

SECTION 10.09. Appointment of CoTrustee: In the event of the incapacity or lack of authority of the Trustee, by reason of any present or future law of any jurisdiction, to exercise any of the powers, rights or remedies herein granted the Trustee, or to hold title to the Trust Estate as herein granted, or to take any other action which may be necessary or desirable in connection therewith, the County and the Trustee shall have the power to appoint one or more individuals or additional institutions approved by the Trustee, either to act as cotrustee or cotrustees jointly with the Trustee of all or any part of the Trust Estate, or to act as separate trustee or trustees of all or any part of the Trust Estate, in either case with such rights, powers, and duties (including retirement and removal) as may be provided in the instrument of appointment, and to vest in such individuals or institutions or as such cotrustee or separate trustee any property, title, right or power deemed necessary or desirable.

The County upon written request of the Trustee shall for such purpose join with the Trustee in the execution, delivery and performance of all instruments necessary or proper to appoint such individuals or institutions as cotrustees or separate trustees. If the County shall not join in such appointment within fifteen (15) days after the receipt by it of the request of the Trustee so to do, the Trustee shall have the power to make such appointment.

In the event of the appointment of a cotrustee or separate trustee, each and every remedy, power, right, claim, demand, cause of action, immunity, estate, title, interest and lien expressed or intended by the Indenture to be exercised by or vested in or conveyed to the Trustee with respect thereto shall be exercisable by and vest in such separate cotrustee, but only to the extent necessary to enable such separate or cotrustee to exercise such powers, rights and remedies, and every covenant and obligation necessary to the exercise thereof by such separate or cotrustee shall run to and be enforceable by either the Trustee or by such separate or cotrustee. Should any deed, conveyance or instrument in writing from the County be required by the cotrustee or separate trustee so appointed for more fully and certainly vesting in and confirming to him or it such properties, rights, powers, trusts, duties and obligations, any and all such deeds, conveyances and instruments in writing shall, on request, be executed, acknowledged and delivered by the County.

In case any cotrustee or separate trustee or a successor to either, shall die, become incapable of acting, resign or be removed, all the estates, properties, rights, powers, trusts, duties and obligations of said co-trustee or separate trustee so far as permitted by law, shall vest in and be exercised by the Trustee until the appointment of a new trustee or successor to such cotrustee or separate trustee.