

ARTICLE II

DESCRIPTION, AUTHORIZATION, MANNER OF EXECUTION,
REGISTRATION AND TRANSFER OF NOTE

SECTION 2.01. Authorization and Designation of Note. The Note shall be designated generally as "Greenville County, South Carolina, Industrial Development Revenue Note (Keystone Consolidated Industries, Inc. Project)," with such further appropriate and particular designations added to or incorporated in such title for the Note as the Issuer may determine.

SECTION 2.02. Details of Note. There shall be issued under and secured by this Indenture a note to be designated "Greenville County, South Carolina, Industrial Development Revenue Note (Keystone Consolidated Industries, Inc. Project) 1982 in the original principal amount of \$3,500,000. The Note shall be dated February 17, 1982, shall bear interest, calculated on the basis of a 360-day year, from such date until paid in full at the interest rate per annum, except as otherwise provided in this section, of sixty-eight percent (68%) of the Prime Rate (the "Tax Exempt Rate") plus additional interest as provided below. Prime Rate is defined as the prime rate of interest as announced from time to time at First National Bank of South Carolina in Columbia, South Carolina, including all changes in such rate as may be in effect from time to time until the payment of such principal sum in full. Additional interest on the Note in the amount of \$35,000 shall be due and payable on May 1, 1982, together with the interest due at the Tax Exempt Rate. Thereafter interest on the Note shall be payable at the Tax Exempt Rate on each February 1, May 1, August 1, and November 1 until the outstanding principal amount of the Note is paid in full.

In the event the maximum tax rate applicable to the Registered Owner or the holder of any interest in the Note, whether by participation or otherwise, under Section 11(b)(5) of the Internal Revenue Code of 1954, as amended, shall either be increased or reduced on or after February 1, 1982, the Tax Exempt Rate shall be adjusted as of the effective date of such change to equal the product obtained by multiplying such interest rate by a fraction, the numerator of which shall be one minus the new maximum federal corporate income tax rate and the denominator of which shall be one minus the maximum federal corporate income tax rate existing on the date of execution of the Note (the "Adjusted Tax Exempt Rate"). The Adjusted Tax Exempt Rate shall be rounded to the nearest one-tenth of one percent. In no event shall the Adjusted Tax Exempt Rate (i) exceed the Taxable Rate, or (ii) be applicable with respect