

provided, however, that the Company shall have the right, upon delivery to the Corporate Trustee on or before the October 15 or the April 15, as the case may be, next preceding any such Sinking Fund payment date of a written request stating its election so to do, to satisfy in whole or in part any such Sinking Fund payment due on such date, by crediting against such Sinking Fund payment

(a) bonds of the Second 1966 Series at any time theretofore delivered to the Corporate Trustee for the Sinking Fund; or

(b) bonds of the Second 1966 Series which shall have been redeemed at any time prior to such date of delivery at the regular redemption price as provided in Section 3A.03 hereof;

and which bonds shall not theretofore have been made the basis of the authentication and delivery of bonds or the withdrawal of cash or of any other credit under this Indenture.

Any bonds so delivered, or redeemed and credited, against any Sinking Fund payment shall reduce by their principal amount the principal amount of bonds required to be redeemed by such Sinking Fund payment. Any balance of any Sinking Fund payment not satisfied by credits taken pursuant to the foregoing provisions shall be paid in cash.

All bonds delivered to the Corporate Trustee for credit against the Sinking Fund shall be accompanied by all unmatured coupons, if any, thereto appertaining, and shall be accompanied by a certificate signed by the Treasurer or an Assistant Treasurer of the Company showing that such bonds have been duly issued and *bona fide* sold or otherwise negotiated to persons other than an affiliate of the Company and have been reacquired by the Company and stating that none of such bonds has theretofore been made the basis of the authentication and delivery of bonds or the withdrawal of cash or of any other credit under this Indenture. All bonds delivered to the Corporate Trustee and credited against any Sinking Fund payment and all bonds redeemed by operation of, or the redemption of which has been made the basis of a credit against, the Sinking Fund, shall be cancelled, and so long as any of the bonds of any of the present series are out-