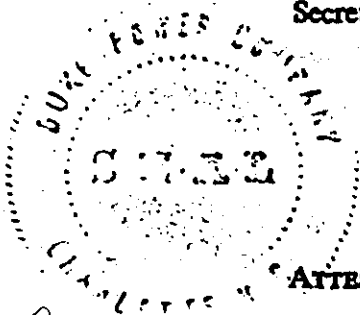


Trust Company of New York, the party of the second part hereto, in token of its acceptance of the trust hereby created, has caused this supplemental indenture to be signed in its name by one of its Vice Presidents and its corporate seal to be hereunto affixed, and the same to be attested by one of its Assistant Secretaries, all as of the day and year first above written.



DUKE POWER COMPANY

By *R. E. Frazer*
R. E. FRAZER
Vice President

ATTEST:

[Handwritten mark]

Dorothea B. Stroupe
DOROTHEA B. STROUPE
Assistant Secretary



MORGAN GUARANTY TRUST COMPANY
OF NEW YORK

By *W. J. McGoldrick*
W. J. MCGOLDRICK
Vice President

ATTEST:

M. J. Thompson
M. J. THOMPSON
Assistant Secretary