

Section 7.03. Eminent Domain. If all or any part of the Trust Estate shall be taken by the exercise of the right of eminent domain, the Trustees may, upon delivery to them of a Request together with the award for such taking, release the property so taken and the Trustees shall be fully protected in so doing upon being furnished with an Officers' Certificate and an Opinion of Counsel covering such matters as may, in their sole discretion, be specified by the Trustees. Any such award paid to the Trustees shall be held by the Trustees as a part of the Trust Estate and shall be disposed of as provided in Section 7.05.

Section 7.04. Disposal of Property No Longer Necessary. Upon the terms and conditions and subject to the restrictions in this Section contained, the Company may at any time and from time to time, so long as no Event of Default has occurred and is continuing, sell any property (including, without limitation, the sale or residential properties to employees of the Company) that may be subject to the lien hereof which on the basis of an Officers' Certificate is no longer necessary or advantageous in the business of the Company and the fair market value of which is not more than the amount of fair value to the Company, as the case may be, of the consideration to be received therefor (which consideration must consist of cash, purchase money obligations or real or tangible personal property); and, if no Event of Default has occurred and is continuing to the knowledge of the Trustees, (i) the Trustees shall release the same from the lien of this Indenture upon receipt by the Trustees of an Officers' Certificate, an Opinion of Counsel, and such other documents, if any, as may be required by the Trustees and covering such matters as may, in their sole discretion, be specified by the Trustees, provided that the Trustees shall not release any property pursuant to this clause (i) if the fair market value thereof and of all property theretofore so released by the Trustee shall exceed \$250,000 in the aggregate in any calendar year, and (ii) in the case of any release not authorized by clause (i) above, the Trustees shall release such property from the lien of this Indenture only upon the written waiver or consent of the holders of not less than 66 2/3% in aggregate principal amount of the Bonds at the time outstanding, and, as a further condition to the release in each such case, the receipt by the Trustees of the cash included in such consideration, the purchase money obligations included therein together with appropriate instruments of assignment and, to the extent tangible property shall have been included in such consideration and is not being subjected to the lien of this Indenture, cash in an amount equal to the fair value thereof.

All moneys received by the Trustees pursuant to this Section shall be held and disposed of as provided in Section 7.05. All purchase money obligations deposited with the Trustees pursuant to this Section shall be held by the Trustees as a part of the proceeds of the Trust Estate and the Trustees shall collect all moneys paid on the principal thereof and the Trustees shall hold and dispose

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