MORTGAGE OF REAL ESTATE

Article.

Section 5. Subject to the provisions of Section 1 of this Article, from time to time hereafter the Company, in addition to the Bonds authorized to be executed, authenticated and delivered pursuant to the other provisions of this Article, may execute and deliver to the Trustee, and the Trustee shall thereupon authenticate and deliver to or upon the order of the Company, additional Bonds for an aggregate principal amount equal to the amount of cash which shall be deposited with the Trustee pursuant to Subdivision (a) of this Section, but only upon receipt by the Trustee of:

- (a) Cash in an amount equal to the aggregate principal amount of additional Bonds applied for pursuant to this Section, which shall be held and applied by the Trustee as a part of the trust estate, and
- (b) The resolution, certificate, opinion of counsel and cash required by Section 3 of this Article.

If any sash deposited pursuant to Subdivision (a) of this Section shall not have been with-drawn by the Company pursuant to Section 3 of Article VII within a period of two years after such deposit, such cash shall be appliedforthwith by the Trustee to the purchase or redemption at its election in the manner provided in Section 6 of Article VII, of Bonds of such series as may be selected by the Trustee in its sole discretion, but only in case of the failure of the Company to deliver to the Trustee, in accordance with said Section 6. a certified resolution specifying theseries of Bonds so to be purchased or redeemed. The Trustee shall not, however, purchase Bonds, if redeemable, at a price or prices exceeding the redemtion price thereof prevailing at the time and accrued interest to the next interest date, or, if not redeemable, at a price or prices exceeding the redemtion to the next interest date.

SECTION 6. Subject to the provisions of Section 1 of this Article, from time to time hereafter the Company, in addition to the Bonds authorized to be executed, authenticated and delivered pursuant to the other provisions of this Article, and in substitution for any refundable Bonds, may execute and deliver to the Trustee, and the Trestee shall thereupon authenticate and deliver to or upon the order of the Company, additional Bonds for an aggregate equal to the aggregate principal amount principal amount/of the refundable Bonds made the basis for the application for the authentication and delivery fo additional Bonds, but only upon the receipt by the Trustee of:

- (a) An officers' certificate stating in substance
- (1) The series and the aggregate principal amount of the Bonds in substitution for which additional Bonds are to be authenticated and delivered;
- (2) That no part of the Bonds made the basis for the application have theretofore been made the basis for the authentication and delivery of additional Bonds pursuant to this Section, or for the withdrawal of cash under the provisions of this Indenture or the reduction of the amount of cash to be deposited under the provisions of this Indenture (other than provisions for the reduction of the amount of cash to be deposited pursuant to the provisions of any sinking or amortization fund or analogous fund established by this Indenture supplemental hereto);
- (3) That no part of the Bonds made the basis for the application were paid or redeemed or purchased, pursuant to Section 5 of this Article or Section 6 of Article VII, out of funds included in the trust estate:
- (4) That no part of the Bonds made the basis for the application were paid or redeemedor purchased pursuant to, or used to reduce the amount of cash to be deposited pursuant to, or otherwise retired through the operation of, or ised in compliance with the requirements of, the provisions of any sinking or amortization fund or analogous fund established by this Indenture, or any indenture supplemental hereto, which does not permit the authentication of