

AND CANCELLED, OR (B) THAT IN SO FAR AS SUCH OUTSTANDING UNDERLYING BONDS HAVE NOT BEEN PAID, RETIRED AND CANCELLED, A SUM IN CASH SUFFICIENT TO PAY AND RETIRE THE SAME HAS BEEN DEPOSITED WITH THE TRUSTEE UNDER SUCH MORTGAGE AND THAT SUCH MORTGAGE HAS BEEN CANCELLED AND DISCHARGED, OR WILL BE CANCELLED AND DISCHARGED IN DUE COURSE; PROVIDED, THAT, IN THE CASE OF THE PURCHASE, PAYMENT OR RETIREMENT OF ANY UNDERLYING BONDS OTHER THAN JUNIOR UNDERLYING BONDS, THERE SHALL ALSO BE DELIVERED TO THE TRUSTEE FOR DEPOSIT AND PLEDGE HEREUNDER, JUNIOR UNDERLYING BONDS IN PRINCIPAL AMOUNT AT LEAST EQUAL TO THE AMOUNT OF CASH SO PAID OUT.

THE TRUSTEE SHALL HOLD ANY UNDERLYING BONDS AND ANY BONDS SECURED BY A JUNIOR UNDERLYING MORTGAGE AT ANY TIME/ <sup>DELIVERED</sup> TO IT UNDER THIS SECTION 26, IN TRUST, AS ADDITIONAL SECURITY FOR THE PAYMENT OF THE PRINCIPAL AND INTEREST OF THE BONDS SECURED BY THIS INDENTURE, SUBJECT TO THE PROVISIONS OF ARTICLE SEVENTH HEREOF.

III. A CERTIFICATE SIGNED BY THE PRESIDENT OR A VICE-PRESIDENT AND THE AUDITOR OR TREASURER OF THE COMPANY AS TO ANY FACTS PERTINENT OR REQUIRED TO BE ESTABLISHED UNDER THIS SECTION 26 SHALL, EXCEPT WHEN OTHER EVIDENCE SHALL BE EXPRESSLY REQUIRED, BE CONCLUSIVE EVIDENCE TO THE TRUSTEE OF SUCH FACTS AND SHALL CONSTITUTE FULL AUTHORITY FOR THE ACTION OF THE TRUSTEE IN ACCORDANCE THEREWITH.

SECTION 27. AT ANY TIME OR TIMES, AT OR PRIOR TO THE MATURITY OF ANY SERIES OF BONDS ISSUED HEREUNDER, THE COMPANY, IN ORDER TO PROVIDE THE MEANS TO PAY OR REDEEM THE SAME, MAY EXECUTE AND, UPON RECEIPT BY THE TRUSTEE OF A COPY OF A RESOLUTION OR RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE COMPANY, CERTIFIED BY ITS SECRETARY OR AN ASSISTANT SECRETARY, UNDER ITS CORPORATE SEAL, AUTHORIZING THE EXECUTION AND ISSUE OF AN AGGREGATE PRINCIPAL AMOUNT OF BONDS OF SUCH SERIES, BEARING SUCH RATE OF INTEREST AND HAVING SUCH OTHER TERMS OR PROVISIONS AUTHORIZED OR PERMITTED BY THIS INDENTURE AS SHALL BE SPECIFIED IN SUCH RESOLUTION OR RESOLUTIONS, NOT EXCEEDING THE AGGREGATE PRINCIPAL AMOUNT OF THE OUTSTANDING BONDS OF THE SERIES WHICH IT IS DESIRED TO PAY OR REDEEM (WHICH SHALL BE DESCRIBED THEREIN), AND REQUESTING THE TRUSTEE TO AUTHENTICATE THE SAME, AND UPON THE EXECUTION AND DELIVERY, IN ACCORDANCE WITH THE PROVISIONS OF ARTICLE ELEVENTH HEREOF, OF SUCH SUPPLEMENTAL INDENTURE OR AGREEMENT (IF ANY) AS THE TRUSTEE MAY DEEM NECESSARY OR ADVISABLE WITH RESPECT TO SUCH SERIES, THE TRUSTEE SHALL, SUBJECT TO THE PROVISIONS OF THIS INDENTURE, AUTHENTICATE AND DELIVER TO OR UPON THE WRITTEN ORDER OF THE COMPANY, SIGNED BY ITS PRESIDENT OR A VICE-PRESIDENT AND ITS SECRETARY OR AN ASSISTANT SECRETARY, BONDS OF THE CHARACTER AND IN THE AMOUNTS SPECIFIED IN THE SAID RESOLUTIONS AND SUPPLEMENTAL INDENTURE OR AGREEMENT (IF ANY), WITH ALL UNMATURED INTEREST COUPONS ATTACHED TO COUPON BONDS; PROVIDED, THAT THERE SHALL BE DEPOSITED WITH THE TRUSTEE IN EXCHANGE THEREFOR (A), IN THE CASE OF THE PAYMENT OF A SERIES OF BONDS AT MATURITY, AN AMOUNT IN CASH EQUAL TO THE AGGREGATE PRINCIPAL AMOUNT OF ALL THE OUTSTANDING BONDS OF THE SERIES WHICH IT IS DESIRED TO PAY, (B), IN THE CASE OF THE REDEMPTION OF A SERIES OF BONDS BEFORE MATURITY, AN AMOUNT IN CASH EQUAL TO THE AMOUNT REQUIRED FOR THE REDEMPTION, AT THE REDEMPTION PRICE THEREOF, OF ALL THE OUTSTANDING BONDS OF THE SERIES WHICH IT IS DESIRED TO REDEEM; AND PROVIDED, FURTHER, THAT, IN THE CASE OF THE REDEMPTION OF A SERIES OF BONDS BEFORE MATURITY, IN CASE OF THE BONDS OF WHICH THE AUTHENTICATION AND DELIVERY IS REQUESTED SHALL BEAR A HIGHER RATE OF INTEREST THAN THE BONDS SO TO BE REDEEMED, THE COMPANY SHALL ALSO DELIVER TO THE TRUSTEE A CERTIFICATE SIGNED BY THE PRESIDENT OR A VICE-PRESIDENT AND THE AUDITOR OR TREASURER OF THE COMPANY, VERIFIED BY ONE