

In the manner and upon the payment of the charges prescribed in the Indenture, any Note, upon surrender thereof at the principal office of the Trustee in the City of Newark, State of New Jersey, is exchangeable for a like aggregate principal amount of Notes of other authorized denominations.

The Notes may be prepaid in whole at any time, or in part from time to time, prior to maturity, upon written notice given by prepaid, registered mail at least fifteen days prior to the date fixed for prepayment, by the application (pursuant to the requirements of the Indenture) of cash deposited with the Trustee pursuant to certain provisions of the Indenture, on the terms more fully provided in the Indenture and with the effect therein set forth. The Notes may also be prepaid at the option of the Company, subject to the conditions set forth in the Indenture, on any instalment payment date on or after January 1, 1976 in whole at any time prior to maturity, upon written notice given by prepaid, registered mail at least fifteen (15) days prior to the date fixed for prepayment, at a price equal to one hundred per cent (100%) of the unpaid principal amount of the notes together with a premium equal, during the periods ending with the dates specified, to the following respective percentages of such unpaid principal amount;

December 31, 1976	3.00%
December 31, 1977	2.78%
December 31, 1978	2.57%
December 31, 1979	2.35%
December 31, 1980	2.14%
December 31, 1981	1.92%
December 31, 1982	1.71%
December 31, 1983	1.50%
December 31, 1984	1.28%
December 31, 1985	1.07%
December 31, 1986	.85%
December 31, 1987	.64%
December 31, 1988	.42%
December 31, 1989	.21%
December 31, 1990	0.00%

in each case together with accrued interest to the date fixed for prepayment, all as more fully provided in the Indenture.

No recourse shall be had for the payment of the principal of or interest on this Note or for the payment of any other sums payable under Article II of the Indenture against any incorporator or any past, present or future subscriber to the