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supplemental indenture to be signed in its name by its President or a Vice President and its corporate seal to be hereunto affixed, and the same to be attested by its Secretary or an Assistant Secretary, all as of the day and year first above written.

DUKE POWER COMPANY

Assistant Secretary

Signed, sealed, executed, acknowledged and delivered by DUKE POWER COMPANY, in the presence of:

MORGAN GUARANTY TRUST COMPANY of New York

> W. J. McGoldrick, Vice President .

ATTEST:

M. J. THOMPSON,

Assistant Secretary

Signed, sealed, executed, acknowledged and delivered by Morgan Guranty Trust Company of New York, in the presence of:

M. J. D. Curyelie