

of acting, a successor trustee hereunder may be appointed by the holders of a majority in aggregate principal amount of the Bonds at the time outstanding (or by the Trustee in case of the appointment of a successor individual trustee hereunder), by an instrument or instruments in writing executed by such Bondholders or Trustee, as the case may be, and filed with such successor trustee.

Until a successor trustee shall be so appointed by the Bondholders or the Trustee, the Company shall appoint a successor trustee hereunder to fill such vacancy, by an instrument in writing executed by order of the Board of Directors and delivered to such successor trustee. If all or substantially all of the Trust Estate shall be in the possession of one or more receivers, trustees, custodians, liquidators or assignees for the benefit of creditors, then such receivers, trustees, custodians, liquidators or assignees may, by an instrument in writing delivered to such successor trustee, appoint a successor trustee hereunder. Promptly after any such appointment, the Company, or any such receivers, trustees, custodians, liquidators or assignees, as the case may be, shall give notice thereof by first class mail postage prepaid to each registered owner of Bonds at the time outstanding.

Any such successor trustee so appointed by the Company or the Trustee, or such receivers, trustees, custodians, liquidators or assignees shall immediately and without further act be superseded by a successor trustee hereunder appointed by the holders of a majority in aggregate principal amount of the Bonds.

If a successor trustee hereunder shall not be appointed pursuant to this Section within six months after a vacancy shall have occurred in the office of Trustee or Individual Trustee, the holder of any Bond or such retiring trustee (unless the retiring trustee is being removed) may apply to any court of competent jurisdiction to appoint a successor trustee hereunder, and such court may thereupon, after such notice, if any, as it may consider proper, appoint a successor trustee hereunder.

SECTION 9.10. *Succession of Successor Trustee.* Any successor trustee appointed hereunder shall execute, acknowledge and deliver to the Company and the predecessor trustee hereunder an instrument accepting such appointment, and thereupon such successor trustee, without any further act, deed, conveyance or transfer, shall become vested with the title to the Trust Estate, and with all the rights,