

Trustee in connection with the release of any such Common Stock or any property retired, the retirement of which gives rise to a Capital Deduction, and

(f) the fair value of any property, if subject to the lien of this Indenture, acquired in exchange for any such Common Stock or any such property retired.

"Certified Resolution" means a resolution of the Board of Directors certified by the Secretary or an Assistant Secretary of the Company under its corporate seal to have been duly adopted at a meeting of the Board of Directors at which a quorum was present and acting throughout and to remain in full force and effect at the date of such certification and delivered to the Corporate Trustee.

"Class I Carrier" shall mean any corporation which meets the requirements of a class I carrier as defined from time to time by the Interstate Commerce Commission.

"Coast Line Mortgage" means the First (formerly General) Mortgage, dated March 1, 1950, between Atlantic Coast Line Railroad Company and United States Trust Company of New York and William M. Howell (replaced by Roger L. Main), as Trustees, as heretofore and hereafter supplemented and amended.

"Common Stock" means stock of any class of any corporation having general voting power for the election of directors, other than stock with a preference as to, or a fixed limit on, dividends or a preference as to, or a fixed limit on, the amount payable thereon in the event of any voluntary or involuntary liquidation, dissolution or winding up of such corporation.

"Company" means Seaboard Coast Line Railroad Company and any successor to it which shall have complied with the provisions of Article Twelve hereof.

"Corporate Trustee" means Chemical Bank or any corporation which shall be its successor as Corporate Trustee hereunder, and "Individual Trustee" means L. F. Sadler or any individual or individuals who shall be his successor or successors as Individual Trustee hereunder.

The term "date of this Indenture" means March 15, 1971.