

Whenever the Company shall apply for the authentication and delivery of Bonds pursuant to clause (a) of the first paragraph of this Section 2.04, the Company, unless the Seaboard Mortgage has been satisfied and discharged (in which event the Company shall file with the Corporate Trustee a certificate of the corporate trustee of the Seaboard Mortgage evidencing such satisfaction and discharge and an Opinion of Counsel that such satisfaction and discharge is valid and effective), shall, as conditions to the authentication and delivery of such Bonds, deliver to and pledge with the Corporate Trustee a principal amount of bonds issued pursuant to the Seaboard Mortgage not less than the principal amount of the Bonds the authentication and delivery of which is requested and having a maturity no earlier than the latest maturity of any other bonds then outstanding under the Seaboard Mortgage other than bonds then pledged under this Indenture, deliver to the Corporate Trustee an Officers' Certificate stating that such bonds were issued in accordance with the provisions of Section 3 of Article Two of the Seaboard Mortgage in respect of Bondable Additions and Betterments (as defined in the Seaboard Mortgage) made on or prior to December 31, 1970, and deliver to the Corporate Trustee an Opinion of Counsel to the effect that

(1) the bonds so delivered have been duly and validly issued and constitute valid and binding obligations of the Company enforceable according to their terms, are secured by the Seaboard Mortgage, and may properly be pledged under this Indenture in accordance with the applicable provisions of the Seaboard Mortgage;

(2) such bonds upon delivery to the Corporate Trustee will be duly and validly pledged under this Indenture; and

(3) the principal amount and the maturity of such bonds are as required by the provisions hereinabove set forth in this paragraph.

Whenever the Company shall apply for the authentication and delivery of Bonds pursuant to clause (b) of the first paragraph of this Section 2.04, the Company, unless the Coast Line Mortgage has been satisfied and discharged (in which event the Company shall file with the Corporate Trustee a certificate of the corporate trustee of the Coast Line Mortgage evidencing such satisfaction and discharge and an Opinion of Counsel that such satisfaction and discharge is valid and effective), shall, as conditions to the authentication and delivery of such Bonds, deliver to and pledge with the Corporate