Company, and the within named F. Wolfe, a Vice-President, and the within named F. E. Egly, an Assistant Secretary of the said Central Hanover Bank and Trust Company, and the within named John B. Hyde, a Vice-President, and the within named Charles E. A. McCarthy, the Secretary of the said Southern Railway Company, sign, seal and deliver the foregoing instrument, as their act and deed, and the act and deed of said corporations, respectively, for the uses and purposes therein mentioned, and that he, with the undersigned Notary, witnessed the execution of the said instrument by all of the subscribers thereof.

In Witness Whereof, I have hereunto set my hand and affixed my official notarial seal at office in the City of New York, N. Y., this 26th day of November, A. D. 1943.

Notary Public.

ROBERT V. DAMIANO (SEAL)
Notary Public, New York County
N.Y. Co. Clk's No. 31, Reg.No. 256D5
Commission Expires March 30, 1945

CENTRAL HANOVER BANK AND TRUST COMPANY

SEVENTY BROADWAY

New York 15, N. Y.

Trustee under The Atlanta and Charlotte Air Line
Railway Company First Mortgage dated November 1, 1943,
hereby certifies that United States Internal Revenue
Documentary Stamps in the amount of \$16,500.00 have
been affixed to original Counterpart No. 1 in the
possession of the Trustee and duly cancelled.

CENTRAL KANOVER BANK AND TRUST COMPANY, as Trustee as aforesaid

Meuriga Assistant Vice Presiden

Dated: December 1, 1943

Filed this 7th day of January 1944.

Recorded this 7th day of January 1944. at 8:30 a. M.