

teenth Series), in the aggregate principal amount of Four Million Nine Hundred Fifty-one Thousand Dollars (\$4,951,000), all of which are now Outstanding; bonds of a series entitled and designated First Mortgage Bonds, $4\frac{1}{8}\%$ Series due June 1, 1981 (hereinafter called the bonds of the Eighteenth Series), in the aggregate principal amount of Five Million Eight Hundred Forty-nine Thousand Dollars (\$5,849,000), all of which are now Outstanding; bonds of a series entitled and designated First Mortgage Bonds, $4\frac{1}{8}\%$ Series due October 1, 1982 (hereinafter called the bonds of the Nineteenth Series), in the aggregate principal amount of Six Million One Hundred Fifty-seven Thousand Dollars (\$6,157,000), all of which are now Outstanding; bonds of a series entitled and designated First Mortgage Bonds, $3\frac{3}{4}\%$ Series due March 1, 1984 (hereinafter called the bonds of the Twentieth Series), in the aggregate principal amount of Eight Million Six Hundred Fifty-nine Thousand Dollars (\$8,659,000), all of which are now Outstanding; bonds of a series entitled and designated First Mortgage Bonds, $4\frac{3}{8}\%$ Series due May 1, 1986 (hereinafter called the bonds of the Twenty-first Series), in the aggregate principal amount of Fourteen Million Four Hundred Fifty-four Thousand Dollars (\$14,454,000), all of which are now Outstanding; bonds of a series entitled and designated First Mortgage Bonds, $4\frac{5}{8}\%$ Series due 1993 (hereinafter called the bonds of the Twenty-second Series), in the aggregate principal amount of Thirty Million Dollars (\$30,000,000), all of which are now Outstanding; bonds of a series entitled and designated First Mortgage Bonds, $4\frac{5}{8}\%$ Series due 1994 (hereinafter called bonds of the Twenty-third Series), in the aggregate principal amount of Thirty Million Dollars (\$30,000,000), all of which are now Outstanding; and bonds of a series entitled and designated First Mortgage Bonds, 5% Series due 1995 (hereinafter called bonds of the Twenty-fourth Series), in the aggregate principal amount of Thirty Million Dollars (\$30,000,000), all of which are now Outstanding; and

WHEREAS, Article XIX of the Mortgage provides, among other things, that, subject to the provisions of Sections 71, 80 and 116 of the Mortgage, any modification or alteration of the Mortgage (including any indenture supplemental thereto) and/or any of the rights and obligations of the Company and/or the rights of the holders of the bonds and/or coupons issued thereunder in any particular may be made at a meeting of bondholders duly convened and held in accordance with the