STATE OF NEW YORK, COUNTY OF NEW YORK, } ss.

WILL T. NEILL, being duly sworn, deposes and says that he is a Vice President of Pacific Power & Light Company, the Mortgagor named in the foregoing instrument (including the Mortgage and the First, Second, Third and Fourth Supplemental Indentures in addition to this Fifth Supplemental Indenture), and makes this affidavit for and on its behalf; that said Mortgage, First, Second, Third and Fourth Supplemental Indentures and this Fifth Supplemental Indenture are made in good faith, and without any design to hinder, delay, or defraud creditors.

Mill Theill

Subscribed and sworn to before me this 29th day of July, 1954.

aliem. Pouce

Notary Public

ALICE M. POWELL
Notary Public, State of New York
Qualified in Queens County
No. 41-3145500
Cert. filed in Queens, New York,
Kings & Westchester
Register's Office—Queens N. Y. & Kings
Commission Expires March 30, 1955

Residing at Jackson Heights, N. Y.

FUELICE