

Original Indenture and all indentures supplemental thereto, including this Supplemental Indenture, being hereinafter referred to collectively as the "Indenture"), all upon the terms and conditions and trusts specified in the Indenture; and

WHEREAS, §16.01 of the Indenture provides, among other things, that the Company may execute and file with the Trustee and the Trustee at the request of the Company may join in indentures supplemental to the Indenture and which thereafter shall form a part thereof for the purposes, among other things, of subjecting to the lien of the Original Indenture or perfecting the lien thereof upon any additional property of any character; and

WHEREAS, §5.17 of the Indenture provides, among other things, that the Company may acquire shares of voting common stock of a corporation engaged in the oil or gas business if, among other things, the Company shall subject such shares to the lien of the Indenture, by a supplemental indenture in form which is satisfactory to the Trustee; and

WHEREAS, the Company has acquired 40,397 shares of voting common stock of Piedmont Exploration Company, Inc., a North Carolina corporation, said shares being all of the outstanding voting common stock of Piedmont Exploration Company, Inc.; and

WHEREAS, the Company has acquired 1,000 shares of voting common stock of Carolina Energy Company, Inc., a North Carolina corporation, said shares being all of the outstanding voting common stock of Carolina Energy Company, Inc.; and

WHEREAS, the Company desires to execute this Supplemental Indenture for the purpose of specifically subjecting to the lien of the Indenture the shares of common stock of Piedmont Exploration Company, Inc. and Carolina Energy Company, Inc. (hereinafter sometimes called the "Oil and Gas Subsidiaries") acquired by the Company;

NOW, THEREFORE, in consideration of the premises and in further consideration of the sum of One Dollar, lawful money of the United States of America, paid to the Company by the Trustee at or before the execution and delivery of this Supplemental Indenture and further

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