

served as Individual Trustee under terms of the Original Indenture as supplemented by the nine Supplemental Indentures, and upon his resignation on such date the Individual Trustee was duly appointed as successor to E. L. Blaine, Jr. as Individual Trustee pursuant to the provisions of Section 16.10 of the Original Indenture; and

WHEREAS the Company has taken due corporate action to provide for the immediate issuance, execution, authentication and delivery of Two Million Seven Hundred Fifty Thousand Dollars (\$2,750,000) in aggregate principal amount of said First Mortgage Bonds, to be known as the Company's First Mortgage Bonds, Series J, the said Series J Bonds to be issued against net bondable expenditures for property additions under the provisions of Article Four of the Original Indenture; and

WHEREAS the fully registered bonds without coupons and the coupon bonds of Series J to be issued hereunder, the coupons to be attached thereto and the certificate of the Trustee to be endorsed on the bonds are to be substantially in the following forms respectively, to wit:

Form of Series J Fully
Registered Bond Without Coupon

\$.....

No. R

First Mortgage Bond
Series J

Due December 1,
1997