

In the case of the release of purchase money obligations of the nature specified in this *Subdivision (d)*, cash, which shall be received by the Trustee as a part of the trust estate, in an amount equal to the principal amount of such obligations.

(e) An Opinion of Counsel, dated within ten days before the date of the Company's application seeking such release, to the effect that all conditions precedent provided for in this Indenture relating to the release of the property in question have been complied with and stating, in case the Trustees are requested to release any franchise, that such release will not impair the right to the Company to operate any of its remaining properties.

(f) An Officers' Certificate, dated within ten days before the date of the Company's application seeking such release, stating in substance that in the opinion of the signers all conditions precedent provided for in this Indenture relating to the release of the property in question have been complied with.

The amount of cash required to be deposited pursuant to *Subdivision (d)* of this § 8.03 may, at the election of the Company, be reduced by an amount equivalent to the amount of cash which could at the time be withdrawn pursuant to § 9.01 or § 9.02, by simultaneous compliance therewith, except that any certificates required to be filed with the Trustee pursuant to § 9.01 or § 9.02 shall refer to the reduction of cash rather than to the withdrawal of cash.

If the property to be released is subject to a purchase money lien, the certificate of the trustee or other holder of any such purchase money lien, that it has received cash or purchase money obligations of the nature specified in *Subdivision (d)* of this § 8.03 in an amount set forth in such certificate, shall (except in cases where all of the property subject to such purchase money lien is being released) be accepted by the Trustee hereunder to the extent of the amount so received by such other trustee or other holder, in lieu of cash and obligations required by *Subdivision (d)* of this § 8.03 to be delivered to the Trustee upon the release of said property.

§ 8.04. Should any part, but less than substantially all, of the trust estate be taken by the exercise of a power of eminent domain, the Trustee may accept any award or agreed consideration therefor,