

States of America, paid to the Company by the Trustee at or before the execution and delivery of this Supplemental Indenture and further valuable considerations, the receipt whereof is hereby acknowledged, the Company has executed and delivered this Supplemental Indenture and the Company, for itself and its successors, does hereby covenant to and agree with the Trustee and its successors in trust as follows:

ARTICLE I

MODIFICATION OF INDENTURE

SECTION 1.01. The Indenture is hereby amended by inserting at the end of § 1.06 thereof the following provision:

“In computing net earnings, net earnings available for interest, and net earnings available for interest and depreciation, net earnings (losses) of any subsidiary engaged in an established utility business shall be included but net earnings (losses) of any subsidiary engaged in the gas or oil business shall be excluded.”

SECTION 1.02. The Indenture is hereby amended by adding at the end of Article I thereof the following § 1.11:

“§ 1.11. The term ‘engaged in the gas or oil business’, when used with reference to a corporation in which the Company has acquired voting common stock shall be a corporation that has as its principal business any one, or any combination, of the following activities: (a) acquiring by purchase, lease or otherwise, owning, holding or maintaining, mortgaging, pledging, leasing, selling or otherwise disposing of oil and gas lands or any interests therein; (b) exploring or drilling for or storing or producing oil, gas or any other petroleum or hydrocarbons; (c) refining and reduction of petroleum or hydrocarbons and otherwise preparing such products for market; (d) owning, constructing, operating and maintaining pipelines for the gathering or transportation of gas, oil or other petroleum or hydrocarbons; (e) owning, constructing, operating or maintaining plants and facilities for liquefying, storing and regasifying natural gas or importing or transporting any raw materials used in connection with such plant and facilities; (f) owning, constructing, operating or maintaining