

privileges, or franchises so sold, exchanged or otherwise disposed of, by other property, rights, privileges, or franchises which, in its judgment, is or are of equal value and utility, and that all such substituted property shall forthwith become subject to the lien hereof; and

CASES WHERE RELEASE IS REQUIRED.

(2) May also from time to time sell, exchange, or otherwise dispose of any of the property, rights, privileges, or franchises (not provided for under Sections 1, 2 and 3 of this Article Sixth) at any time subject to the lien hereof, which in any case shall be in excess of Ten Thousand Dollars (\$10,000) in value, and the Trustees shall, on request of the Corporation signed by its President or Vice President, release the property, rights, privileges, or franchises so sold, exchanged, or otherwise disposed of, from all lien of this indenture, and shall execute and deliver all instruments required by the Corporation to accomplish such purpose, if, in each case of such request, the Corporation shall file with the Corporate Trustee (a) a certified copy of a resolution of its Board of Trustees setting forth that the property, the release of which is requested, is, in the judgment of the Corporation, no longer requisite, or necessary, for the operation and maintenance of the telephone system and business of the Corporation, and that the Corporation has sold, assigned, or conveyed, or is about to sell, assign, or convey the same for a fair and adequate consideration, which may be property, cash, or securities and which shall be specified in the resolution; and (b) an affidavit of the President or Vice President and the Treasurer or an Assistant Treasurer, or chief accounting officer of the Corporation, setting forth the amount of the purchase price or consideration and that in their judgment the same is fair and adequate; and in the case of any sale, exchange, or other disposition, of physical plant or physical property in consideration of securities, in whole or in part, that upon the releasing of such physical plant and physical property from the lien of this indenture, the physical plant and physical property of the Corporation subject to the lien of this indenture, shall equal or exceed, in cost or fair value, whichever shall be less, one hundred fifty per cent (150%) of the aggregate principal amount of all bonds issued by the Corporation hereunder and then outstanding and all bonds which the Corporation may then issue under the provision of Sections 3 and 5 of Article Second hereof, but not including any bonds theretofore authenticated and delivered by the Corporate Trustee for the purpose of refunding, redeeming, retiring, purchasing or otherwise acquiring any part of such bonded debt, but which have not at the time been actually so applied by the Corporation, or any bonds which theretofore may have been or thereafter may be authenticated and delivered by the Corporate Trustee in advance of the acquisition of property or the doing of work by the Corporation as provided for in Paragraph (1) of Section 5 of Article Second hereof; and (c) a sworn certificate of an engineer, who may be an engineer in the employ of the Corporation, setting forth that in the judgment of such engineer such price and consideration for such physical plant and physical property is fair and adequate. In case the consideration received by the Corporation upon any such sale, exchange or other disposition of property, shall be in whole or in part other physical property, such physical property shall forthwith become subject to the lien of this indenture, and any part of such consideration which shall be in the form of cash shall be paid to the Corporate Trustee and shall likewise become subject to the lien hereof, and all cash so paid to the Corporate Trustee shall be held and disposed of by it in the manner provided in Section 5 of this Article Sixth.

RELEASE IN ANY CASE WHERE REQUESTED BY CORPORATION.

(3) In any case of a sale, exchange or disposal made or desired to be made by the Corporation under the provisions of subdivision (1) of this Section 4 of Article Sixth, the