

COINCIDENTALLY WITH SUCH APPLICATION, AND EXCEPTING ALSO BONDS AUTHENTICATED AND DELIVERED AS PROVIDED IN SECTION 14 HEREOF; AND (B) THE BONDS WHOSE AUTHENTICATION AND DELIVERY IS THEN APPLIED FOR; AND (C) ALL INDEBTEDNESS, IF ANY, SECURED BY LIEN UPON THE TRUST ESTATE, OR ANY PART THEREOF, PRIOR TO THE LIEN OF THIS INDENTURE, OUTSTANDING AT THE DATE OF SAID CERTIFICATE, EXCEPTING, HOWEVER, ANY SUCH INDEBTEDNESS DEPOSITED WITH THE CORPORATE TRUSTEE HEREUNDER OR WITH THE TRUSTEE OR MORTGAGEE OF SOME OTHER PRIOR LIEN UPON THE TRUST ESTATE, OR FOR THE PAYMENT, REDEMPTION OR OTHER RETIREMENT WHEREOF CASH SHALL AT THE TIME BE DEPOSITED WITH THE CORPORATE TRUSTEE HEREUNDER OR WITH THE TRUSTEE OR MORTGAGEE OF SUCH PRIOR LIEN.

(3) THAT THE AMOUNT OF THE NET EARNINGS OF THE COMPANY SET FORTH AS PROVIDED BY CLAUSE (1) OF THIS PARAGRAPH HAVE BEEN AT LEAST EQUAL TO ONE AND THREE QUARTERS ( $1\frac{3}{4}$ ) TIMES THE AGGREGATE AMOUNT OF THE ANNUAL INTEREST CHARGES UPON THE COMPANY'S SECURED BONDED DEBT, AS SET FORTH AS PROVIDED BY CLAUSE (2) OF THIS PARAGRAPH.

(4) THAT SUCH NET EARNINGS HAVE BEEN COMPUTED AND ASCERTAINED AS HEREINAFTER IN SECTION 18 PROVIDED.

THE COMPANY COVENANTS AND AGREES THAT IF THE ANNUAL INTEREST CHARGES UPON ITS SECURED BONDED DEBT SHALL BE INCREASED AFTER THE DATE OF THE EARNINGS CERTIFICATE HEREINABOVE IN THIS PARAGRAPH C DESCRIBED, AND BEFORE THE AUTHENTICATION AND DELIVERY OF THE BONDS THEN APPLIED FOR, THE COMPANY WILL FILE WITH THE CORPORATE TRUSTEE A NEW EARNINGS CERTIFICATE SHOWING THE AMOUNT OF SAID ANNUAL INTEREST CHARGES AS SO INCREASED- IT BEING THE INTENTION HEREOF THAT NO BONDS SHALL BE AUTHENTICATED AND DELIVERED UNDER THE PROVISIONS OF THIS ARTICLE, UNLESS THE AMOUNT OF THE NET EARNINGS OF THE COMPANY HEREINABOVE REFERRED TO SHALL HAVE BEEN AT LEAST EQUAL TO ONE AND THREE-QUARTERS ( $1\frac{3}{4}$ ) TIMES THE AGGREGATE AMOUNT OF THE ANNUAL INTEREST CHARGES UPON THE SECURED BONDED DEBT OF THE COMPANY AS CONSTITUTED AT THE TIME OF THE AUTHENTICATION AND DELIVERY OF SUCH BONDS; BUT THE CORPORATE TRUSTEE SHALL BE ENTITLED TO ASSUME, IN THE ABSENCE OF SUCH NEW EARNINGS CERTIFICATE, THAT THE AGGREGATE AMOUNT OF THE ANNUAL INTEREST CHARGES ON THE SECURED BONDED DEBT OF THE COMPANY AS CONSTITUTED AT THE TIME OF THE AUTHENTICATION AND DELIVERY OF THE BONDS THEN APPLIED FOR ARE AS STATED IN THE EARNINGS CERTIFICATE FILED WITH THE CORPORATE TRUSTEE AS AFORESAID.

D. THE MORTGAGES, DEEDS, CONVEYANCES, ASSIGNMENTS, TRANSFERS AND INSTRUMENTS OF FURTHER ASSURANCE AND THE CERTIFICATE OR CERTIFICATES AND OTHER EVIDENCE, IF ANY, SPECIFIED IN THE OPINION OF COUNSEL AS PROVIDED BY CLAUSES (2), (5) AND (6) OF THE FOLLOWING PARAGRAPH E.

E. AN OPINION OR OPINIONS OF COUNSEL:

(1) STATING THAT THE INSTRUMENTS WHICH HAVE BEEN OR ARE THEREWITH DELIVERED TO THE CORPORATE TRUSTEE CONFORM TO THE REQUIREMENTS OF THIS INDENTURE AND CONSTITUTE SUFFICIENT AUTHORITY UNDER THIS INDENTURE FOR THE CORPORATE TRUSTEE TO AUTHENTICATE AND DELIVER THE BONDS APPLIED FOR, AND THAT, UPON THE BASIS OF THE ACQUISITION OF THE ADDITIONAL PROPERTY DESCRIBED IN THE CERTIFICATE DELIVERED TO THE CORPORATE TRUSTEE PURSUANT TO PARAGRAPH B OF THIS SECTION, BONDS MAY BE LAWFULLY AUTHENTICATED AND DELIVERED UNDER THIS ARTICLE;

(2) SPECIFYING THE MORTGAGES, DEEDS, CONVEYANCES, ASSIGNMENTS, TRANSFERS AND INSTRUMENTS OF FURTHER ASSURANCE WHICH WILL BE SUFFICIENT TO SUBJECT TO THE DIRECT LIEN OF THIS INDENTURE THE ADDITIONAL PROPERTY DESCRIBED IN SAID CERTIFICATE, OR