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affixed his seal, all in The City of New York, the 5th day of October, 1965, as of October 1, 1965.

[CORPORATE SEAL]

PACIFIC POWER & LIGHT COMPANY,

By *W. L. Baker*
Vice President.

Attest:

J. K. Bates
Assistant Secretary.

Executed, sealed and delivered by PACIFIC
POWER & LIGHT COMPANY in the presence of:

Anthony J. Ricotta
R. E. [illegible]

MORGAN GUARANTY TRUST COMPANY
OF NEW YORK,

[CORPORATE SEAL]

By *[illegible]*
Trust Officer.

Attest:

[illegible]
Assistant Secretary.

Executed, sealed and delivered by MORGAN
GUARANTY TRUST COMPANY OF NEW YORK
in the presence of:

X. August
J. Foley

Wesley L. Baker (L.S.)
Wesley L. Baker

Executed, sealed and delivered by WESLEY L.
BAKER in the presence of:

X. August
J. Foley