS**, by a Plan of Merger dated February 10, 1955, effective March 31, 1955, between The Chase National Bank of the City of