

(a) A copy of the resolution of the Board of Directors of the Company authorizing the proposed issue and setting forth the purpose and amount thereof, and stating that such Bonds are of a designated series previously authorized, or accompanied by a supplemental indenture duly executed on behalf of the Company and in form satisfactory to the Corporate Trustee for execution by the Trustees setting forth the particular provisions of the Bonds of the proposed series;

(b) An opinion of counsel to the effect that no authorization of the issue of such Bonds is required by law to be given by any commission or other governmental body with jurisdiction except as therein shall be specified, and that in all other respects the Company is authorized by law to issue the Bonds proposed to be issued and that such Bonds when authenticated and delivered as requested will be duly issued under this Indenture.

(c) A copy, authenticated in such manner as may be satisfactory to the Corporate Trustee, of the order or orders or certificate or certificates authorizing such issue of Bonds made or given by the commission or other governmental body with jurisdiction specified in said opinion of counsel.

(d) A certificate of the Company signed by its President or a Vice-President and its Secretary or an Assistant Secretary stating that no event of default defined in Section 7.02 has happened and is continuing.

SECTION 2.02. Bonds secured by this Indenture in the aggregate principal amount of \$83,949,000 are hereby reserved for issue from time to time for the purchase, payment, refunding, retirement of, or in exchange for, a like aggregate principal amount of the following bonds of the Company, before, at or after maturity, heretofore respectively authenticated under and secured by the mortgages below described:

1. \$50,724,000 aggregate principal amount of bonds secured by the First Consolidated Mortgage, being all of the bonds now outstanding under said mortgage (said bonds being hereinafter sometimes referred to as the "First Consolidated Bonds").