

dates of execution by the Company and by the Trustee are as indicated by their respective acknowledgments hereto annexed.

SECTION 3.04. The recitals contained herein shall be taken as the statements of the Company, and the Trustee assumes no responsibility for the correctness of the same. The Trustee makes no representation as to the validity of this Supplemental Indenture.

IN WITNESS WHEREOF, PIEDMONT NATURAL GAS COMPANY, INC. has caused this Supplemental Indenture to be signed in its corporate name and behalf by its President or one of its Vice Presidents and its corporate seal to be hereunto affixed and attested by its Secretary or one of its Assistant Secretaries; and MORGAN GUARANTY TRUST COMPANY OF NEW YORK has caused this Supplemental Indenture to be signed in its corporate name and behalf by one of its Trust Officers and its corporate seal to be hereunto affixed and the same to be attested by one of its Assistant Secretaries; all as of the day and year first above written.

PIEDMONT NATURAL GAS COMPANY, INC.

[CORPORATE SEAL]

By: *J.P. DeLoach*  
President

Attest:

*Nancy B. Brining*  
Secretary

Signed, sealed, executed, acknowledged and delivered on behalf of PIEDMONT NATURAL GAS COMPANY, INC. in the presence of:

*E.C. Higgins*  
*Carl C. Chamberlain*

MORGAN GUARANTY TRUST COMPANY OF NEW YORK

[CORPORATE SEAL]

By: *B. W. ...*  
Trust Officer

Attest:

*[Signature]*  
Assistant Secretary

Signed, sealed, executed, acknowledged and delivered on behalf of MORGAN GUARANTY TRUST COMPANY OF NEW YORK in the presence of:

*[Signature]*  
*[Signature]*

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