

delegate to the Trustees in so far as permitted by law, and may exercise every right and perform every duty hereinbefore required to be exercised or performed by him or it, through the Trustees as his or its agents, unless the Trustees are not permitted by law so to act, and may adopt, ratify and confirm any act done by the Trustees, and until the co-trustee is requested in writing by the Trustees to act as above provided, every act of the Trustees shall be deemed to have been performed as the agent of the co-trustee in so far as necessary to the effectual operation of this Indenture. The Trustees shall be under no duty to request the co-trustee to act as above provided unless they shall have declined to act themselves or shall have received an opinion of counsel to the effect that they are unqualified, unauthorized, unable or incompetent to act in any given instance, and the Trustees shall be under no liability for failure to make such request prior to so declining or to receiving such opinion of counsel. The co-trustee shall in no event be responsible or liable personally for any act of the Trustees performed as agents, attorneys or otherwise, and may conclusively assume that he or it is permitted by law to delegate his or its powers and duties hereunder to the Trustees and to exercise and perform his or its powers and duties hereunder through the Trustees as his or its agents, unless and until he or it is otherwise advised in writing by counsel.

SECTION 11.16. No bond or other security shall be required either of the Trustees or any successor trustee or co-trustee unless ordered by a court having jurisdiction and for cause shown.

#### ARTICLE TWELVE.

##### Modifications of Indenture with Consent of Bondholders.

SECTION 12.01. Modifications or alterations of this Indenture and/or of any indenture supplemental hereto and/or of the rights and obligations of the Company and/or of the holders of bonds and coupons issued hereunder may be made by a supplemental indenture at any time or from time to time when authorized by the Board of Directors of the Company by resolution duly adopted and when consented to in writing