

Indentures, grant and convey unto said Trustee certain of its properties, real, personal and mixed, in order to secure the payment of the principal of and premium, if any, and interest on all Bonds at any time issued and outstanding under the Original Indenture and all indentures supplemental thereto (said Original Indenture and all indentures supplemental thereto, including this Supplemental Indenture, being hereinafter referred to collectively as the "Indenture"), all upon the terms and conditions and trusts specified in the Indenture; and

WHEREAS, §16.01 of the Original Indenture, as amended by Section 5.08 of the Seventh Supplemental Indenture, provides, among other things, that the Company may execute and file with the Trustee and the Trustee at the request of the Company may join in indentures supplemental to the Indenture and which thereafter shall form a part thereof for the purposes, among other things, of (a) providing for the creation of any new series of Bonds, as established by resolution of the Board of Directors of the Company pursuant to §2.01 and §2.02 of the Indenture, and to fix the terms of such series, (b) subjecting to the lien of the Indenture or perfecting the lien thereof upon any additional properties of any character, and (c) adding to the covenants and agreements of the Company contained in the Indenture; and

WHEREAS, Section 6.01 of the Ninth Supplemental Indenture provides, among other things, that, with certain designated exceptions, no Bonds of any series will be issued which have a maturity earlier than March 1, 1987, so long as any of the Bonds of the 1987 Series are outstanding; and whereas, the provisions of said Section 6.01 have been waived by the holders of not less than Sixty-Six and Two-Thirds Percent (66 2/3%) in principal amount of the Bonds of the 1987 Series in accordance with the provisions of Article 12 of the Indenture and as evidenced by written consents dated as of May 15, 1968.

AND WHEREAS, Section 6.01 of the Eleventh Supplemental Indenture provides, among other things, that, with certain designated exceptions, no Bonds of any series will be issued which have a maturity earlier than