

(2) Notice of redemption shall be given to the holders of shares of this series to be redeemed as a whole or in part by mailing by first-class mail to their last addresses as they shall appear upon the register for this series and, at the option of the Corporation, by publishing at least once on any day of the week in a newspaper of general circulation in Cincinnati, Ohio and a newspaper of general circulation in the City of New York, a notice of such redemption not less than thirty (30) nor more than sixty (60) days prior to the date fixed for redemption, but failure to give such notice to the holder of any shares of this series or any defect therein, shall not affect the validity of the proceedings for the redemption of any other shares of this series.

(3) Each such notice of redemption shall specify the date fixed for redemption and the redemption price at which shares of this series are to be redeemed, and shall state that payment of the redemption price for the shares of this series to be redeemed will be made at the offices or agencies to be maintained by the Corporation, upon presentation and surrender of such shares of this series, that dividends accrued but unpaid to the date fixed for redemption will be paid as specified in said notice, and that on and after said date dividends thereon will cease to accrue. If less than all the shares of this series are to be redeemed, the notice of redemption mailed to each holder of shares of this series to be redeemed shall specify the number of shares of this series held by such holder to be redeemed as a whole or in part. In case any certificate representing shares of this series is to be redeemed in part only, the notice of redemption which relates to such certificate shall state the number of shares of this series thereof to be redeemed, and shall state that on and after the redemption date, upon surrender of such certificate, a new certificate or certificates for a number of shares of this series equal to the unredeemed portion thereof will be issued.

(4) If less than all the shares of this series are to be redeemed, such shares shall, at the option of the Corporation, be redeemed either by lot or pro rata among all the holders of this series.

(c) (1) If the giving of notice of redemption shall have been completed as above provided, the shares of this series specified in such notice shall become redeemable, and shall be redeemed by the Corporation upon presentation and surrender, on the date and at the place stated in such notice at the redemption price, together with dividends accrued but unpaid to the date fixed for redemption, and on and after such date fixed for redemption, notwithstanding that any certificate for shares of this series so called for redemption shall not have been surrendered for cancellation, all shares of this series called for redemption shall no longer be deemed to be outstanding, and all rights with respect to such shares of this series, including the accrual of dividends thereon, shall forthwith cease and terminate except only the right of the holders thereof to receive from the Corporation the redemption price, including accrued but unpaid dividends to the redemption date, but without interest, of the shares so to be redeemed.

(2) Upon presentation of any certificate representing shares of this series which is redeemed in part only, the Corporation shall issue, at its expense, a new certificate or certificates representing the shares of this series not redeemed.

(d) (1) As and for a sinking fund for the retirement of shares of this series, the Corporation covenants that on or before the 14th day of September, 1983, and annually on or before the 14th day of September of each year thereafter to and including the 14th day of September, 2002, it will set aside, out of funds legally available therefor, and remaining after all dividends on the Preferred Stock and on the Preference Stock for all dividend periods (including that for the dividend period in which such 14th day of September occurs) have been paid, or declared and a sum sufficient for the payment thereof set apart, a sum in cash sufficient to retire by redemption on the next succeeding September 15, * shares of this series (unless a lesser number of shares of this series shall then be outstanding in which event such lesser number) at a redemption price of \$22.25 per share plus an amount equal to any accrued and unpaid dividends thereon through the date of redemption (hereinafter sometimes called the "sinking fund price"); provided, however, that such number of shares of this series to be redeemed

* Five percent of the shares of \$1.85 Preference Stock initially issued in connection with the Merger.