

MORTGAGE OF REAL ESTATE

37276 PROVENOR-JARRARD CO.-GREENVILLE

Section 7.14. All insurance moneys received by the Trustee under the provisions of section 7.13 hereof shall be held by the Trustee as pledged funds hereunder, and shall be paid out from time to time upon written orders of the Company.

(a) For the purpose of paying the reasonable cost of replacing part or all of the property destroyed or damaged, or

(b) To reimburse the Company for net bondable expenditures, as defined in division (6) of subparagraph (e) of section 5.01 hereof, except that such insurance moneys may be withdrawn for the full amount of such expenditures, after deducting from such amount the aggregate principal amount of any underlying bonds secured by lien on any property acquired as an entirety or substantially as an entirety by means of such expenditures, and without regard to earnings; provided, however, that such expenditures shall not previously have been made the basis for the issuance of bonds or the withdrawal of cash or the taking of credit under any provision of this indenture; or

(c) For the purchase or redemption (if then redeemable by their terms at par and accrued interest) at not exceeding par and accrued interest of bonds issued and outstanding hereunder or underlying bonds on account of which no bonds shall have been or shall be issued or credit taken or cash withdrawn under any provision of this indenture; all such bonds so purchased shall, in the case of bonds issued hereunder, be incinerated by the Trustee and a certificate of such incineration delivered to the treasurer of the Company, and in the case of underlying bonds, be canceled and delivered to the treasurer of the Company for proper disposition.

All orders of the Company for the withdrawal of insurance moneys shall be signed by the treasurer of the Company, and prior to the presentation thereof to the Trustee the Company shall deliver to the Trustee sworn statements of its president and of its treasurer showing that such orders are drawn for one or more of the purposes for which insurance moneys may be paid out under the provisions of this section. The Trustee shall have the right, but shall not be obliged, to require the Company to furnish such further evidence in the premises as the Trustee may deem necessary in order to establish the right of the Company to the payment of any such order.

Any insurance moneys received by the Trustee on account of any one loss not exceeding five thousand dollars (\$5,000) may be forthwith paid over to the treasurer of the Company to be by the Company used for the purposes aforesaid and in due time, not exceeding ninety (90) days after the date of such payment, accounted for to the Trustee, otherwise to be returned to the Trustee.

Section 7.15. The Company covenants that it is duly authorized under the laws of the State of Delaware and all other applicable provisions of law to execute this indenture and to issue the bonds hereunder, and all corporate action on its part for the execution of this indenture has been duly and effectively taken; and that the bonds, when issued and in the hands of holders in due course, are and will be valid and legally enforceable obligations of the Company in accordance with their terms.

ARTICLE EIGHT.

PROVISIONS RELATING TO REDEMPTION OF BONDS.

Section 8.01. Whenever the Company shall by resolution of its board of directors, certified copy of which shall be filed with the Trustee, determine to exercise its right to redeem any bonds issued hereunder and by their terms subject to redemption or whenever the Trustee shall have on hand any sinking fund moneys at the time applicable to the redemption of any bonds issued hereunder, notice of such redemption (including the series, date, and maturity, and if less than all bonds of any series, the numbers of the bonds to be redeemed) shall be published by the Company or the Trustee (in the discretion of the Trustee) in one daily newspaper published and of general circulation in the City of Chicago and State of Illinois. Any such published notice shall be sufficiently given if it shall have been published four (4) times in such newspaper at intervals of not less than seven (7) days between successive publications, and the first such publication shall have been made in such newspaper at least a number of days prior to the date fixed for such redemption equal to the number of days' notice on which the bonds proposed to be redeemed are by their terms subject to redemption. Copies of such notice of redemption shall (only for the convenience of the holders of bonds registered as to principal) be mailed by the Company or the Trustee to the holder of each bond registered as to principal so called for redemption, at the last post office address of such holder shown on the registration books of the Company at the office of the Trustee; provided, however, that failure to give such notice by mailing shall not affect the validity and effectiveness of any such published notice as against the holders of bonds registered as to principal or otherwise. The bonds to be redeemed, if less than all the outstanding bonds of any series, shall in all cases be determined by the Trustee by lot. All bonds so redeemed shall be cancelled by the Trustee and incinerated.

Section 8.02. If the amount necessary to redeem any bonds called for redemption as aforesaid shall have been deposited with the Trustee in trust for the account of the holder or holders of such bonds on or before the date specified for such redemption, and all proper charges and expenses of the Trustee in connection therewith shall have been paid, and the notice hereinbefore mentioned shall have been duly given, the bonds called for redemption and all interest coupons appertaining thereto shall upon the date fixed for redemption thereof cease to bear further interest or to be secured hereby and all liability of the Company in respect thereof shall cease and determine.