

The foregoing documents and consideration, if any, furnished pursuant to the respective paragraphs of this Section 10.02 shall constitute full authority to the Trustees for executing any quitclaim deed or instrument of release requested pursuant to this Section 10.02, and the Trustees in so doing shall not be liable to the Company or any of the Bondholders.

Any cash deposited under this Section 10.02 with the Corporate Trustee shall be Deposited Cash and may be paid out or applied by the Corporate Trustee at any time or from time to time pursuant to the provisions of Article 6 hereof.

Section 10.03. The Company may procure the release of, and the Trustees shall release, any of the Mortgaged and Pledged Property which has been or is about to be taken by, or under threat of, exercise of the power of eminent domain, or which has been or is about to be taken by any governmental body or agency in the exercise of any right which it may have to purchase any part of such property, or which shall be required to be disposed of by a valid order of any court or other governmental body, agency or instrumentality. The Trustees shall forthwith release any such property and enter into any indentures supplemental hereto, Mortgages and other instruments if required for the purpose of effecting such release, and do such other and further acts as may be necessary, upon receipt by the Corporate Trustee of the following:

(A) An Application for any such release specifying the property which has been or will be taken by exercise of the power of eminent domain or has been or will be purchased by a governmental body or agency in the exercise of a right which it had or has to purchase such property, or is being disposed of pursuant to a valid order of any court or other governmental body, agency or instrumentality requiring the disposition of such property, as the case may be;

(B) An Officers' Certificate certifying:

(i) a description of such property complying with the provisions of Section 6.01(B)(1) hereof and a statement of the Fair Value thereof;

(ii) a statement of the amount of any cash and the amount, value and general nature of any other consideration received or to be received by the Company as the proceeds of such property; and

(iii) a statement that such release is authorized under this Section 10.03;

(C) If the consideration received or to be received or the Fair Value of the property to be released, as indicated in the aforesaid Officers' Certificate, is in excess of \$500,000 an Opinion of Counsel:

(i) if any property is to be received in exchange for property to be released, stating to the extent applicable (and if not applicable, stating that such particular provision is inapplicable), with respect to such property so received in exchange, the matters set forth in subdivision (D) of Section 6.01 hereof, except that the supplemental indenture, Mortgage and other