

Appointment of
Ogden Mills as Trustee
of B.P.R.R. Co's First Mortgage
dated Jan'y 1 1867

Know all men by these presents,

That whereas heretofore, and under date of the first day of January 1867, an indenture was made and entered into by and between the Great Pacific Railroad Company, of California, of the first part, and my self and William E. Barron, then of San Francisco in said State, of the second part, to secure first mortgage Bonds of the said party of the first part, therein referred to, and whereas the said William E. Barron, my co-Trustee under said Indenture has died - now therefore, in pursuance of the provisions of the said Indenture in that regard I, D. O. Mills, as surviving Trustee thereunder, have selected, and do hereby nominate Ogden Mills to the party of the first part to said Indenture, as a new Trustee under said Indenture, in place of said Barron, deceased -

In witness whereof I have hereunto set my hand and seal this 18th day of June 1897

D. O. Mills (Seal)

State of New York

City and County of New York } ss

Be it remembered that on this 18th day of June, in the year one thousand eight hundred and ninety seven before me, the undersigned, William Shellaker, a Commissioner of Deeds, resident in the City of New York, duly commissioned and qualified by the executive authority and under the laws of the State of California to take acknowledgements of Deeds etc; to be used or recorded therein, personally appeared D. O. Mills known to me to be the person described in, whose name is subscribed to, and who executed the within

instrument and he acknowledged to me that he executed the same - In witness whereof I have hereunto set my hand and affixed my official seal, the day and year last aforesaid

(Seal)

William Stillaber - Commissioner for the State of California in New York

Extracts from minutes of a meeting of the Board of Directors of the Central Pacific Railroad Company, held in the City of San Francisco, California on Thursday June 24 1897 -

On motion of Mr William H Mills, seconded by Mr Charles P Eccles, and upon the roll being called, the following preambles and resolutions were unanimously adopted, to wit: Whereas a certain Indenture of mortgage, dated January 1. 1867 was executed by the Central Pacific Railroad Company of California, a Railroad Corporation duly organized under and in pursuance of the laws of the State of California, to D O Mills and William E Barron of the City and County of San Francisco in the State of California, as Trustees, to secure certain first mortgage bonds of said Company therein referred to; and whereas, in and by the said Indenture it was provided, among other things that in case either of said Trustees should die then the remaining or surviving Trustee should select, and by an instrument under his hand and seal, duly acknowledged or proved as a conveyance so as to enable the same to be recorded, and delivered to the said Company, nominate to said Company a person to be appointed as a new Trustee under said Indenture, who should by resolution of said Company, be so appointed in place of the Trustee so dying; and whereas, this Company is the successor, by Consolidation under the laws of the State of California and of the United States, of the said Central Pacific Railroad Company of California; and whereas William E Barron, one of said Trustees, is dead, and D O Mills, the surviving Trustee has selected and nominated to this Company, in manner and form and in all respects in accordance with the provisions aforesaid of said Indenture of mortgage, Ogden Mills, as a new Trustee thereunder, in place of said Barron, deceased Now therefore, be it, and it hereby is resolved, that the nomination aforesaid be and the same hereby is approved and accepted, and the said Ogden Mills is hereby appointed as a new Trustee of said Indenture of mortgage, in the place of the said William E Barron, deceased, and all the estate property, rights and interest thereunder of said deceased are hereby declared to be vested in said Ogden Mills as such new Trustee, as fully and completely in all respects as if he had been named in said Indenture as one of the Trustees thereunder.

I W M Thompson Secretary of the Central Pacific Railroad Company, do hereby certify that the foregoing is a full, true and correct copy of preambles and resolution adopted by the Board of Directors of said Company, at a regular meeting thereof held in the office of the Company, on the twenty fourth (24th) day of June 1897, as appears by the records of the proceedings of the Board of Directors of said Company, in my custody as said Secretary -

In witness whereof, I have hereunto set my hand and affixed the corporate seal of said Central Pacific Railroad Company, this 24th day of June AD 1897

(Seal)

W M Thompson Secretary

Recorded at the request of Wells Fargo & Co Sept 2 AD 1897 at 25 mins past 2 pm

Wm Spinnel Recorder

Thos L Wheeler