

to make effective the lien, if any, intended to be created thereby, and reciting the details of such action, or stating that in the opinion of such counsel no such action is necessary to make such lien, if any, effective. The requirements of this § 16.04(1) shall have been complied with (i) if such Opinion of Counsel shall state that such supplemental indenture has been received for recording or filing in each public office in which it is required to be recorded or filed and that in the opinion of such counsel such receipt for recording or filing makes effective the lien thereof, if any; and (ii) if such Opinion of Counsel is delivered to the Trustee within such time, following the date of the execution and delivery of such supplemental indenture, as shall be practicable having due regard to the location and number of the public offices in which the same is required to be recorded or filed; and

(2) On or before October 15 in each year, beginning with the year 1977, an Opinion of Counsel either stating that in the opinion of such counsel such action has been taken with respect to the recording, filing, re-recording and refiling of this Indenture and of each indenture supplemental hereto as is necessary to maintain the lien hereof and thereof and reciting the details of such action, or stating that in the opinion of such counsel no such action is necessary to maintain such lien.

§ 16.05. Each certificate or opinion with respect to compliance with a condition or covenant provided for in this Indenture shall include (a) a statement that the person making such certificate or opinion has read such covenant or condition; (b) a brief statement as to the nature and scope of the examination or investigation upon which the statements or opinions contained in such certificate or opinion are based; (c) a statement that, in the opinion of such person, he has made such examination or investigation as is necessary to enable him to express an informed opinion as to whether or not such covenant or condition has been complied with; and (d) a statement as to whether or not in the opinion of such person, such condition or covenant has been complied with.

§ 16.06. For the purposes of this Indenture, the term "independent", when applied to any accountant, engineer, appraiser or other expert, shall mean such a person who (a) is in fact independent; (b) does not have any substantial interest, direct or indirect, in the Companies or in any other obligor upon the Bonds issued hereunder or in any person directly or

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