

FUNCTION OF THE BANKERS HEREUNDER, NEITHER THE BANKERS NOR THE TRUST COMPANY NOR ANY SUCH APPOINTEE SHALL UNDER ANY CIRCUMSTANCES INCUR ANY RESPONSIBILITY WHATEVER, IT BEING EXPRESSLY UNDERSTOOD THAT THE TRUST COMPANY SHALL BE UNDER NO OBLIGATION IN ANY EVENT TO EXERCISE ANY POWER CONFERRED HEREBY ON THE BANKERS AND THAT THE EXERCISE OF ANY SUCH POWER BY THE TRUST COMPANY IN ANY ONE EVENT SHALL CREATE NO OBLIGATION ON ITS PART TO EXERCISE ANY SUCH POWER IN ANY OTHER OR FURTHER EVENT.

SEC. 4. "OUTSTANDING," AS USED HEREIN WITH REFERENCE TO THE BONDS, SHALL UNLESS THE CONTEXT OTHERWISE EXPRESSLY INDICATES, MEAN ALL BONDS WHICH SHALL HAVE BEEN AUTHENTICATED AND DELIVERED HEREUNDER AND WHICH HAVE NOT BEEN CANCELED BY THE TRUSTEES, OR EITHER OF THEM, EXCEPT BONDS WHICH HAVE BEEN CALLED FOR REDEMPTION AND TO THE CREDIT WHEREOF SUMS SHALL HAVE BEEN PLACED AS PROVIDED IN ARTICLE IV. HEREOF, AND EXCEPT THAT IN DETERMINING THE BONDS OUTSTANDING THERE SHALL NOT BE INCLUDED BONDS AT ANY TIME PREVIOUSLY AUTHENTICATED AND DELIVERED HEREUNDER IN LIEU OF AND EXCHANGE AND SUBSTITUTION FOR WHICH ANY NEW BOND HAS BEEN AUTHENTICATED AND DELIVERED IN ACCORDANCE WITH THE PROVISIONS OF SECTION 10 OF ARTICLE I. OF THIS INDENTURE.

SEC. 5. EACH AND EVERY ESTATE, RIGHT, TITLE, INTEREST, LIEN, CLAIM, DEMAND AND CAUSE OF ACTION EXPRESSED OR INTENDED BY THIS INDENTURE TO BE VESTED IN OR CONVEYED TO THE TRUSTEE SHALL (WHETHER OR NOT THE SAME SHALL BE LAWFULLY CONVEYED TO OR VESTED IN CENTRAL TRUST COMPANY OF ILLINOIS AND ITS SUCCESSORS IN TRUST HEREUNDER) IN ANY EVENT HEREBY VEST IN AND BE CONVEYED TO AKSEL K. BODHOLDT AND HIS SUCCESSORS IN TRUST HEREUNDER, AND EACH AND EVERY COVENANT OR OBLIGATION EXPRESSED OR INTENDED BY THIS INDENTURE TO RUN IN FAVOR OF, AND EACH AND EVERY RIGHT, POWER, REMEDY AND DUTY EXPRESSED OR INTENDED BY THIS INDENTURE TO BE CONFERRED UPON OR ENFORCEABLE BY, THE TRUSTEES SHALL (WHETHER OR NOT THE SAME SHALL LAWFULLY RUN IN FAVOR OF OR BE CONFERRED UPON OR BE ENFORCEABLE BY CENTRAL TRUST COMPANY OF ILLINOIS, AND ITS SUCCESSORS IN TRUST HEREUNDER) IN ANY EVENT RUN IN FAVOR OF, BE CONFERRED UPON AND BE ENFORCEABLE BY AKSEL K. BODHOLDT AND HIS SUCCESSORS IN TRUST HEREUNDER, WITH LIKE EFFECT, IN EACH AND EVERY CASE OF ANY INCAPACITY OF CENTRAL TRUST COMPANY OF ILLINOIS AND ITS SUCCESSORS IN TRUST HEREUNDER, AS THOUGH THIS INDENTURE WERE ORIGINALLY ENTERED INTO BETWEEN THE PARTY OF THE FIRST PART AND THE SAID AKSEL K. BODHOLDT AS SOLE TRUSTEE.

SEC. 6. NOTHING IN THIS INDENTURE, EXPRESSED OR IMPLIED, IS INTENDED OR SHALL BE CONSTRUED TO CONFER UPON ANY PERSON, FIRM OR CORPORATION, OTHER THAN THE PARTIES HERETO AND THE HOLDERS OF THE BONDS ISSUED UNDER AND SECURED BY THIS INDENTURE, ANY RIGHT, REMEDY OR CLAIM LEGAL OR EQUITABLE, UNDER OR BY REASON OF THIS INDENTURE, OR ANY COVENANT, CONDITION OR STIPULATION HEREOF; THIS INDENTURE, AND ALL ITS COVENANTS, CONDITIONS AND STIPULATIONS, BEING INTENDED TO BE, AND BEING FOR THE SOLE AND EXCLUSIVE BENEFIT OF THE PARTIES HERETO AND OF THE HOLDERS FROM TIME TO TIME OF THE BONDS HEREBY SECURED.

THIS INDENTURE MAY BE EXECUTED IN ANY NUMBER OF COUNTERPARTS, EACH OF WHICH IS, AND SHALL BE TAKEN, ACCEPTED AND RECEIVED BY THE PARTIES NAMED AND RECITED HEREIN, AND BY ALL PUBLIC OFFICERS FOR RECORDING DEEDS AND OTHER INSTRUMENTS, AND BY ALL OTHER PERSONS WHOMSOEVER, IN ANY BUSINESS OR PROCEEDING WHATEVER, LEGAL OR OTHERWISE BASED HEREON OR TRANSACTED IN CONNECTION HEREWITH, AS, AN ORIGINAL, AND ALL OF WHICH SHALL TOGETHER EVIDENCE BUT ONE AND THE SAME UNDERTAKING.

IN WITNESS WHEREOF, WEST COAST POWER COMPANY HAS CAUSED THIS INDENTURE TO BE SIGNED IN ITS NAME AND BEHALF BY ITS VICE-PRESIDENT, AND ITS CORPORATE SEAL TO BE HEREUNTO AFFIXED AND TO BE ATTESTED BY ITS ASST. SECRETARY; AND CENTRAL TRUST COMPANY