Indenture, made this 18th day of March, 1916, between Alabama Power Company, a Corporation organized and existing under the laws of the State of Alabama (hereinafter called the "Power Company"), party of the first part, and Montreal Trust Company, a Corporation organized and existing under the laws of the Dominion of Canada (hereinafter called the "Trustee"), party of the second part.

Whereas heretofore the Power Company executed and delivered to the Trustee a certain Mortgage under date of July 1, 1913, which said mortgage was filed in the office of the Judge of Probate of Chilton County, Alabama, on August 25th, 1913, and recorded in Mortgage Record 131, page 371; filed in the office of the Judge of Probate of Calhoun County, Alabama, on the 1st day of September 1913, and recorded in Book 167 of Mortgages on page 322; filed in the office of the Judge of Probate of Coosa County, Alabama, on August 26, 1913, and recorded in Mortgage Record 104, page 367; filed in the office of the Judge of Probate of Elmore County, Alabama, on August 27, 1913, and recorded in Mortgage Record 113, page 432; filed in the office of the Judge of Probate of Etowah County

Alabama on August 27, 1913, and recorded in Mortgage Record 90, Page 1; filed in the office of the Judge of Probate of Jefferson County Alabama, on August 26, 1913, and recorded in Vol. 746 of Mortgages, Page 210; filed in the office of the Judge of Probate of St. Clair County Alabama, on August 27, 1913, and recorded in Mortgage Record 13, page 7; filed in the office of the Judge of Probate of Shelby County Alabama on August 27, 1913, and recorded in Mortgage Record 108, Page 1; filed in the office of the Judge of Probate of Talladega County Alabama, on August 27, 1913, and recorded in Book of Mortgages 120, page 233; filed in the office of the Judge of Probate of Talladega County, Alabama, on August 27, 1913, and recorded in Vol. 157, Page 1, of Record of Mortgages and filed in the office of the Judge of Probate of Clay County, Alabama on August 28, 1913 and recorded in Mortgage Record 41, Page 373; and filed in the office of the Judge of Probate of Morgan County Alabama, on March 16, 1915; and recorded in Volume 216 of Mortgages, pages 53, and filed in the office of the Judge of Probate of Madison County Alabama on March 24, 1915; and recorded in Volume 138 of Mortgages Page 74; and under date of December 30, 1914, and March 8th 1915, supplements to said mortgage subjecting to the lien thereof certain property not described in said mortgage or acquired subsequent to the date thereof, which supplements have been filed and recorded in some or all of the Counties above mentioned; and

Whereas, the Power Company did execute and deliver to the Trustee under date of February 24, 1915, a supplemental indenture supplemental to said mortgage of July 1, 1913, which supplemental indenture, together with the assent of the Alabama Traction, Light & Power Company, Limited, the holder of the bonds of the Power Company which were issued under and secured by said mortgage of July 1st 1913 was likewise filed and recorded in some or all of the Counties above mentioned; and

Whereas, by the said mortgage of July 1, 1913, the Power Company conveyed its property and franchises to the Trustee upon the trusts therein expressed as security for its Six per cent. Fifty-Year First Mortgage Gold Bonds issued or to be issued to the amount, (subject to increase) of $20.000.000 of principal; and

Whereas bonds of said issue of July 1, 1913 for the principal amount of only $10.000.000 in the aggregate have been certified by the Trustee and delivered to the Power Company; and

Whereas, all of said $10.000.000 of bonds of the Power Company so certified and issued have been duly satisfied, cancelled and delivered to and are now held by the Trustee; and

Whereas, the Power Company now desires to cancel and discharge

the lien of said Mortgage of July 1, 1913, and of said respective supplements thereto, and has requested the Trustee to satisfy and discharge the same of record in accordance with the laws of the State of Alabama; Now, therefore, this Indenture Witnesseth: That the Trustee in consideration of the premises aforesaid and of the sum of One Dollar to it in hand paid, the receipt whereof is hereby acknowledged and for other good and valuable considerations, does hereby cancel and discharge the lien of the aforesaid Mortgage and Deed of Trust of the Power Company to the Trustee dated July 1st 1913, and of the aforesaid supplements of December 30, 1914, March 8, 1915, and February 24-1915, and the said Montreal Trust Company, trustee as aforesaid, does hereby authorize and empower J. T. Leiper of Columbiana, in the State of Alabama for it and in its name as such trustee to enter on the margin of the record of said mortgage and of said respective supplements thereto, in the office of the Judge of Probate of Shelby County, in the State of Alabama, in which said mortgage of July 1, 1913, and or any of said respective supplements thereto may be recorded, the fact of such cancellation, discharge and satisfaction which entry shall be in such form or forms as may, under the laws of the said State of Alabama be requisite or necessary to effectually and finally cancel, discharge and satisfy the lien of such mortgage and deed of trust and of said respective supplements thereto. And to accomplish the purpose of this instrument the parties hereby agree that they will execute, acknowledge and deliver such further instruments and do such further acts as may be necessary or proper to carry out more effectually such cancellation of said mortgage and said supplements and the discharge and satisfaction of the lien thereof as aforesaid.

And the said Montreal Trust Company as such Trustee does also hereby remise, release, quit claim and convey unto said Alabama Power Company and its successors and assigns all of the right, title, estate and interest conveyed to and vested in it by said mortgage and deed of trust of July 1, 1913, and by said respective supplements of December 30, 1914, March 8, 1915, and of February 24, 1915.

To have and to hold unto the said Alabama Power Company, its successors and assigns forever.

In Witness Whereof, the parties hereto have respectively caused their corporate seals to be hereunto affixed, and these presents (executed in a number of counterparts) to be

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signed in their respective names by their respective officers thereunto duly authorized.

Attest: Alabama Power Company,
H. S. Swan By James Mitchell (Seal)
Assistant Secretary. President.

Montreal Trust Company
By C. E. Neill Director (Seal)
Attest: H. P. Green Mngr.

State of New York }
County of New York } ss I Harry Dunning a Notary Public in and for said County and State, hereby certify that James Mitchell and H. S. Swan, whose names as President and assistant secretary, respectively of Alabama Power Company, a Corporation of the State of Alabama, are signed to the foregoing Indenture, and who are known to me, acknowledged before me on this day that, being informed of the contents of the said Indenture, they as such officers and with full authority, executed the same voluntarily for and as the act of said Corporation.

Given under my hand and seal this 18th day of March 1916.

(Seal) Harry Dunning
Notary Public
Bronx County, New York
Cert. filed #83

Dominion of Canada }
Province of Quebec } ss. I Robert B. Hutchison a Notary Public in and for the Province of Quebec Canada, do hereby certify that Charles E. Neill and Wholey P. Green whose as Director and as Manager, respectively of Montreal Trust Company, a Corporation organized and existing under the laws of the Dominion of Canada, are signed to the foregoing Indenture, and who are known to me, acknowledged before me on this day that, being informed of the contents of the said Indenture, they as such officers and with full authority, executed the same voluntarily for and as the act of said Corporation.

Given under my hand and seal this 21st day of Mch, 1916.

(Seal) R. B. Hutchison Notary Public
in and for the Province of Quebec
Dominion of Canada

The State of Alabama, I hereby Certify that the within Power of
Shelby County Attorney was filed in this office for record
27th day of March 1916 at 4 o'clock P. M. and recorded in Deed
Record 48 Pages 308-312 and examined.

N. P. Langston Judge of Probate