

resulting from any merger or consolidation or conversion to which it shall be a party, shall be the successor to the Trustee without the execution or filing of any paper or any further act on the part of any of the parties hereto, anything herein to the contrary notwithstanding.

Section 8.5. Resignation and Removal of Individual Trustee. (a) The Individual Trustee may resign and be discharged of the trusts by mailing written notice thereof to the Company and the Trustee specifying the date (which shall be not less than 30 days after the date of such mailing) when such resignation shall take effect. Such resignation shall take effect on the date so specified unless previously a person succeeding to the office of Individual Trustee shall have been appointed by the Trustee or the registered owners of a majority in principal amount of the Notes then outstanding as hereinafter provided, in which event such resignation shall take effect immediately upon the appointment of such person.

(b) The Individual Trustee may be removed, with or without cause, at any time by the registered owners of a majority in principal amount of the Notes then outstanding or by the Trustee, by delivery of a notice of such removal to the Individual Trustee, signed by such registered owners or the Trustee, as the case may be.

(c) If any any time the Individual Trustee shall die, resign or be removed or otherwise become incapable of acting, or if for any reason the office of Individual Trustee