

and deliver any and all Bonds which shall have been previously signed by the proper officers of the Company and delivered to the Trustee for authentication and any of such Bonds which such successor corporation shall thereafter, in accordance with the provisions of this Indenture, cause to be signed and delivered to the Trustee for that purpose. As a condition precedent to the execution by such successor corporation and the authentication and delivery by the Trustee of any Bonds in addition to those at the time outstanding (other than pursuant to §2.13 or upon the basis of refundable Bonds pursuant to §4.06) or to the withdrawal pursuant to §9.04(a) or §9.04(b) of any cash deposited with the Trustee as the basis for the authentication and delivery of Bonds, the successor corporation shall subject all of the properties and franchises then owned or thereafter acquired by it (except properties of the nature of excepted property) to the lien of this Indenture; and in case of the exercise of any other privilege with respect to property additions conferred upon the Company by this Indenture, the successor corporation shall subject all property additions which are made the basis for the exercise of such privilege to the lien of this Indenture. All Bonds so authenticated and delivered shall in all respects have the same rank and security as the Bonds theretofore or thereafter authenticated and delivered in accordance with the terms of this Indenture.

Subject to the provisions of §14.02, the Trustee may receive an Opinion of Counsel as conclusive evidence that any supplemental indenture complies with the foregoing conditions and provisions of this §13.02.

§13.03. No consolidation of the Company with, and no merger of the Company into, and no conveyance of all or substantially all of the assets of the Company to, a successor corporation shall or is intended to subject to the lien of this Indenture any or all of the property or franchises of the successor corporation, except as in §13.02 or in this §13.03 provided, unless the successor corporation, in its discretion, shall subject the same to the lien hereof or unless the successor corporation shall exercise the privilege of obtaining the authentication and delivery pursuant to §4.02, §4.03,