

modification thereof, substitutions therefor and additions thereto and excluding deletions therefrom.

"Qualifying Costs" shall mean those Costs of the Project which: (i) are not Neutral Costs; (ii) are for the acquisition of land or property of a character subject to the allowance for depreciation under IRC Section 167, including all amounts paid or payable and incurred which are chargeable to the capital account for the Project or which would be so chargeable either with a proper election by a taxpayer or but for a proper election by a taxpayer to deduct such amounts; and (iii) are paid or incurred by the Corporation or any related person, as such term is employed in IRC Section 103, after March 26, 1984.

"Registered Owner" shall mean the Person or Persons in whose name or names a particular Note shall be registered on the Note Register.

"Requisition Certificate" shall mean a certificate substantially in the form of Exhibit D hereto.

"Revenues" shall mean all payments, receipts and revenues which the Issuer has a right to receive under or pursuant to the Agreement or in respect of the mortgage given thereunder (other than payment of Administration Expenses and indemnification payments pursuant to Section 4.01 and 7.04, respectively, of the Agreement) and the proceeds of the Notes.

"Series A Note" shall mean the \$6,300,000 "City of Greenville, South Carolina, Industrial Development Revenue Note (The Vitamin Company, Inc. Project) 1984, Series A," authorized, executed and delivered by the Issuer and delivered under the Indenture and any notes, executed and delivered under the Indenture in lieu of or in substitution therefor.

"Series B Note" shall mean the \$2,000,000 "City of Greenville, South Carolina, Industrial Development Revenue Note (The Vitamin Company, Inc. Project) 1984, Series B," authorized, executed and delivered by the Issuer and delivered under the Indenture and any notes, executed and delivered under the Indenture in lieu of or in substitution therefor.

"State" shall mean the State of South Carolina.