

under the Assignment and the Payment Agreement and in and to all moneys to become due thereunder. Moneys held by the Trustees in trust for the payment of specific Bonds and specific interest installments shall not be deemed to be part of the Mortgaged Property or Trust Estate.

*Nylon 66 Plant:*

The term "Nylon 66 Plant" shall mean the lands owned by the Company in the County of Greenville, South Carolina, and the buildings and improvements thereon and related facilities, whether now or hereafter owned, constructed or acquired by such corporation, for the production of nylon 66 fibers.

*Officers' Certificate:*

The term "Officers' Certificate" shall mean a certificate signed by the President or a Vice President and the Treasurer or an Assistant Treasurer or the Secretary or an Assistant Secretary of the Company.

*Opinion of Counsel:*

The term "Opinion of Counsel" shall mean an opinion or opinions in writing signed by counsel, who may be of counsel to the Company, acceptable to the Trustee.

*Payment Agreement:*

The term "Payment Agreement" shall mean an agreement executed and delivered by Imperial and the Trustee, in substantially the form attached as Exhibit E to the 1984 Purchase Agreements; as originally executed, or as the same may be supplemented, modified or amended.

*Permitted Encumbrances:*

The term "Permitted Encumbrances" shall mean any Liens permitted by clauses (i), (ii) and (iii) of Division A of Section 5.10.

*Person:*

The term "Person" shall mean and include an individual, a partnership, a joint venture, a corporation, a trust, an unincorporated organization and a government or any department or agency thereof.