

granting any such application the Trustee shall not be bound to make any further investigation into the matters stated in any such resolution, certificate, statement, opinion, report or order, unless requested in writing so to do by not less than twenty-five per cent (25%) of the Bondholders and furnished with adequate security and indemnity against the costs and expenses of such examination; but it may do so. The Trustee shall be entitled to receive an officers' certificate as conclusive proof of any fact or matter required to be ascertained by it hereunder, unless otherwise specifically required herein. The Trustee may advise with counsel and the opinion of such counsel, and any such certificate, or any other evidence, prescribed by this Indenture, which the Trustee may accept, shall be a full protection and justification for anything suffered or done by it in good faith in reliance thereupon. The Trustee shall not be accountable for the use or application by the Company of any Bonds authenticated and delivered hereunder or of the proceeds of such Bonds, or for the use or application of any moneys paid over by it or any property released by it from the lien hereof or to the transfer of which it has consented, in accordance with any provisions of this Indenture. The Trustee will allow and credit to the Company upon any moneys which it may at any time receive under any of the provisions of this Indenture interest at the rate allowed at the same time by the Trustee on other deposits of a similar nature and will pay over such interest to the Company from time to time so long as the Company is not to the knowledge of the Trustee in default hereunder.

All moneys received by the Trustee under or pursuant to any provision of this Indenture shall constitute trust funds for the purposes for which they were paid or are held, but need not be segregated in any manner from any other moneys and may be deposited by the Trustee in its general banking department.

SECTION 3. Any successor, by merger, consolidation or otherwise, to substantially all the business and assets of the Trustee shall succeed to the rights and obligations of the Trustee hereunder and shall be the Trustee hereunder. The Trustee may resign and be discharged from the trusts hereby created by giving not less than four weeks' prior written notice thereof to the Company and by publishing such notice at least once a week, for four successive calendar weeks, in one authorized newspaper in the City of Charlotte, North Carolina, and in one authorized newspaper in the Borough of Manhattan, The City of New York, and by due execution of the instruments and the assignment, transfer and delivery of all property and moneys held by it as Trustee as herein required. But the publishing of such notice of resignation need not be made if consent to such resignation shall have been given in writing by the holders of all Bonds at the time outstanding. The Trustee may be removed at any time by a majority of the Bondholders, by an instrument or concurrent instruments in writing, signed in duplicate by such Bondholders, of which one copy shall be filed with the Company and the other with the Trustee for the time being. In case at any time the Trustee shall resign, or shall be removed or be dissolved or otherwise shall become incapable of acting, or in case control of the Trustee or of its officers shall be taken over by any public officer or officers, a successor trustee may be appointed by a majority of the Bondholders, by an instrument or concurrent instruments in writing signed in duplicate by such Bondholders, and filed, one copy with the Company and the other with the successor trustee; but until a successor trustee shall be so appointed by the Bondholders as herein authorized, the Company by order of its Board of Directors or, in case the trust estate shall be in the possession of one or more receivers lawfully appointed, trustees in bankruptcy or reorganization proceedings (including a trustee or trustees appointed under the provisions of Section 77 of An Act to establish a uniform system of bankruptcy throughout the United States, approved July 1, 1898, as amended), or assignees for the benefit of creditors, such receivers, trustees or assignees, by an instrument in writing, may in any such case appoint a successor trustee. After any such appointment other than by the Bondholders, the Company or such receivers, trustees or assignees, as the