

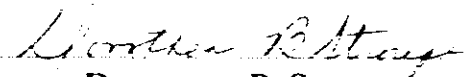
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IN WITNESS WHEREOF, Duke Power Company, the party of the first part hereto, has caused this supplemental indenture to be signed in its name by one of its Vice Presidents and its corporate seal to be hereunto affixed, and the same to be attested by one of its Assistant Secretaries, and Morgan Guaranty Trust Company of New York, the party of the second part hereto, in token of its acceptance of the trust hereby created, has caused this supplemental indenture to be signed in its name by one of its Vice Presidents and its corporate seal to be hereunto affixed, and the same to be attested by one of its Assistant Secretaries, all as of the day and year first above written.

DUKE POWER COMPANY

By   
W. H. GRIGG  
Senior Vice President


ATTEST:

  
DOROTHEA B. STROUPE  
Assistant Secretary

MORGAN GUARANTY TRUST COMPANY  
OF NEW YORK

By   
J. W. FLAHERTY  
Vice President

ATTEST:

  
THOMAS R. BOWEN  
Assistant Secretary

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